

# PSSB

**Public Service Superannuation Board**

**Governance Manual**

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# I. Overview

## Section 1 – What is Pension Plan Governance?

### 1.1 Brief History

In November of 1998, the Standing Senate Committee on Banking, Trade and Commerce issued its “Report on the Governance Practices of Institutional Investors”. This report included a recommendation that pension plans in Canada adopt industry best practices with respect to pension plan governance. The following are the key recommendations released by the Committee:

- That individuals appointed to the boards of pension plans have the necessary knowledge to effectively monitor a fund’s managers.
- The pension fund industry should develop practices and techniques that represent the outcomes that stakeholders would value.
- That the trustees of pension plans in Canada adopt one of the Association of Canadian Pension Management (ACPM), Pension Investment Association of Canada (PIAC) or Office of the Superintendent of Financial Institutions (OSFI) guidelines and report annually to pension plan members how they comply with, or exceed, the adopted guidelines. If they do not comply with a set of adopted guidelines, the trustees should explain to the pension plan members why they have elected not to do so.
- The primary responsibility of members of the boards of pension funds should be to the beneficiaries of the fund. Social investment or any other form of investment must be subordinate to the long-term growth of the pension plan.

The guidelines developed by the ACPM, PIAC and OSFI contained many common principles. As a result, these organizations formed a “Joint Task Force on Pension Plan Governance” to develop a common set of pension plan governance principles for plan administrators and governing bodies.

Upon release of the Joint Task Force’s report in January 2000, the Standing Senate Committee on Banking, Trade and Commerce recommended that pension plans in Canada consider the principles and the assessment tool developed by the Joint Task Force and implement the principles in a manner that is best suited to each plan’s circumstances.

Since that time, the Canadian Association of Pension Supervisory Authorities (CAPSA) (which counts OSFI among its member organizations), has elaborated and expanded on the principles enunciated by the Joint Task Force and on October 25, 2004 released its *Pension Plan Governance Guidelines and Self-Assessment Questionnaire*. The questionnaire is updated periodically and is based on the following principles:

1. Fiduciary responsibility

The plan administrator has fiduciary responsibilities to plan members and beneficiaries. The plan administrator may also have other responsibilities to other stakeholders.

2. Governance framework

The plan administrator should establish and document a governance framework for the administration of the plan.

3. Roles and responsibilities

The plan administrator should clearly describe and document the roles, responsibilities, and accountabilities of all participants in the pension plan governance process.

4. Performance monitoring

The plan administrator should establish and document performance measures to monitor the performance of participants in the governance and administration of the plan.

5. Knowledge and skills

The plan administrator, directly or with delegates, has the duty to apply the knowledge and skills needed to meet the plan administrator's responsibilities.

6. Governance information

The plan administrator should establish and document a process to obtain and provide to governance participants appropriate information to meet fiduciary and other responsibilities.

## 7. Risk management

The plan administrator should establish and document a framework and ongoing processes, appropriate to the pension plan, to identify and manage the plan's risks.

## 8. Oversight and compliance

The plan administrator should establish and document appropriate processes to ensure compliance with the legislative requirements and pension plan documents.

## 9. Transparency and accountability

The plan administrator should establish and document a communication process with the aim to be transparent and accountable to plan members, beneficiaries and other stakeholders.

## 10. Code of conduct and conflict of interest

The plan administrator should establish and document a code of conduct, incorporating a policy to manage conflicts of interest.

## 11. Governance review

The plan administrator should establish and document a process for the regular review of a pension plan's governance framework and processes.

### **1.2 Board's Position**

Effective pension plan governance is essential in order for the Public Service Superannuation Board (PSSB, the Board) to fulfill its fiduciary responsibilities to members of the Saskatchewan Public Service Superannuation Plan (PSSP, the Plan). In the circumstances, the Board has decided to adopt pension plan governance principles using the guidelines established by the Joint Task Force and CAPSA.

The Board recognizes the need to take a systematic, coherent and transparent approach to:

- Administering PSSP;
- Documenting the roles and responsibilities of service providers;
- Establishing and maintaining a meaningful and remedial performance measurement process; and



- Instituting an appropriate reporting structure.

