



**Township of Southgate  
Police Service Board Agenda**

**January 18, 2022**

**9:00 AM**

**Electronic Participation**

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	<b>Pages</b>
<b>1. Electronic Access Information</b>	
If you wish to listen to the Police Service Board meeting electronically please wait until the start time of the meeting, then dial in with your phone using the following information: Phone Number: <b>1 (647) 497-9373</b> Access Code: <b>609 - 428 - 877 #</b>	
<b>2. Call to Order</b>	
<b>3. Confirmation of Agenda</b>	
Be it resolved that the Board confirm the agenda as presented.	
<b>4. Declaration of Pecuniary Interest</b>	
<b>5. Adoption of Minutes</b>	3 - 5
Be it resolved that the Board approve the minutes from the November 16, 2021 Police Service Board meeting as presented.	
<b>6. Business Arising</b>	
<b>7. Detachment Commander's Report</b>	6 - 22
Be it resolved that the Detachment Commander's Report be received for information.	
<b>8. Correspondence</b>	
Be it resolved that the Board receive the items of correspondence (save and except item _____) as information.	
<b>8.1. Call for Nominations - Appointment to the OMERS SC Board</b>	23 - 36
<b>9. New / Unfinished Business</b>	

**10. Members Privilege - Good News & Celebrations**

**11. Confirmation of Next Meeting**

March 15, 2022 at 9:00AM.

**12. Adjournment**

**Be it resolved that** the Board adjourn the meeting at [TIME].



**Township of Southgate**  
**Minutes of Police Service Board**

November 16, 2021  
9:00 AM  
Electronic Participation

Members Present: Mayor John Woodbury  
Councillor Jim Frew  
Member Don Lewis  
Member Dale Pallister  
Member Allen Dobreen

Staff Present: Lindsey Green, Recording Secretary

**1. Electronic Access Information**

Police Service Board recordings will be available on the Township of Southgate [YouTube Channel](#) following the meeting.

**2. Call to Order**

Chair Frew called the meeting to order at 9:00 AM.

**3. Confirmation of Agenda**

**Moved By** Member Dobreen

**Seconded By** Mayor Woodbury

**Be it resolved that** the Board confirm the agenda as presented.

**Carried**

**4. Declaration of Pecuniary Interest**

No one declared a pecuniary interest to any item on the agenda.

**5. Adoption of Minutes**

**Moved By** Member Dobreen

**Seconded By** Member Lewis

**Be it resolved that** the Board approve the minutes from the September 21, 2021 Police Service Board meeting as presented.

**Carried**

**6. Business Arising**

Detachment Commander Debra Anderson introduced the new Staff Sargent, Keegan Wilcox to the Board members.

**7. Detachment Commander's Report**

**Moved By** Member Dobreen

**Seconded By** Member Lewis

**Be it resolved that** the Detachment Commander's Report be received for information.

**Carried**

**8. Correspondence**

None.

**9. New / Unfinished Business**

**9.1 False Alarm Draft By-law Discussion**

Members discussed the draft by-law presented and the need to ensure that the fines given cover the administrative cost to having this in place. Staff will bring back a final by-law for consideration to the next Board meeting.

**9.2 2022 Conference Attendance Discussion**

Members discussed whom would like to attend the 2022 OAPSB conference and Zone 5 Meetings. Chair Jim Frew and Mayor Woodbury would like to attend both the conference and zone meetings when available.

## **10. Members Privilege - Good News & Celebrations**

Mayor Woodbury mentioned that there have been an number of community issues that have been reported to himself and other members of the Board and Township staff lately and wanted to ensure the public that members of the OPP and By-law Enforcement staff are aggressively working on these issues.

Member Lewis asked for a status update from the Detachment Commander about ongoing issues reported in Swinton Park. The Detachment Commander briefly explained the efforts of the OPP in the Swinton Park area and discussed the importance of people calling the non-emergency number for the detachment when wanting to make a report.

## **11. Confirmation of Next Meeting**

Tuesday January 18, 2022 at 9:00 AM.

## **12. Adjournment**

**Moved By** Councillor Frew

**Be it resolved that** the Board adjourn the meeting at 9:55 AM.

**Carried**

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Chair Jim Frew

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Recording Secretary Lindsey Green



**Ontario Provincial Police**

## **Grey Bruce Detachment**

Interim Detachment Commander Debra Anderson

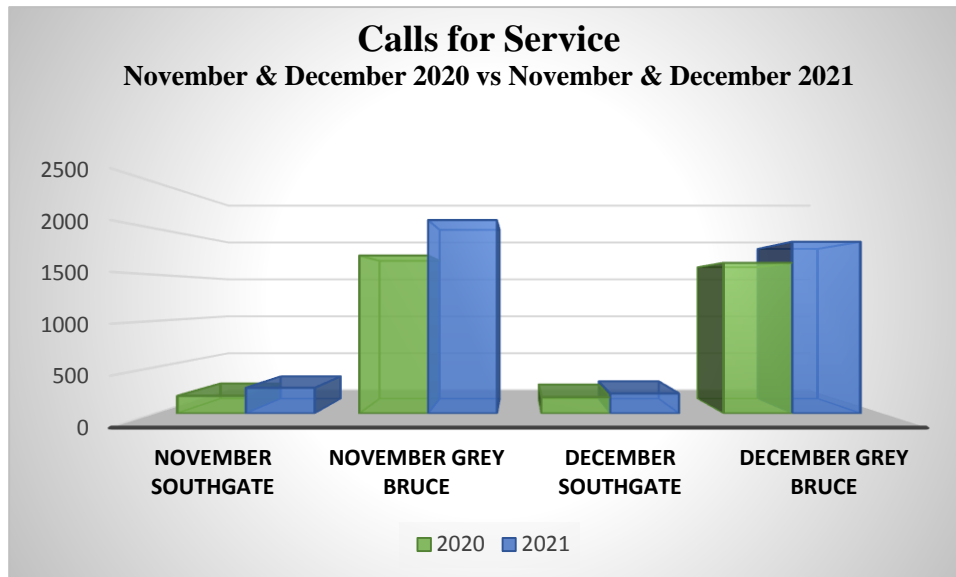
### **Report for the Southgate Police Services Board**

**January 2022**

This report covers the period from November 1st, 2021 to December 31<sup>st</sup>, 2021



## Calls for Service



	2015	2016	2017	2018	2019	2020	2021 (YTD)
Southgate	1,571	1,783	1,669	1,827	1,901	1,900	2,806
Grey Bruce	16,742	19,979	19,302	20,598	22,308	21,415	25,517

## Victim Services Bruce Grey Perth - 2021

Incident	Total Occurrences	Total Victims	# of VWAP Referrals	Compliance
Homicide/ Cause Death	1	1	0	100%
Sexual Assault	34	39	38	97.4%
Assault	117	137	126	92%
Fatal MVC	1	0	0	N/A
Domestic Violence	78	55	48	87.3%
Hate Crime	0	0	0	0
Child Abuse	0	0	0	0
Elder Abuse	0	0	0	0
Human Trafficking	0	0	0	0
Totals	231	232	212	91.8%