The pension plan governance process needs to be clear and specific about its goals, priorities and expectations. As such, the Board has developed a comprehensive governance manual in order to document the governance process and to communicate the open nature of the process to PSSP members and other stakeholders. This governance manual will be made available to stakeholders on the Plan administrator's website.

The Board recognizes that communication is a key element to successful pension plan governance. The Board is therefore committed to the transparency of the process to demonstrate their fiduciary responsibility to act in the best interest of all plan members.

As part of the on-going articulation and implementation of the governance principles contained in this governance manual, the governance process will be reviewed at least annually and modified as required. An annual self-assessment will be conducted by the Board to ensure effectiveness of the governance process. The results of this assessment will be made available to stakeholders on the Plan administrator's website.

### **1.3 History**

Approval date:	December 8, 2005, November 24, 2014, December 9, 2015,
Last review:	December 1, 2021
Next scheduled review:	November 2022

## I. Overview

### Section 2 – Background

#### 2.1 History of the Public Service Superannuation Plan

The Public Service Superannuation Plan (PSSP, the Plan) was established with the enactment of *The Public Service Superannuation Act* (the Act) by the Saskatchewan Legislature in 1927. When the Public Employees (Government Contributory) Superannuation Plan was established to provide superannuation benefits for provincial public employees of designated participating employers on October 1, 1977, PSSP was closed to new members. All Saskatchewan public employees hired after October 1, 1977 were required to join the Public Employees (Government Contributory) Superannuation Plan.

Subsection **3(1)** of the Act mandates that the Board consists of three members appointed by the Lieutenant Governor in Council. At least one member of the Board shall be a member and representative of the public service.

The Act also confers upon the Board the responsibility for overseeing the Anti-Tuberculosis League Employees Superannuation Fund (Anti-TB Fund) (section **60.1**) and the Saskatchewan Transportation Company Employees Superannuation Fund (STC Fund) (section **60.2**).

#### 2.2 Responsibilities of Minister of Finance

PSSP is currently governed by the Act and the associated Regulations and by *The Superannuation (Supplementary Provisions) Act*. (Please refer to the section entitled **Operation of Board** in the Governance Manual for the current composition of the Board).

In order to fulfill his/her administrative responsibilities under the Act, the Minister of Finance:

- Recommends to Cabinet amendments to the Act, as required or deemed necessary;
- Oversees the passage of amendments to the Act;
- Oversees the passage of Regulations to the Act and amendments; and
- Answers questions in the Legislative Assembly of Saskatchewan regarding PSSP.

### 2.3 The Anti-Tuberculosis League Employees Superannuation Fund

The Anti-TB Fund was established under provisions of an amendment to the Act, effective April 1, 1979. The Anti-TB Fund accumulates contributions paid by employees of the Saskatchewan Anti-Tuberculosis League and any investment income.

Section **60.1** of the Act conferred trust obligations upon the Minister of Finance with regard to the Anti-TB Fund. Subsection 60.1(9.1) empowers the Minister of Finance to:

- Invest all or any part of the moneys in the fund in securities authorized pursuant to *The Pension Benefits Act, 1992*; and
- Dispose of all or any assets in which the Anti-TB Fund has been invested in any manner and any terms that the Minister considers appropriate.

Further, subsection 60.1(9.2) permits the Minister to:

- Enter into any agreement (including a unanimous shareholder agreement);
- Engage the services of or retain any technical, professional, or other adviser, specialist, or consultant; or
- Do any other things that may be incidental to or necessary for the purposes of managing, investing or disposing of all or any part of the assets of the fund.

Subsection **60.1(9.3)** allows the Minister to authorize the Board, on any terms and conditions that the Minister considers appropriate, to exercise the authority vested in the Minister by subsections **(9.1)**.

Currently, there are no assets in the Anti-TB Fund.

### 2.4 The Saskatchewan Transportation Company Employees Superannuation Fund

The STC Fund was established by an amendment to the Act, effective April 1, 1981. The STC Fund accumulated contributions paid by employees of the Saskatchewan Transportation Company as of March 31, 1981 and any investment income.

Section **60.2** of the Act confers trust obligations upon the Minister of Finance with regard to the STC Fund. Subsection **60.2(11.1)** empowers the Minister of Finance to:

- Invest all or any part of the moneys in the fund in securities authorized pursuant to *The Pension Benefits Act, 1992*; and
- Dispose of all or any assets in which the STC Fund has been invested in any manner and any terms that the Minister considers appropriate.

Further, subsection **60.2(11.2)** permits the Minister to:

- Enter into any agreement (including a unanimous shareholder agreement);
- Engage the services of or retain any technical, professional or other adviser, specialist or consultant; or
- Do any other things that may be incidental to or necessary for the purposes of managing, investing or disposing of all or any part of the assets of the fund.

Subsection **60.2(11.3)** allows the Minister to authorize the Board, on any terms and conditions that the Minister considers appropriate, to exercise the authority vested in the Minister by subsections **(11.1)**.

Currently, there are no assets in the STC Fund.

## **2.5 Fiduciary Responsibilities of Board**

In order for the Board to fulfill its primary fiduciary responsibility to all members and beneficiaries the Board must:

- Act solely in the best interest of Plan members and beneficiaries;
- Treat members and beneficiaries impartially;
- Act with the care, skill and diligence of a prudent person;
- Interpret the Plan terms fairly, impartially and in good faith;
- Prevent personal interests from conflicting with those of the Plan; and,
- Within the scope of its authority, ensure that members and beneficiaries receive the benefits promised.

In addition to its primary fiduciary responsibilities, the Board also bears responsibilities to the following:

- The Minister of Finance;
- Participating employers;
- Labour unions representing members of the Plan;
- Organizations and individuals employed by the Board to provide services to the Board; and
- The Legislative Assembly of Saskatchewan.

In order to execute the Board's fiduciary responsibilities under PSSP, the Board shall administer the Act as stated in Section **3(1)** of that Act.

The Board may:

- Determine the amounts standing to the credit of members that may exist in the General Revenue Fund;
- Enter into agreements;
- Engage the services or retain any technical, professional or other advisor, specialist or consultant; or
- Do any other things that it considers necessary for the purposes of managing, investing or disposing of the assets of the Plan.

Section **65** of the Act states that should a question arise as to the application of that Act to any employee or class or description of employees, it shall be determined by the Board.

The costs incurred by the Board for the administration of the plan for PSSP, the Anti-TB and the STC members and other expenses related to managing, investing or disposing of assets are payable out of the General Revenue Fund.

The Board is responsible for the effective and timely operation and management of the PSSP, Anti-TB and STC plans. To discharge this obligation, the Board has delegated specific functions to the Senior Executive Officer as well as to the following service providers: Plan Administrator; Actuary; Legal Counsel; and Auditor.

## **2.6 History**

Approval date:	December 8, 2005, November 18, 2011, and December 9, 2015
Last review:	December 1, 2021
Next scheduled review:	November 2022

# I. Overview

## Section 3 – Mission Statement and Goals

### 3.1 Purpose

The purpose of the Public Service Superannuation Plan (PSSP, the Plan) is to provide pension benefits to members.

### 3.2 Mission

Our mission as the Plan's administrator is to manage the Plan solely in the best interests of the members.

### 3.3 Goals and Objectives

The Public Service Superannuation Board's (the Board) business goals and the associated objectives are:

- *Financial Management: The Board provides sound financial management of the Plan.*
  - The Board carries out an actuarial valuation of the Public Service Superannuation Plan at least every three years.
  - The Board carries out an audit of the Plan annually.
  - The Board annually reviews and approves the operating budget for the Plan and monitors it quarterly.
- *Service Delivery and Communications: The Board provides excellent service to the members of PSSP.*
  - Administrative tasks are completed within service standards.
  - Plan members have access to the information they require to make the decisions about their retirement.
  - The Board tables an annual report in the Saskatchewan Legislature prior to the deadline for tabling.
- *Performance Measurement: The Board evaluates the performance of the Plan's service providers.*
  - The Board evaluates the performance of the Plan's actuary annually.
  - Administration performance is reported to the Board on a quarterly basis.