## Statistics for the Township of Southgate

### COVID Related Calls

<b>2021 (YTD)</b>	42
<b>2020</b>	35

### False Alarms

<b>2021 (YTD)</b>	51
<b>2020</b>	38
<b>2019</b>	39
<b>2018</b>	24

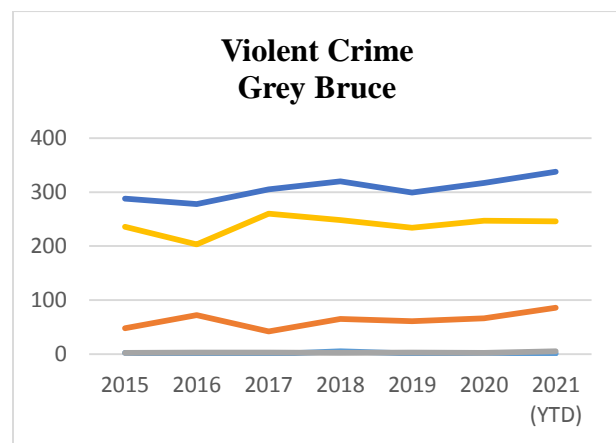
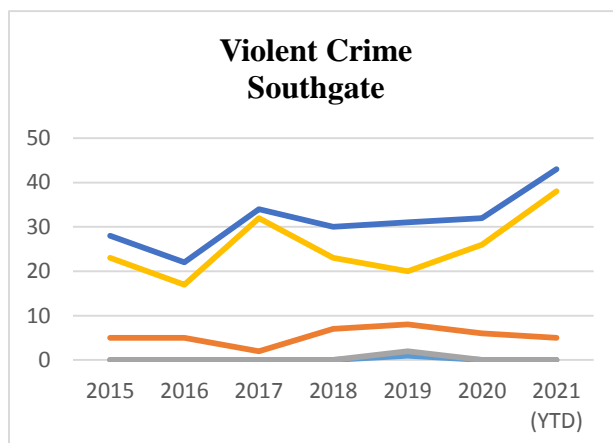
### 911 Hang Ups

<b>2021 (YTD)</b>	33
<b>2020</b>	46
<b>2019</b>	160
<b>2018</b>	79

## Crime

<b>Violent Crime Southgate</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021 (YTD)</b>
<b>Homicide</b>	0	0	0	0	1	0	0
<b>Sexual Assault</b>	5	5	2	7	8	6	5
<b>Robbery</b>	0	0	0	0	2	0	0
<b>Assault</b>	23	17	32	23	20	26	38

<b>Violent Crime Grey Bruce</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021 (YTD)</b>
<b>Homicide</b>	2	0	0	5	1	2	1
<b>Sexual Assault</b>	48	72	42	65	61	66	86
<b>Robbery</b>	2	3	3	2	3	2	5
<b>Assault</b>	236	203	260	248	234	247	246



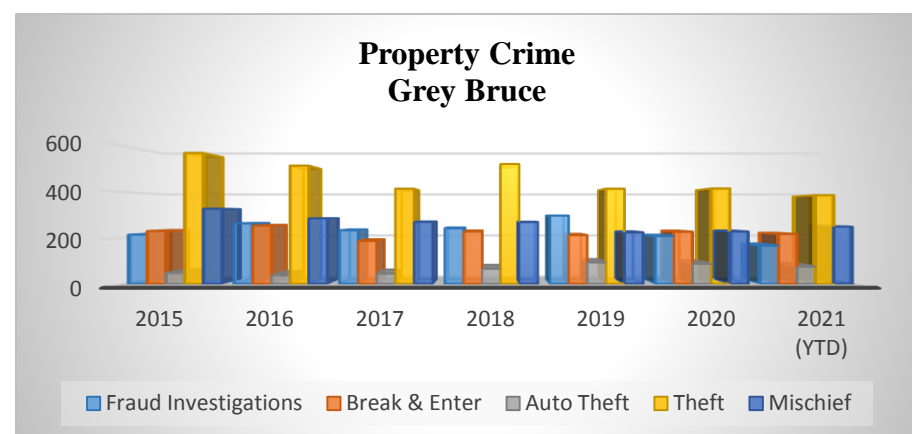
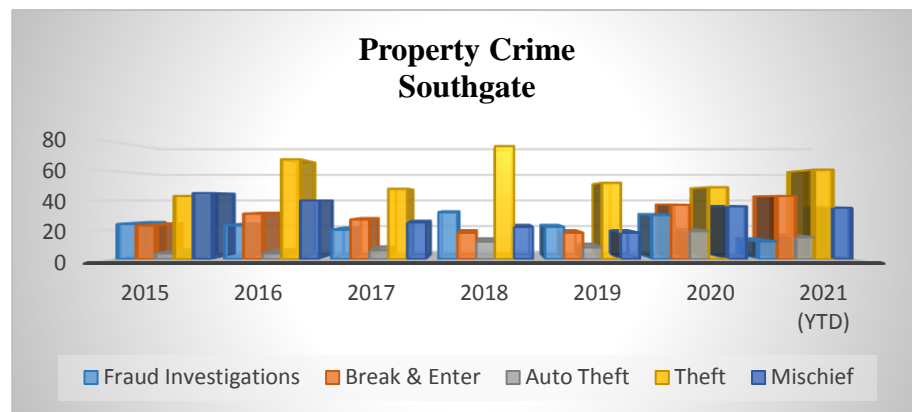
— Homicide — Sexual Assault — Robbery — Assault — Total





Property Crime Southgate	2015	2016	2017	2018	2019	2020	2021 (YTD)
Fraud Investigations	24	23	20	32	22	30	12
Break & Enter	23	31	27	18	18	37	43
Auto Theft	4	4	6	12	8	19	15
Theft	43	68	48	77	52	49	61
Mischief	45	40	25	22	18	36	35

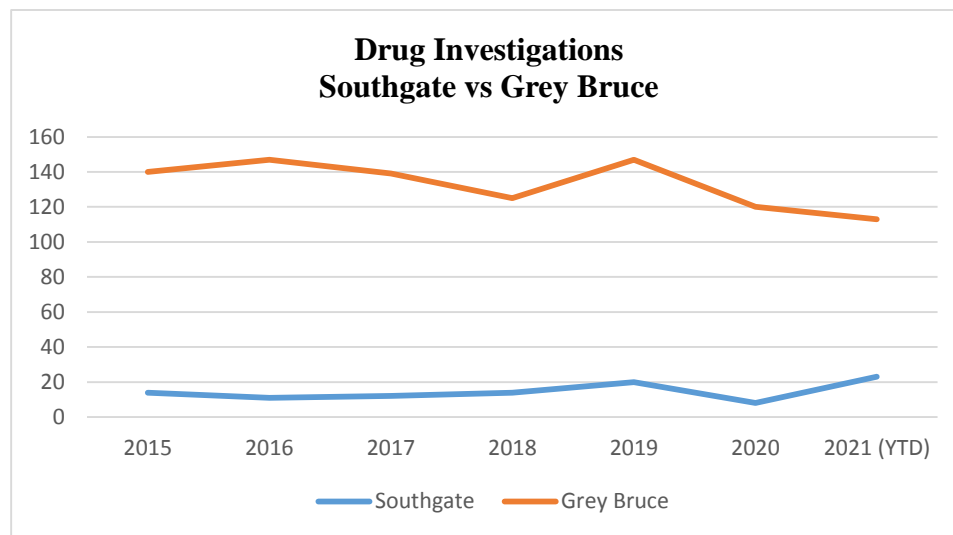
Property Crime Grey Bruce	2015	2016	2017	2018	2019	2020	2021 (YTD)
Fraud Investigations	214	263	233	242	297	208	167
Break & Enter	230	254	187	228	212	227	217
Auto Theft	48	38	45	67	94	88	76
Theft	569	514	414	521	414	415	386
Mischief	327	285	270	269	224	228	249