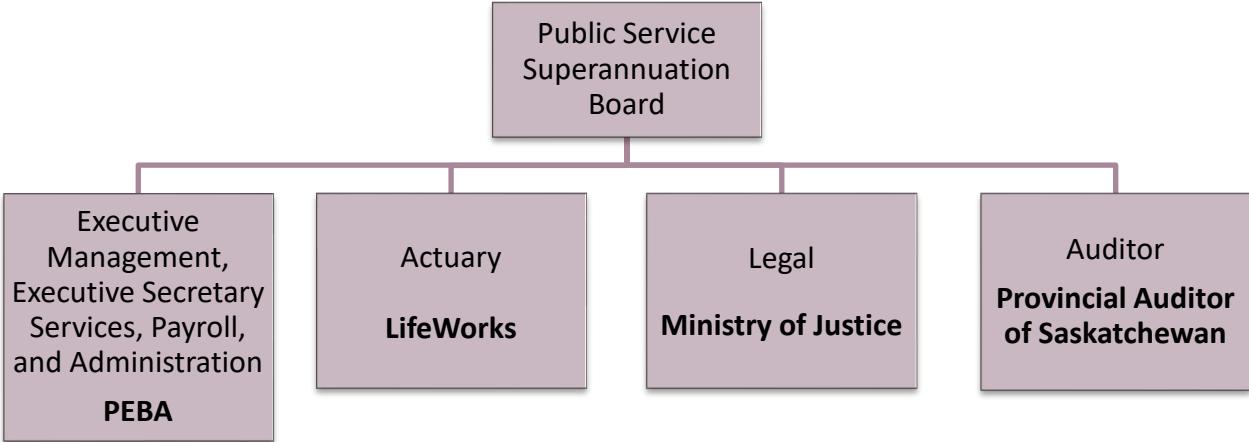
### **3.4 History**

Approval date: November 17, 2010, November 24, 2014,  
and December 9, 2015  
Last review: December 1, 2021  
Next scheduled review: November 2022

# Section I – Organizational Chart of Plan’s Administration

## Section 4 – Reporting Structure to the Board

### 4.1 Reporting Structure



### 4.2 History

Last review: December 1, 2021  
Next scheduled review: November 2022



## **II. Structure of Board**

### **Section 5 – Operation of Board**

#### **5.1 Composition of the Board**

*The Public Service Superannuation Act* (the Act) states the criteria and process for the appointment of members to the Public Service Superannuation Board (the Board).

Subsection **3(1)** of the Act mandates that the Board consists of three members appointed by the Lieutenant Governor in Council. At least one member of the Board shall be a member and representative of the public service.

Once the members have been appointed, the Board members shall nominate and elect one member of the Board to act as Chair.

#### **5.2 Process for Appointment of Board Members**

The Act does not specify how the Lieutenant Governor in Council is to appoint Board members.

#### **5.3 Appointment of New Board Members**

The Public Employees Benefits Agency (PEBA) provides executive secretary services to the Board. In this capacity, PEBA shall provide each new member of the Board with the following material:

- The Public Service Superannuation Plan (the Plan) Governance Manual;
- The last Annual Report;
- The minutes from the last four Board meetings; and
- A schedule of the Board meetings during the current fiscal year.

#### **5.4 Removal of Board Members**

Board members serve at the pleasure of the Lieutenant Governor in Council.

#### **5.5 Resignation**

A member of the Board may resign at any time by providing written notice thereof to the Minister of Finance. The resigning member shall return all materials related to Board business to PEBA.

## 5.6 Executive Secretary Services

In consultation with the Chair, PEBA is responsible for:

- Maintaining the integrity of the governance framework;
- The organization of all Board meetings and business;
- Setting and distributing the agenda and related materials for all Board meetings;
- Taking and distributing the minutes of all Board meetings and maintaining custody of the minutes and materials from Board meetings;
- Keeping Board business confidential;
- Ensuring that Board decisions are communicated and acted upon;
- Corresponding with service providers and other stakeholders and preparing reports on the Board's behalf;
- Preparing and filing returns and other statutory reporting;
- Executing documents as a signing authority;
- Coordinating the strategic planning and risk management processes and overseeing the execution of plans developed by the Board with respect to same.

## 5.7 Information to be Received by the Board

The purpose of providing the Board with periodic reports is to ensure the Board can manage the Plan effectively and monitor the service providers it retains.

The reports required by this section are to be delivered to PEBA. PEBA will table the reports at the next available meeting of the Board.

In the event the Board requires additional information beyond that which had been provided, the Board will provide direction to regarding the information required.

### ***Information provided by PEBA***

The Board requires information to support decision-making from its administrator in the form of quarterly administration reports. The report will contain the following information:

- Performance information regarding service standards established for the Plan;
- Financial highlights and status of the budget;
- Reporting of any governance or legislative issues related to Plan design and delivery and the status of any special projects; and
- Plan demographic information.

The Board also requires information documents it needs to make decisions on governance and risk management issues. These documents include:

- The Periodic Checklist;
- The Goals and Objectives for the Public Service Superannuation Plan (annual) Plan and Review;
- The Governance Self-Assessment Questionnaire;
- The Annual Report;
- The Market Trends and Developments Newsletter;
- The Risk Management Plan for the current Plan year; and
- The Risk Management Review for the preceding Plan year.

## **5.8 Rules & Procedures for Reviewing and Acting on Information**

The information received by the Board is to be reviewed and acted upon in a timely and professional manner.

Actions required for the various items may include:

1. *Information Item*: Item is reviewed, background information is researched and a discussion relating to the subject takes place.
2. *Decision Item*: Item is reviewed, background information is researched and a decision relating to the subject takes place.
3. *Action Item*: Item is reviewed, background information is researched and an identified task is undertaken.

The following tables provide a summary of information provided and the purpose, key points, action required and results of action.

## Meeting Items

Meeting Package			Frequency: Prior to Meetings Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Package is delivered to Board members prior to meeting. Ensures that members are given time to review items.	All items in package are for the Boards' review and vary given the time of year and information required.	<u>Board</u> <i>Information Item</i>	Board members are prepared for the meeting.

Meeting Minutes			Frequency: 1 week after meeting Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Ensures an accurate permanent record of the discussions and decisions of the previous meeting.	Minutes for each item on the agenda for the meeting as well as any items added to the agenda at the meeting.	<u>Board</u> <i>Decision Item</i> <u>Administrator</u> <i>Action Item</i>	Board reviews and confirms accuracy of minutes.  PEBA carries out decisions or causes the decisions to be carried out.

Agenda			Frequency: 1 week prior to meetings Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Ensures an orderly and timely meeting. Provides attendees with an opportunity to add or delete items.	Full listing of the meeting topics.	<u>Board</u> <i>Decision Item</i> <u>Administrator</u> <i>Action Item</i>	Board reviews and confirms the agenda. Items can be added, deleted or deferred. Agenda is approved as is or with amendments.  PEBA uses draft agenda to prepare materials for the Board meeting.

## Risk Management

Service Provider Evaluations		Frequency: Annually Provider: PEBA	
Purpose	Key Points	Action Required	Result of Action
Ensures that the service providers are being evaluated.	<ul style="list-style-type: none"> <li>Evaluation of service providers</li> </ul>	<u>Board</u> <i>Decision Item</i>  <u>Administrator</u> <i>Action Item</i>	<p>The service providers are evaluated and documentation of the evaluation is recorded.</p> <p>PEBA prepares and reviews the evaluation to ensure that service provider performance is satisfactory.</p>