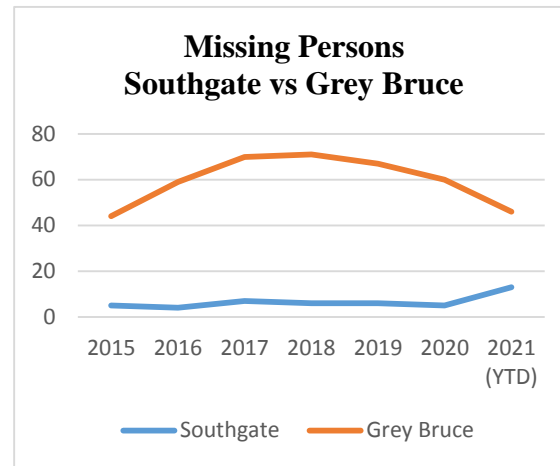
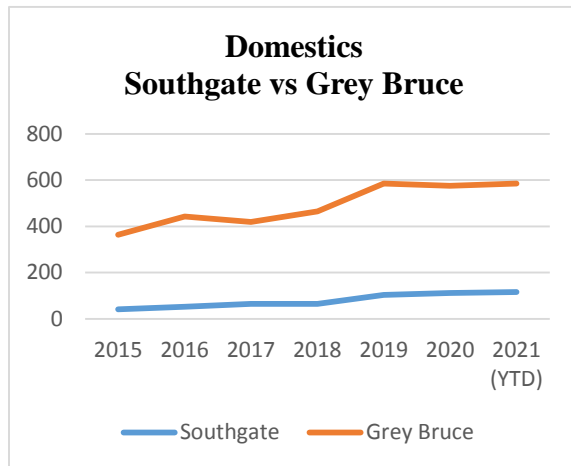
Drugs Southgate	2015	2016	2017	2018	2019	2020	2021 (YTD)
Drug Investigations	14	11	12	14	20	8	23

Drugs Grey Bruce	2015	2016	2017	2018	2019	2020	2021 (YTD)
Drug Investigations	140	147	139	125	147	120	113



Other Investigations Southgate	2015	2016	2017	2018	2019	2020	2021 (YTD)
Domestic Disputes	41	52	64	64	103	111	115
Missing Persons	5	4	7	6	6	5	13

Other Investigations Grey Bruce	2015	2016	2017	2018	2019	2020	2021 (YTD)
Domestic Disputes	364	442	419	464	585	575	585
Missing Persons	44	59	70	71	67	60	46



## Crime Unit

### Supervisor: Detective Sergeant Byron SCHWASS

The Grey Bruce County Crime Unit (6 Detectives) led, assisted or managed 47 Benchmark Occurrences from November 1<sup>st</sup>, 2021 to December 31<sup>st</sup>, 2021.

This includes 20 Sudden Death investigations (one of which was an opiate overdose), 12 sexual assaults, as well as two fraud investigations (one senior lottery scam, and one Bitcoin online fraud). This Unit is also assisting other Major Crime Units with investigations/statements, and providing guidance to uniform personnel on criminal investigations.

The Grey Bruce Major Crime Unit continues to follow up leads, prepare for court, and investigate several ongoing Homicides which fall under the direction of OPP Criminal Investigations Branch (CIB).

- SPRUNG Homicide (Meaford) completed the preliminary inquiry for 1<sup>st</sup> degree Murder.
- SOLOMON Homicide (Saugeen First Nation) court pending.
- JACKSON attempt murder (North Bruce Peninsula).
- CHISAR homicide (male arrested for 2<sup>nd</sup> degree Murder).

All National and Ontario Sex Offenders, Hate Crime / Extremism Investigations and High Risk to re-offend Offenders and High Risk Domestic Violence Offenders continue to be managed by the Grey Bruce County Crime Unit.



## **Community Street Crime Unit**

**Supervisor: Detective Sergeant James BLAIR**

### **Highlights:**

Following up on community complaints of drug trafficking in the Lincoln Park Trailer Park members of CSCU begin an investigation into the noted persons who were spoiling an otherwise elderly law abiding community in Georgian Bluffs.

On the 25th of November 2021, at 06:31, members of CSCU Grey-Bruce, assisted by members of CSCU Huron-Perth and West Region Emergency Response Team (ERT), executed a Section 11 CDSA Search Warrant at 119 Sussex Square, Georgian Bluffs.

As a result of the execution of the Search Warrant, three people were taken into custody without incident and found to be in possession of a small amount of CDSA. A fourth suspect was located driving by the residence during the search warrant execution. This person was arrested and the vehicle was seized pending the authorization of a search warrant for the vehicle.

On December 7th, 2021, members of CSCU executed a Section 11 CDSA Search Warrant on the seized vehicle. A search of the vehicle resulted in the seizure of over 110 grams of cocaine and a small amount of methamphetamine with an estimated street value of over \$11,000.00. The concealed location and overall weight of the bulk of the drugs indicates that the fourth suspect was returning home after being re-supplied when they were located and arrested.



### Year in Review of CSCU Statistics

Combined Team Results CSCU (Grey-Bruce & South Bruce Members)

Item	2021 YTD	2020 Total
Occurrences	155	185
Warrants	71	101
Warrant Services	39	47
Persons Charged	95	154
Charges	447	720

South Bruce CSCU Members

Item	2021 YTD	2020 Total
Occurrences	67	80
Warrants	34	49
Warrant Services	18	26
Persons Charged	37	66
Charges	165	309

Grey Bruce CSCU Members

Item	2021 YTD	2020 Total
Occurrences	88	105
Warrants	37	52
Warrant Services	21	21
Persons Charged	58	88
Charges	282	411



### Motor Vehicle Collisions

LOCATION	JURISDICTION	RD/HWY INTERSECTION	INCIDENT TYPE	PRIMARY CAUSE	REPORT TYPE
6 HIGHWAY 6	Southgate	SOUTHGATE ROAD 08	Property Damage Only	Lost control	Motor Vehicle
MAIN	Southgate	HIGHWAY 10	Property Damage Only	Failed to yield right of way	Motor Vehicle
RUSSELL ST	Southgate	N/A	Property Damage Only	Pedestrian	Motor Vehicle
10 HIGHWAY 10	Southgate	Grey Road 9	Property Damage Only	Animal - Wild or Domestic	Motor Vehicle
GREY ROAD 9	Southgate	SOUTHGATE SRD 03	Property Damage Only	Lost control	Motor Vehicle
MAIN	Southgate	RUSSELL	Property Damage Only	Lost control	Motor Vehicle
GREY ROAD 8	Southgate	SOUTHGATE ROAD 10	Property Damage Only	Animal - Wild or Domestic	Motor Vehicle
SOUTHGATE ROAD 26	Southgate	SOUTHGATE SRD 07	Property Damage Only	Lost control	Motor Vehicle
GREY ROAD 9	Southgate	IDA	Property Damage Only	Animal - Wild or Domestic	Motor Vehicle
GREY ROAD 9	Southgate	HIGHWAY 6	Property Damage Only	Other	Motor Vehicle
GREY ROAD 9	Southgate	SOUTHGATE SRD 19	Non-Fatal Injury	Lost control	Motor Vehicle
GREY ROAD 14	Southgate	GREY ROAD 9	Property Damage Only	Lost control	Motor Vehicle
SOUTHGATE SRD 71	Southgate	SOUTHGATE ROAD 24	Property Damage Only	Lost control	Motor Vehicle
OWEN SOUND	Southgate	OSPREY	Property Damage Only	Lost control	Motor Vehicle
GREY ROAD 14	Southgate	SOUTHGATE ROAD 26	Property Damage Only	Lost control	Motor Vehicle