Risk Management Plan - Current Year		Frequency: Annually Provider: PEBA	
Purpose	Key Points	Action Required	Result of Action
Ensures possible risks to the Plan are considered and actions are put in place to manage the identified risks.	<ul style="list-style-type: none"> <li>Strategic Risk</li> <li>Financial Risk</li> <li>Regulatory Risk</li> <li>Operational Risk</li> </ul>	<u>Board</u> <i>Information Item</i>  <u>Administrator</u> <i>Action Item</i>	<p>The Risk Management Plan (RMP), as approved, is used for the upcoming year to manage identified risks.</p> <p>PEBA uses the RMP to ensure that processes are in place to manage the identified risks.</p>

Risk Management Review - Previous Reporting Period		Frequency: Annually Provider: PEBA	
Purpose	Key Points	Action Required	Result of Action
Ensures that the identified risk management strategies were implemented for the year.	<ul style="list-style-type: none"> <li>Strategic Risk</li> <li>Financial Risk</li> <li>Regulatory Risk</li> <li>Operational Risk</li> </ul>	<u>Board</u> <i>Information Item</i>  <u>Administrator</u> <i>Action Item</i>	<p>The Board ensures that the administrator has managed the identified risks throughout the previous year.</p> <p>PEBA prepares the review and outlines what actions were taken throughout the previous year to manage risks. The review is then used to develop the following year's Risk Management Plan.</p>

## Risk Management (continued)

PEBA Administration Report			Frequency: Quarterly Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Provides an update regarding the administrative operations of the Plan.	<ul style="list-style-type: none"> <li>• Executive Summary</li> <li>• Activities in this Quarter</li> <li>• Financial Update</li> <li>• Budget Update</li> <li>• Plan Administration</li> <li>• PEBA Administration</li> <li>• PEBA Risk Management Issues</li> <li>• Service Standards</li> <li>• Financial Statements</li> <li>• Plan Statistics</li> </ul>	<p><u>Board</u></p> <p><i>Information Item</i></p> <p><i>Action Item</i></p>	<p>Board reviews and discusses:</p> <ul style="list-style-type: none"> <li>• Budget and financial statements;</li> <li>• Administrators' service standards performance;</li> <li>• Status of Plan amendments and policies;</li> <li>• Compliance with regulatory authorities;</li> <li>• Status of any risk management issues; and</li> <li>• Plan demographics.</li> </ul> <p>Board uses item to measure service provider performance.</p>

## Governance

Education Events			Frequency: At meetings Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Provides Board with a list of upcoming education events.	Lists education providers, offerings, locations and dates.	<p><u>Board</u></p> <p><i>Information Item</i></p>	The Board members are kept informed of upcoming educational events.

Operational Goals and Objectives – Plan Current Year			Frequency: Annually Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Provides direction for the Plan in regard to the Board's Goals and Objectives.	<ul style="list-style-type: none"> <li>• Financial Management</li> <li>• Service Delivery and Communications</li> <li>• Performance Measurement</li> </ul>	<p><u>Board</u></p> <p><i>Decision Item</i></p> <p><u>Administrator</u></p> <p><i>Action Item</i></p>	<p>The operational goals and objectives for the Plan are developed and approved by the Board.</p> <p>PEBA develops the plan based on input from the Board.</p>

## Governance (continued)

Operational Goals and Objectives – Review Previous Year			Frequency: Annually Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Provides an update regarding the status of the various agreed upon objectives.	<ul style="list-style-type: none"> <li>Financial Management</li> <li>Service Delivery and Communications</li> <li>Performance Measurement</li> </ul>	<u>Board</u>  <i>Information Item</i>  <u>Administrator</u>  <i>Action Item</i>	<p>The Board reviews and discusses the status of each objective.</p> <p>PEBA updates the Board regarding the status of objectives. PEBA uses the update to ensure that delegated tasks are progressing as planned.</p>

Periodic Checklist			Frequency: Semi-Annually Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
The Board ensures that the delegated duties are being performed in a timely and effective manner. The Board confirms whether an activity was completed, when it was completed or when it is to be completed.	<ul style="list-style-type: none"> <li>Legislative Compliance</li> <li>Administration</li> <li>Communication</li> <li>Reporting, Guidelines and Standards</li> <li>Governance</li> <li>Service Provider Contracts</li> </ul>	<u>Board</u>  <i>Information Item</i>  <u>Administrator</u>  <i>Action Item</i>	<p>The Board is able to review the document to ensure that the delegated duties are being completed.</p> <p>PEBA completes the checklist to ensure that tasks are being completed as planned. The checklist is used to monitor the review and evaluation schedules.</p>