Grey Bruce OPP  
Report for the Police Services Board

HIGHWAY 10	Southgate	MAIN	Property Damage Only	Speed -- too fast for conditions	Motor Vehicle
GREY ROAD 9	Southgate	SOUTHGATE SRD 41	Property Damage Only	Animal - Wild or Domestic	Motor Vehicle
GREY ROAD 109	Southgate	southgate road 08	Property Damage Only	Other	Motor Vehicle
SOUTHGATE ROAD 04	Southgate	SOUTHGATE SRD 55	Property Damage Only	Speed -- too fast for conditions	Motor Vehicle
GREY ROAD 14	Southgate	SOUTHGATE ROAD 08	Property Damage Only	Speed -- too fast for conditions	Motor Vehicle
RIDLEY	Southgate	VICTORIA	Property Damage Only	Inattentive driver	Motor Vehicle
GREY ROAD 9	Southgate	GREY ROAD 9	Property Damage Only	Animal - Wild or Domestic	Motor Vehicle
SEELEY	Southgate	WERRY	Property Damage Only	Speed -- excessive	Motor Vehicle
GREY ROAD 14	Southgate	89	Property Damage Only	Speed -- too fast for conditions	Motor Vehicle

**Impaired/ Over 80 (Alcohol & Drugs)**

	2015	2016	2017	2018	2019	2020	2021 (YTD)
<b>Southgate</b>	9	8	3	7	12	7	15
<b>Grey Bruce</b>	98	109	101	76	141	101	101

**Suspect Apprehension Pursuits**

	2015	2016	2017	2018	2019	2020	2021 (YTD)
<b>Southgate</b>	0	0	1	1	1	1	2
<b>Grey Bruce</b>	8	2	9	16	19	19	27



### Traffic Complaint

November 2021	15
December 2021	14
November 2020	15
December 2020	9

### Noise Complaint

November 2021	2
December 2021	1
November 2020	3
December 2020	3

### Animal Complaint

November 2021	1
December 2021	2
November 2020	1
December 2020	2

### Black Cat RD

The Grey Bruce OPP is actively using two Black Cat radar devices throughout Grey Bruce. Important data collection is being gathered in response to numerous traffic complaints.

### Municipal By-Law

Southgate	2015	2016	2017	2018	2019	2020	2021 (YTD)
Calls for Service	9	9	5	15	19	8	19

### Patrols

Southgate	RIDE	FOOT
November	6.75	20.5
December	18.5	9.25
YTD	65.25	34.7

### Paid Duties

Year	Paid Duties	RIDE	Officers	Hours
2020	26	20	64	488.5
2021	24	36	96	786





## Media

### Provincial Constable Nick WILSON

#### Media Releases

January	29
February	31
March	32
April	17
May	31
June	30
July	23
August	14
September	20
October	27
November	20
December	22
Total (YTD)	296

## Highlights

### November 2021

- Media resources used to assist in locating missing persons
- Media releases release and social media used to welcome Staff Sergeant Wilcox to Grey Bruce
- Media coverage completed regarding the kick off of the 2021 Festive Ride season.
- Media utilized for public assistance in several property crime occurrences
- Media release prepared for Grey Bruce Community Street Crime Unit drug warrant resulting in the seizure of suspected controlled drugs.

### December 2021

- Media releases surrounding several large scale Community Street Crime warrants executed in the area
- Releases surrounding impaired driving arrests at RIDE programs
- Media FYI regarding Criminal Record Checks moving online only
- Covered several high profile investigations, liaising and handling media inquiries, including two fatal house fires.



## Community Services

### November 2021

- Assisted with calls for service throughout Grey Bruce County
- Coordinated with several municipalities for police participation in Santa Clause parades.
- Conducted lock down drills at schools within Grey Bruce.
- Met with Safe Communities and Regional Road Safety Committees to continue Grey Bruce's commitment to improving road safety.
- Completed training and reviewed schools for bus patrol training.
- Attended the delivery of Grey Highlands Stunt driving sign, purchased by the Grey Highlands Police Service Board.
- Assisted road officers with collisions due to extreme weather.
- Presented high risk individuals to the Grey Bruce Situation Table to coordinate a partnered response to aid those individuals in getting help the need.
- Provided police input to Grey Bruce Child and Family Services for ongoing investigations they are conducting.
- Presented to several grade 7/8 classes and high school classes about drugs, alcohol and tobacco.
- Liaised with several communities about neighborhood watch programs.
- Attended Community Support Meetings to talk about police involvement with high risk community living clients. As a result, future training sessions will be provided to Grey Bruce OPP.
- Assisted with diversion programs for several incidents involving rugs and students. Liaised with families to allow students to participate in diversion programs about their high risk behavior.
- Continued involvement with the Project Lifesaver program.
- Assisted several stranded students after their bus had slid into a ditch. Worked with parents, the bus company, and tow companies to ensure safe arrival of student to their homes and safe removal of the school bus.

### December 2021

- Assisted with calls for service throughout Grey Bruce County
- Participated in radio interviews regarding winter road safety on behalf of the Winter Road Safety Committee.
- Organized and conducted the annual United Way popcorn fundraiser at detachment level.
- Presented to high school students regarding relationships, consent and the law.
- Conducted festive RIDE.



- Conducted interviews with radio stations regarding Grey Bruce switching to online record checks. Media releases drafted and distributed to local news agencies regarding same.
- Assisted the Grey Bruce Crime Unit through community engagement regarding a high value art theft in the Township of Georgian Bluffs.
- Attended and presented high risk individuals to the Grey Bruce Situation Table.
- Engaged with members of the public regarding frauds and scams currently being experienced in our area. Future presentation dates scheduled to provide the public with valuable information to keep themselves safe.
- Attended the annual Christmas Event at Victoria Village – assisted Santa with handing out presents to the residence of Victoria Village.
- Engaged with Child and Family services regarding several high risk youth in the area. Policing input provided regarding ongoing cases.
- Attended community events at a local high school to support students.
- Conducted patrols at local schools during school hours – engaging with staff and students.
- Continued planning for recruit training session in partnership with South Bruce detachment.
- Participated in de-briefs / reviews of situation table interventions. Providing feedback regarding pros and cons to better develop Grey Bruce's collaborative response to individuals in imminent need.
- Worked collaboratively with Community Living to share information regarding high risk clients in the community that officers are involved with.



# #GreyBruceOPP

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The Ontario Provincial Police are active on the following social media platforms.

Visit **@OPP\_WR** Twitter and **@OPPWest** Facebook pages for West Region content.

Search **#GreyBruceOPP** in Twitter or Facebook for detachment specific content.



**@OPP\_WR**  
**@OPP\_COMM\_WR**  
**@OPP\_News**



**@OPPWest**



**@ontarioprovincialpolice**



**Ontario Provincial Police**

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## Social Media Help Resources

- [How to Sign Up with Twitter](#)
- [How to Follow People on Twitter](#)
- [How to Create a Facebook Account](#)
- [How to Follow a Facebook Page](#)



## Court Bureau

**Supervisor: Sergeant Jim HUNTER**

**Grey Bruce Statistics November & December 2021**

Record Checks	
Level 1 & 2 Criminal Record Check	72
Vulnerable Sector Check	378

- The transition to E-ticketing has been completed and has streamlined the process
- Overnight bails continue to be conducted from the detachment by either audio or video. This has proven to be very successful and efficient.

## Part-Time Unit

The part time unit is comprised of four officers whose primary responsibility are completing fingerprints for both criminal and civilian matters, serving court summons and subpoenas, and assisting with bail hearings and criminal proceedings.

	November 2021	December 2021
Summons & Subpoenas Served	25	12
Civilian Fingerprints	9	12



## Auxiliary Unit

**Unit Commander: Auxiliary Staff Sergeant Thomas BUCKLEY**

**Liaison: Provincial Constable Shaun HIERLIHY**

### Unit Statistics

Active Members	9
Authorized Strength	17

- No current updates on recruiting as we have several vacancies. Currently waiting on further direction from the program office on any pending applicants. Recruiting back log per GHQ program office and COVID related issues.
- Regular bi-monthly meetings have been occurring via Zoom for the time being.
- As of mid-December, all ride alongs are suspended due to the pandemic, so patrol hours will be very low until things stabilize.

### Unit Activities

- 315.5 hours volunteered in November including: 14 Speed Spy, 23 21 Airport Transports for Northern Deployments, 12 Remembrance Day, 17 Markdale Parade, 38.5 Food Drives, 101 hr Auxiliary Recruit Training, 14 Unit Commanders meet
- 125 hours volunteered in December including: 6 Speed Spy, 21 Airport Transports for Northern Deployments, 1 Lions Head Parade, 7 Meaford Parade, 23 Food Drives, 8 Wiarton Parade, 1.5 Recruit Interview

## Noteworthy Events in Grey Bruce

	Persons	Event
December	PC COWAN-PELLETIER	<ul style="list-style-type: none"><li>• PC COWAN-PELLETIER has been praised by a citizen regarding his patience, professionalism and overall care.</li></ul>

**From:** Holly Doty <[oapsb@oapsb.ca](mailto:oapsb@oapsb.ca)>

**Sent:** January 3, 2022 3:18 PM

**To:** Holly Doty <[oapsb@oapsb.ca](mailto:oapsb@oapsb.ca)>; Jennifer Fang <[jennifer.fang@rogers.com](mailto:jennifer.fang@rogers.com)>; Patrick J Weaver <[patrickj@weavergroup.ca](mailto:patrickj@weavergroup.ca)>

**Subject:** Reminder - Call for Nominations (Extended!) Due January 28, 2022 - Appointment to the OMERS SC Board

Good morning!

**REMINDER: Call for Nominations - Appointment to the OMERS SC Board**

The position for the OMERS SC Board position will be appointed for a three year term in the spring of 2022 commencing January 2023.

OAPSB is sending this email as a **call for applications**. The application materials and timelines for the OMERS SC nomination are attached. **The deadline for applications is Jan 28, 2022 (new extended date!).** Please share this email with your full board.

A resume is required for interested candidates. Please find attached the following three documents as references:

- a. OMERS SC Board Member Role Description
- b. OMERS SC Board Competency Framework
- c. Code of Conduct

All letters of interest and resumes should be emailed to Jennifer Fang at [Jennifer.fang@rogers.com](mailto:Jennifer.fang@rogers.com) by Jan 28, 2022.

The OMERS committee of the OAPSB Board will meet after January 28, 2022 to discuss candidates and reach a recommendation before the February 17, 2022 OAPSB board meeting.

You must be a member of an OAPSB board in good standing to apply.

Thank you!

Holly Doty, CMP

**Ontario Association of Police Services Boards**

180 Simcoe St, London, ON N6B 1H9

T: 1-800-831-7727 | C: 519.636.7707

[oapsb@oapsb.ca](mailto:oapsb@oapsb.ca)

# OMERS Sponsors Corporation

## BOARD MEMBER ROLE DESCRIPTION

### Overview

This mandate for members of the SC Board is based on the SC Board's responsibilities as established in the Ontario Municipal Employees Retirement System Act, 2006 (OMERS Act) and the applicable provisions of the Business Corporations Act (OBCA). The role of the SC Board is primarily to make decisions on Plan design, contribution rates, reserves, filing of valuations, and AC and SC Board composition. In their individual capacities as Board members, each contributes to the Board's role which, among other things, means decisions made by individual Board members must be first and foremost driven by the objective of maintaining the credibility and vitality of the SC as a corporation in order to promote a sustainable, affordable and meaningful pension plan. Although SC Board members may be appointed from among members of a specific stakeholder group in the OMERS Pension Plans (the Plans), and, in that capacity, they may articulate the interests and views of the specific stakeholder group that appointed them during the decision-making process, in the end, they must place the best interests of the SC ahead of any other interest or stakeholder or their own self-interest.

### Fiduciary Responsibility

Each Board member has a fiduciary responsibility to oversee the affairs of the SC which, as the sponsor of the Plans, has specific statutory obligations. As a vital component of their fiduciary duties as Board members of the SC, Board members must avoid conflicts of interest of any kind (or any appearance of conflict of interest), act exclusively in the best interests of SC even though they may have been appointed by a specific stakeholder group, and conduct themselves in a manner that is prudent, reasonable, responsible and impartial.

The best interests of the SC include governance and decision-making practices which support the health and long-term viability of the jointly sponsored Plans and give due consideration to the interests of the stakeholders and other relevant circumstances.

In performing their duties and exercising their authority, in accordance with the applicable provisions of the OMERS Act and the OBCA, every Board member must:

- act honestly and in good faith with a view to the best interests of the SC;
- exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances;
- ensure the SC meets its responsibilities;
- not receive any benefit as a result of being a Board member that is not fully disclosed in accordance with approved Board policies, and disclose any real or perceived conflict of interest; and
- use all relevant knowledge and skill that the Board member possesses or, by reason of the Board member's profession, business or calling, ought to possess.



Board members in their individual capacity are expected to comply with the OMERS Act and the relevant portions of the OBCA. Board members are potentially personally responsible for any breach that they individually cause, authorize, permit, acquiesce in or in which they participate.

Board members may also be personally responsible for failing to take reasonable care, in all of the circumstances, to prevent a breach by SC of such legislation in circumstances where they are aware of non-compliance.

Boards will generally delegate many responsibilities such as operational responsibility but retain strategic or otherwise critically important policy choices, transformational decisions and a range of other key responsibilities like CEO succession. Delegation is necessarily accompanied by monitoring the effectiveness of the delegation.

## Conflict of Interest

With respect to conflict,

- personal or professional interests outside of the SC must not conflict with responsibilities as SC Board members; and
- if a conflict of interest arises in respect of a matter under consideration by the SC Board, it must be declared, and a Board member is not permitted to vote on the matter. In certain situations, it may be appropriate for the Board member to recuse themselves from the discussion.

## Leadership

SC Board members are expected to demonstrate leadership, particularly the modeling of the SC's core values of integrity, respect, teamwork, fairness and service.

## Decision-Making Standards

SC Board members are expected to exercise good business judgment in decision-making, bring a strategic focus to Board deliberations, provide appropriate oversight to management through monitoring, and undertake their duties with a public service ethic.

Courts will generally defer to a Board's decision and the choices made by individual Board members to support or oppose a matter because of the business acumen of the Board members if the decision is made honestly, prudently, in good faith and on reasonable and rational grounds.

The legal principle behind this approach is the "business judgment rule" which in effect says that if a decision is taken within a range of reasonableness, the Court ought not to substitute its opinions for that of the Board members who are generally better placed to make business decisions even though subsequent events may cast doubt on the determination or decision. Perfection, therefore, is not demanded in the quality of a decision. The deference, however, implied in the business judgement rule depends on being able to show the decision taken was backed by diligence and good process.