Market Trends and Developments Newsletter			Frequency: Weekly Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Board members have the opportunity to review pension and business news, monitor case law, and review market trends and developments.	<ul style="list-style-type: none"> <li>Pension News</li> <li>Business News</li> <li>Legislation, Litigation and Regulation</li> <li>Surveys, Studies and Opinions</li> <li>Benefit News</li> </ul>	<u>Board and Administrator</u>  <i>Information Item</i>	The Board and Administrator's staff reviews the newsletter to remain current in pension and business trends and developments.

## Governance (continued)

Code of Conduct/Conflict of Interest Policy			Frequency: Annually Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Ensures Board maintains guidelines for conduct.	<ul style="list-style-type: none"> <li>• Purpose and Objective</li> <li>• Application</li> <li>• Fiduciary Duties</li> <li>• Duty of Care</li> <li>• Ethical Standards</li> <li>• Procedures</li> <li>• Consequences</li> <li>• Avoidance of Bias</li> <li>• Acknowledgement</li> </ul>	<p><u>Board</u></p> <p><i>Action Item</i></p>	The Board members are aware of the guidelines for their conduct. This item is reviewed and signed annually.

Governance Self-Assessment Review			Frequency: Annually Provider: PEBA
Purpose	Key Points	Action Required	Result of Action
Assists the Board in assessing performance and recognizing weaknesses and strengths.	<ul style="list-style-type: none"> <li>• Fiduciary Responsibility</li> <li>• Governance Framework</li> <li>• Roles and Responsibilities</li> <li>• Performance Monitoring</li> <li>• Knowledge and Skills</li> <li>• Governance Information</li> <li>• Risk Management</li> <li>• Oversight and Compliance</li> <li>• Transparency and Accountability</li> <li>• Code of Conduct and Conflict of Interest</li> <li>• Governance Review</li> </ul>	<p><u>Board</u></p> <p><i>Decision Item</i></p> <p><u>Administrator</u></p> <p><i>Action Item</i></p>	<p>The Board is made aware of the performance, weaknesses and strengths of its Governance Model.</p> <p>PEBA prepares the self-assessment review for the Board. Actions identified by the Board to strengthen the governance process are implemented.</p>



## Governance (continued)

Annual Report		Frequency: Annually Provider: PEBA	
Purpose	Key Points	Action Required	Result of Action
Provides Board and Stakeholders with a comprehensive view of Plan's operations and financial statements.	Communicates the initiatives, operations and financials of the Plan.	<u>Board</u> <i>Decision Item</i>	The Annual Report is available on the website. Stakeholders are provided with a transparent view of the operations and financial statements of the Plan.

### 5.9 History

Approval date: November 30, 2012, November 24, 2014, and December 9, 2015  
 Last review: December 1, 2021  
 Next scheduled review: November 2022

## II. Structure of Board

### Section 6 – Board Remuneration/Reimbursement

#### 6.1 Board Remuneration/Reimbursement

Subsections **3(3)** and **(4)** of *The Public Service Superannuation Act* state:

(3) The necessary salaries and expenses of administering the Public Service Superannuation Plan shall be a charge upon and be paid out of the general revenue fund.

(4) The necessary salaries and expenses of administering the Anti-Tuberculosis League Employees Superannuation Plan pursuant to section **60.1** and the Saskatchewan Transportation Company Employees Superannuation Plan pursuant to section **60.2** shall be a charge on and paid out of the respective superannuation funds.

Currently, Public Service Superannuation Board (the Board) members and the Chair are not compensated for the performance of their duties as members of the Board, but shall be reimbursed for the following expenses:

1. Hotel and travel expenses will be reimbursed as incurred;
2. Mileage for members' personal vehicles and meals will be reimbursed at the rate established for the Saskatchewan Public Service Commission; and
3. Other expenditures authorized by the Board.