## Commitment and Conduct

Board members are expected to demonstrate behavior and commitment that promote the effectiveness of the SC Board, including:

- consistent in person meeting attendance;

- thorough meeting preparation in order to participate knowledgeably in SC Board deliberations;
- treating Board colleagues, management and staff with courtesy, trust and respect;
- bringing forward issues of concern in an appropriate manner (e.g., advising the Chair of issues to be addressed in advance of regularly scheduled meetings, if possible);
- active Board and Committee meeting participation, including:
  - being familiar with and adhering to protocol that promotes meeting effectiveness;
  - asking appropriate and constructive questions;
  - providing relevant and helpful counsel and advice;
  - bringing skills and experience to bear in appropriate ways to the decision-making process;
  - encouraging thorough and objective discussion of key issues;
  - clearly and succinctly articulating the views of stakeholders and respectfully considering the views advanced by others;
  - refraining from interfering with operational matters;
  - respecting Management's role and those with whom the SC Board interacts;
  - holding Management accountable for achieving agreed-upon objectives;
  - acting with integrity and maintaining the confidentiality of Board deliberations;
  - complying with formal codes of conduct;
  - promoting needed change;
  - working to build consensus;
- attending and participating in other SC Board meetings and events (e.g., strategy sessions, new Board member orientation and ongoing education and development opportunities);
- participating in Board member development sessions and programs provided by or required by the SC;
- focusing on matters of strategic significance to the SC and the Plans; and
- representing SC publicly in a manner that is consistent with SC's values.

### Specific Duties

1. Be informed of and act according to all policies that pertain to the duties of a Board member including by-laws, legislation, mission, code of conduct, and other key policies and documents.
2. Keep informed about OMERS as a whole and SC specifically, its strategic direction and possess a genuine interest in pension matters and OMERS success.
3. Attend to the extent reasonably possible all SC Board meetings and applicable Committee meetings.
4. Voice clearly and explicitly, at the time a decision is being taken, any opposition to a decision being considered by the SC Board.
5. Respecting the final decisions of the SC Board.

6. Maintain confidentiality with respect to all matters in the boardroom and otherwise with respect to the confidential affairs of the SC, including complying with any confidentiality policy established by the SC Board. Board members must return all copies of Board Documents to the Board Secretary on the conclusion of their term of office or provide appropriate confirmation that the material has been disposed of in a secure manner.
7. Actively contribute to the fulfilment of the SC Board’s responsibilities and mandate.
8. Know and respect the distinction in the roles of Board and Management consistent with the principles underlying these governance policies.
9. Facilitate feedback from stakeholders in a constructive manner.
10. Devote time to serve effectively as a Board member by not over-committing to other responsibilities.
11. Respect the fact that the Board speaks with one voice and that the role of individual Board members is generally not to make decisions or give direction on their own that affects the SC, or speak on behalf of the SC Board, but to be part of a collective body that makes decisions. The Chair speaks publicly on behalf of the SC Board (when appropriate), and the CEO speaks on behalf of the SC generally. Subject to the corporate communication and confidentiality policies, individual Board members may speak with stakeholder organizations to provide updates about OMERS and receive input on matters of interest to the stakeholder.

## HISTORY

Effective Date:	January 1, 2020
Approval Date:	November 14, 2019
Next Review Date:	December 2021

# SC Board Competency Framework

The SC Board wants Directors who satisfy all of the attributes and commitments in the shaded box. The SC Board as a whole needs to adequately satisfy the seven specific competencies below; each Director is expected to satisfy on joining the Board or commit to developing not less than three specific competencies.

The SC Board is responsible for Pension Plan design, determination of contribution rates, filing of valuations, reserves, and composition of the SC and OAC Boards.



## Each Director must possess the following attributes:

- Independence, integrity, and sound judgment
- Curiosity and courage to ask the right questions
- Long-term, strategic outlook
- Commitment to the DB Model
- Demonstrated ability to operate effectively as part of a diverse team to arrive at a conclusion benefitting all

## Each Director must be willing to:

- Understand and exercise his or her fiduciary responsibilities
- Attend and actively contribute to Board and Committee meetings
- Devote the time and effort necessary to be an effective Board member
- Act in a manner that sustains and improves trust in OMERS
- Participate in director development programs as determined by the SC

## Stakeholder Relations

- Experience working within a stakeholder or similar organization
- Knowledge and understanding of the views of stakeholders
- Experience articulating the interests of stakeholders
- Experience in managing or overseeing effective communications with members, employers, or other stakeholders
- Ability to oversee or participate in healthy relations in a diverse, multi-stakeholder environment
- Understanding of the broader relationship between management and workers, both unionized and non-unionized

## Pensions – Design

- Ability to understand pension design, policy and regulation
- Ability to understand plan or trustee administration
- Literacy in personal financial and related retirement concepts
- Ability to understand interrelationship between political, legal, tax, economic concepts
- Familiarity with global pension landscape and related trends

## Pensions - Funding

- Knowledge of actuarial practice in the pension, insurance or similar fields
- Knowledge of asset-liability management
- Knowledge of DB pension plan funding
- Knowledge relating to overseeing an effective and sustainable retirement income or social security system

## Governance

- Understanding of the relationship among people, process and policy in a large or multi-stakeholder environment
- Experience evaluating and selecting Board members to create an effective Board
- Ability to understand consequences of large-scale strategic decisions

## Government/Regulatory/Public Policy

- Experience in, or demonstrated understanding of, the workings of government and public policy
- Strong understanding of relevant regulatory regimes
- Experience with macro-economic considerations and their impact on pension obligations and government decision-making

## Risk

- Ability to identify principal risks of an organization or oversee risk management programs
- Understanding of risk and return dynamics in complex pension environment
- Familiarity with financial and management systems and concepts

## Leadership Experience

- Experience as a leader within a stakeholder organization or other large organization or government body
- Experience using processes to analyze and make decisions on large strategic initiatives
- Experience with strategic planning and development



## Independence and integrity

- Ability to take action regardless of the wishes of management, the interests of the Sponsor Organization that appointed him/her, and any personal interests of the Director.
- Demonstration of a commitment to high ethical standards, and holding others to the same standard



## Curiosity and courage

- The Board needs to challenge management and advisors to deliver the tools they need to imagine and deliver better outcomes
- Directors need to deal with difficult or uncomfortable topics deliberately and centrally
- A courageous conversation is one that invites participants to not only ask questions, but to question answers



## Long term and strategic

- Boards can't just look backwards. Directors need the right forward-looking information about strategy and stakeholders that cuts through the noise and enables decisions
- Directors need to combine multiple risks/opportunities and question what the compounded impacts could be



## Commitment to the DB Model

- Statutory requirement in the OMERS Act
- Demonstration of a commitment to comprehensive retirement income security



## Teamwork

- Orientation towards working together collaboratively
- Complementary expertise
- Effective and respectful interaction
- Caution against group-think



## Diversity

- Diversity of thought and perspectives is important to reach good decisions
- Fundamental diversity helps achieve the objective of diversity of thought – gender, race, age, ethnicity, orientation, physical and mental abilities

# OMERS SC

## Code of Conduct



Michael Rolland, CEO

Effective  
July 1, 2021

### SUMMARY

The Code of Conduct sets ethical standards for Members, employees and consultants who conduct business on behalf of the Sponsors Corporation.

**This Policy applies to SC Board Members, SC Management and SC employees.**

Initial approval date:	May 2009
Next review date:	May 2024
Frequency of review:	Every 3 years

### 1. Overall Principles and Application

As a statutory corporation established pursuant to section 22 of the *OMERS Act, 2006*, the SC is a unique corporate entity. It is not a business corporation or governed by Ontario's general corporate statutes. The persons governing the SC are called "Members". However, the SC Members owe the SC the same duties of care, honesty and good faith as conventional directors and officers of an Ontario business corporation, as set out in the Ontario Business Corporations Act.

SC Members owe fiduciary duties to the SC. A fiduciary is a person having a duty to act primarily for another person's benefit – in this case the SC. The Member's fiduciary duties are owed only to the SC and not to any one stakeholder or other interest group, regardless of who appoints the Member. While this does not mean that Members cannot take into account the interests of particular groups that may be affected by the Members' decisions, they cannot act solely in the interests of one group if to do so would not be in the interests of the SC as a whole. Fiduciary duties are among the highest standard of conduct that the law imposes.

The Code sets out the expected standards of behaviour for the conduct of the SC's business. It applies to officers and permanent, contract and part-time employees of the SC ("**Employees**"), and where expressly indicated to Members. (Employees and Members are referred to collectively as "**Individuals**").

The Code cannot directly address every situation in which Individuals may find themselves. It does not preclude the use of common sense and good judgment. Rather, it provides a set of rules and ethical standards to be used as a guide for the day-to-day conduct of business.

The Corporation encourages Employees to consult with the Chief Executive Officer or the Executive Director, Operations & General Counsel as necessary to clarify

policies, including the Code, or to raise concerns. These officers can advise an Employee on any uncertain situations. The success of the Code will depend on its use in everything we do. Individuals are expected to apply the Code in their day-to-day responsibilities and decision-making activities. Confidentiality obligations continue after an Individual leaves the SC.

Some of the topics of this Code are addressed with more specificity in certain of the SC's other policies. Moreover, this Code does not address every policy applicable to Individuals. This Code is intended to contain general standards for conducting business as an Employee or Member and sets minimum standards for their conduct.

Individuals are reminded of their obligations under the SC's other policies and should review these policies for more specific guidance.

## 2. Personal and Professional Conduct

Each Individual's fundamental obligations are to understand and comply with applicable law and the SC's policies and procedures, and to perform his/her duties in a manner that demonstrates the highest standards of integrity and professionalism. Individuals are all responsible for maintaining a culture of cooperation, dignity, respect, and courtesy.

Managers have a further obligation to exercise reasonable supervision over those reporting to them to ensure that these Employees are conducting themselves in accordance with their obligations.

In general, Individuals should be aware of laws governing the SC and must ensure that their conduct is in compliance with all such laws. In all situations, including those where there are no applicable legal principles or where there are unclear or conflicting laws, the SC's business will be conducted in such a manner that will not embarrass or pose a risk to the SC should the full facts be disclosed.

### 2.1 Harassment, Discrimination & Violence

The SC strives to provide a work environment that supports diversity, where all Individuals have an equal opportunity to reach their potential, free from (i) all forms of discrimination, (ii) sexual and other forms of harassment; and (iii) violence. Harassing conduct, including any behaviour that a reasonable person would conclude contributes to an intimidating or offensive environment, will not be tolerated from Individuals or from outside parties with whom we deal.

(See *SC Respectful Workplace Policy and Accessibility Policy*).

### 2.2 Accurate Records

The SC's business records must reflect a clear and accurate representation of all the true facts of every component of every business action. Employees have a duty to prepare and maintain accurate and complete business records and must never participate in the creation of a false or misleading record, or the inappropriate destruction of records. No fund or transaction is to be concealed from the Chief Executive Officer or the SC's auditors.

### 2.3 Suppliers and Contractors

The selection of suppliers of goods and services to the SC by Employees will be based on objective criteria, including quality, price, service and overall benefit to the SC. Payments by the SC for goods and services shall be supported in all cases by invoices or other appropriate documentation reflecting the actual purpose of the payments. Payments may only be made to the people or businesses that supplied the goods or services. Harassing conduct in relation to suppliers and contractors, including any behaviour that a reasonable person would conclude contributes to an intimidating or offensive environment, will not be tolerated.

## 3. Conflicts of Interest

Individuals must avoid situations where their personal interests conflict with their duty to the SC. A conflict of interest occurs when an Individual's personal interest or obligation may influence his or her decision-making or performance on behalf of the SC.

A personal interest may create:

- *an actual conflict,*
- *a potential conflict,*
- *a perceived conflict*

Perceived or potential conflicts of interest exist in situations where a member of the Individual's family, or a close personal relation has financial interests, personal relationships, or professional associations with an outside individual or organization, such that his or her actions could appear to be biased against the SC by that interest or relationship.

While conflicts must be avoided wherever possible, some conflicts may be appropriately managed or cured through full disclosure and separation of duties. In general:



- Employees must avoid situations in which they, or their spouse, children or other relatives or associates, could directly or indirectly benefit personally from a transaction or contract with the SC or from their knowledge of or ability to influence decisions for the SC;
- Where an actual, potential or perceived conflict of interest may exist in respect to any Employee:
  - Employees are required to immediately disclose their interest to the Chief Executive Officer who will determine, in conjunction with the Co-Chairs, how to deal with the conflict and whether to report it to the SC Board.

The Chief Executive Officer should exclude the conflicted Employee from any involvement in negotiations, discussions or decision-making by the Corporation from which the conflict arises, unless the conflict is determined to be immaterial.

Members are bound by, and are required to be familiar with, Section 132 of the *Ontario Business Corporations Act* and the SC Conflict of Interest Policy, which deal with conflicts of interest. However, Members are expected to disclose to the SC Board, and where appropriate, abstain from voting or otherwise exerting influence in all situations in which they, their spouses, children or other relatives or personal associates could directly or indirectly benefit personally from a transaction or contract with the SC or from their knowledge or ability to influence decisions for the SC, regardless of whether the given situation gives rise to a conflict of interest as defined in the aforementioned statutory and by-law provisions. The *OMERS Act, 2006* requires Members to make decisions on SC Board compensation, even though this may create an appearance of a conflict of interest, and Members are expected to carry out this statutory duty fairly and with diligence.

### 3.1 Outside Activities and Directorships

Employees are entitled to choose how they spend their non-working hours; however, they must not engage in any outside activity, including acting as a director, which could interfere with the proper discharge of their duties to the SC. Outside activities should not be carried on by Employees during working hours. Individuals carrying on outside activities should not use the SC's facilities or resources to do so and must not imply the SC's sponsorship or support for the outside organization or its initiatives. Use of the SC's facilities for, or, in the case of Employees, spending working hours on, an outside activity is generally acceptable in the case of activities such as participation in

professional organizations or courses related to business functions.

Employees may not:

- knowingly be employed by, have a financial interest in or borrow from (except on widely offered customary terms), a supplier or service provider of the SC; or
- engage in any other external employment or business activity unless the activity is legal and does not compete with or conflict with the SC's interests or adversely affect the SC's reputation.

No Individual may receive fees or benefits for referring Plan members to an outside business or referring an outside business to Plan members.

### 3.2 Gifts and Entertainment

Accepting anything of value from external parties seeking to do or continue to do business with the SC ("**External Parties**") may compromise or appear to compromise an Individual's ability to make fair and objective business decisions, as well as the SC's credibility. It is acceptable for an Individual to be entertained by, or on occasion receive modest gifts from, an External Party when there is a business benefit to the SC and it is offered as a courtesy or for relationship management purposes. However, an Individual must never solicit or accept gifts or entertainment from anyone that are offered as a condition, inducement or reward for performing their responsibilities to the SC.

### 3.3 Improper Payments

Bribes, kickbacks, extraordinary commissions, payments or other consideration for the purchase of favoured treatment by governments or government officials, other organizations or individuals, including payments made by or to immediate family members ("**Prohibited Payments**") are strictly prohibited. Employees may furnish an occasional meal or entertainment in connection with furthering the SC's interest provided all of the following criteria are met:

- They are not Prohibited Payments;
- They are of relatively minor value (under \$75.00);
- They are not paid in cash, bonds or negotiable securities;
- They are made as a matter of general and accepted ethical business practice and in the ordinary course of business; and

- They do not contravene any laws or any known policies relating to gifts, favours, services and entertainment of the recipient.

Members shall comply with SC By-Law No. 6 regarding receipt of compensation for carrying out their duties as Members. Subject to the following paragraph, the receipt by a Member of compensation from the Sponsor Organization (as defined in SC By-Law No. 3 regarding composition) with which he or she is affiliated for work or services not related to OMERS does not violate this Section 3.3.

Accepting anything of material value such as salary, commissions, fees, benefits or payments for discharging SC-related responsibilities or for any purpose having to do with the SC from external parties seeking to do business with or influence SC, which includes Sponsor Organizations, may compromise or appear to compromise an individual Member's ability to make fair and objective decisions relating to OMERS, as well as SC's credibility and is, therefore, not permitted.

### 3.4 Educational Conferences

Opportunities to attend educational conferences or industry meetings related to an Individual's business functions are not considered gifts. Meals, events or accommodations related to such conferences or meetings are not considered entertainment if they are offered to all attendees and attendance is offered to multiple organizations.

### 3.5 Charitable and Political Donations

The SC must ensure that any expenditure made contributes to the SC's business interests. The SC will **not** make donations to:

- any political party or candidate, or to a union or union representative or an employee, retiree or employer organization or a representative of any such organization, in any form;
- any charitable, community, educational, cultural or religious causes.

The SC encourages the valuable contribution that is made by Individuals personally participating in charitable, community, political and similar organizations. Individuals may support causes of their choice, but must ensure that their contribution is not associated, or perceived to be associated, with the SC.

### 3.6 Employment of Relatives

Conflicts of interest may arise when related employees are working in circumstances where one can make management decisions affecting the other.

We will not hire, promote or transfer someone if doing so would create a direct or indirect management relationship with a relative. This criterion also applies to romantic relationships and those that develop over time.

Your responsibility is to immediately report to your manager any relationships of this type that currently exist and those that develop over time. You must also advise your manager if your immediate family member or romantic partner is being recruited to work anywhere across OMERS. Members must notify the Chair if these circumstances arise.

## 4. Privacy and Confidentiality

All Individuals must make themselves familiar with, and comply with, the SC's Confidentiality Policy and any privacy policy adopted by the SC. Particular attention should be paid to the sections related to protection of information (both electronic and paper versions) in both public and private situations. (*See Confidentiality Policy*). A deliberate breach of the Confidentiality Policy is a breach of an Individual's obligations under the Code.

## 5. Use of Resources

The SC makes a substantial investment in physical, electronic and staff resources in order to assist Individuals in carrying out their duties effectively. Individuals must take reasonable steps to protect assets from theft or destruction, use electronic research and communication tools responsibly and avoid any activities that would compromise the SC's operational effectiveness, business or reputation. Individuals must never intentionally interfere with the normal operation of IT facilities or use another person's user-id or password or attempt to access information without authorization. Passwords must be protected and sufficiently complex to deter unwarranted intrusion.

### 5.1 Personal Use

While the SC's facilities are intended for business use (i.e., for activities related to job functions), limited personal use may be permitted for personal communications and interests; however, any personal use by Individuals of the SC's facilities, personnel or other resources must:

- be conducted on personal time and with minimal resource use; and
- must not interfere with the SC's business operations or create risk to the SC's reputation.

SC facilities must never be used for:

- political or personal lobbying purposes;
- commercial or profit-making purposes unrelated to the SC;
- unethical or illegal activities, including viewing or transmitting obscene, racist or otherwise objectionable material;
- accessing, downloading or sending games, chain letters, or gambling sites; or
- activities such as posting to newsgroups, use of "chat" facilities, and participation in mail lists, that may associate the SC with controversial issues.

## 5.2 Copyright

Copyright is the legal right that persons may claim to limit use of their work-product by others. All original material is automatically subject to copyright. Generally, copyrighted material that is published (including being posted electronically) may be copied and used by an Individual who buys or downloads the publication, or obtains permission from the owner; however, it must not be re-distributed or re-posted by the Individual for use by others without permission.

The SC purchases or licenses computer software for business use. Individuals should not make, acquire or use unauthorized copies of computer software, or download any software, without prior written approval from the Chief Executive Officer, because it may contain viruses or be subject to licensing requirements or copyright protection.

The SC retains ownership of the copyright in any work-product created in the performance of an Employee's job, including documents and computer programs. The SC's work-product may not be distributed to outsiders unless authorized.

## 5.3 Asset Ownership and Access

The SC retains ownership of all IT resources (hardware, software, information, etc.) that it provides to Individuals. To ensure proper and effective functioning of its IT facilities, the SC may need to examine both usage of facilities and contents of files and communications at any time. So while limited personal use of the SC's IT facilities is permitted, there

should be no expectation of privacy on the part of Individuals using such facilities.

## 5.4 Data Ethics

Integrity is a core value at OMERS and this is reflected in the following ethical principles that you must apply to our use of information/data:

- data is used only for business purposes;
- be honest, transparent and respectful in our use of an individual's personal data;
- be mindful of obligations to apply data minimization standards when collecting or using an individual's personal data;
- be careful to ensure that data acquired from third parties has been collected in a legal manner and that it can be used for our intended purposes;
- when using analytics, machine learning or artificial intelligence initiatives, be sensitive to, and strive to minimize, the risks of unintended consequences, such as unfairness, discrimination, and bias.

## 6. Media Contact and Public Statements

In order to ensure that the SC's reputation is maintained and that messages are consistent, all media inquiries must be directed to the Chief Executive Officer, who may answer the inquiry or direct the media representative to the appropriate person.

Individuals may only make the SC's material public in accordance with the SC Communications Policy.

Individuals must present their personal opinions, ideas, or questions on issues that may affect the SC as their own and not those of the SC. (*See Communications Policy*).

## 7. Reporting Violations

Individuals aware of inappropriate or unethical behaviour by an Employee that violates or appears to violate the Code must report it to the Chair, the Chief Executive Officer, or the Executive Director, Operations & General Counsel. There will be no reprisal against any Individual for making a report in good faith; however, failure to report a violation may lead to disciplinary action.

Matters involving a Member must be reported to the Chair. Where the Chair is involved, reports must be directed to the Vice-Chair or the Chair of the Audit Committee. Reports may be sent to the Chair or the Chair of the Audit Committee in confidence. All reports,

including those involving Members or Senior Management, will be investigated with appropriate resources.

## 8. Responding to Incidents of Non-Compliance

Individuals are expected to adhere to the Code, as well as all of our policies, as a condition of your employment or engagement with the SC. If you violate the Code, you could be subject to disciplinary action, depending on the severity of the violation, up to and including termination of your employment or removal from office. The Chief Executive Officer is responsible for maintaining a record of incidents of non-compliance and reporting such matters at least annually to the Corporate Governance Committee. Violations of the Code by a Member will be reported to the Chair who will determine appropriate next steps taking into consideration the severity of the violation.

## 9. Annual Acknowledgement of Compliance

All Members and Employees are required, as a condition of their appointment or employment, to complete an annual acknowledgement agreeing to abide by the Code. No one may begin employment at the SC until she or he has read the Code and completed an acknowledgement. Individuals who sit on boards of directors or committees of any public or private business entity, or of any charitable, professional or other not-for-profit board must disclose these positions in their acknowledgement.

### ROLES & RESPONSIBILITIES

Policy Approver	OMERS Sponsors Corporation Board	Responsible for approving the Policy
Policy Sponsor	CEO, OMERS Sponsors Corporation	Ultimately accountable for the Policy, including its development, implementation, and administration
Policy Manager	Executive Director, Operations & General Counsel, OMERS Sponsors Corporation	Responsible for the design and operational effectiveness of the day to day administration of the Policy
Policy Monitor	Executive Director, Operations & General Counsel, OMERS Sponsors Corporation	Responsible for the monitoring, compliance, and reporting functions of the Policy