In addition to the above, the Board has authorized an Education Allowance for each member of the Board on an annual basis. The allowance is intended for education/training purposes associated with the performance of each member's Board duties and responsibilities. The allowance is currently \$5,000.00 per member, per fiscal year.

#### 6.2 History

Approval date:	December 2005
Last review:	December 1, 2021
Next scheduled review:	November 2022

## **II. Structure of Board**

### **Section 7 – Educational Program**

#### **7.1 Introduction**

In order for the Public Service Superannuation Board (the Board) to fulfill its fiduciary responsibilities, each member of the Board should possess a sound knowledge and understanding of pension related issues to better serve the interests of all Public Service Superannuation Plan (PSSP) members.

Members of the Board must be in a position to question assumptions dealing with the operation of PSSP, and be able to form independent judgment regarding the soundness and practicality of advice received from their service providers.

To achieve the desired objectives, an education program must address relevant and current legislative and pension industry issues, as well as recognize the “hot” topics of the day. In order to meet the educational goals of the Board, members of the Board have decided to implement the following ongoing program for new members joining the Board and for current Board members.

#### **7.2 Orientation Program for New Members**

Within three months of appointment to the Board the Public Employees Benefits Agency will make an orientation session available for the new member to:

- Review the Governance Manual;
- Review of the minutes from the last four Board meetings;
- Review current issues being deliberated by the Board; and
- Review *The Public Service Superannuation Act, The Superannuation (Supplementary Provisions) Act*, and related Regulations.

### **7.3 Ongoing Developmental Program for All Members**

The following courses/seminars are available for Board members. Within the first three years of their appointment, new Board members are strongly encouraged to attend:

- A basic trustee development course facilitated by a recognized pension and benefits organization; and
- An advanced trustee development course facilitated by an industry recognized pension and benefits education organization.

A listing of courses can be found in the quarterly education events information item distributed to Board members.

### **7.4 Board Member Education Assessment**

As no formal education is mandatory, Board members are responsible to assess and identify any personal gaps in knowledge and address the gaps through education offerings.

### **7.5 History**

Approval date:	December 8, 2005, March 22, 2013 November 24, 2014, and November 26, 2019
Last review:	December 1, 2021
Next scheduled review:	November 2022

## **II. Structure of Board**

### **Section 8 – Conduct of Meetings**

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#### **8.1 Board Meetings**

The Chair shall, in consultation with the Board, determine the frequency of meetings of the Public Service Superannuation Board (the Board) whenever he/she considers it necessary to ensure the proper administration of the Act.

A meeting may be postponed or cancelled in the event that a majority of Board members agree that it is appropriate to do so

If the circumstances require, the Chair may cancel any meeting of the Board and decide on the rescheduling of the meeting. The decision to cancel or reschedule a meeting will be made and notice given to the Board at least forty-eight (48) hours prior to the originally scheduled date.

In circumstances where notice is not possible such as when quorum is not met on the day of the meeting, the Chair shall cancel the meeting in consultation with the members present. A record should be kept stating the reason(s) for the cancellation of the meeting.

#### **8.2 Venue**

The meetings of the Board shall be held at the office of the Public Employees Benefits Agency (PEBA) in Regina, Saskatchewan, or such other place, or in any other manner, as may be determined by the Board.

#### **8.3 Absenteeism of Board Members**

Should a member's non-attendance at Board meeting(s) become a matter of significant concern to the remainder of the Board, such absenteeism will be reported to the Minister of Finance.

#### **8.4 Agenda**

PEBA shall distribute an agenda, for the next scheduled Board meeting, to each Board member at least one week prior to such meeting.

#### **8.5 Quorum**

Quorum consists of at least two members of the Board.

## **8.6 Voting**

Each member of the Board shall have one vote. A motion brought forward by a Board member is to be seconded by another Board member. Motions shall be carried by majority vote. In the event of a deadlock, the Chair shall have the deciding vote.

## **8.7 Minutes**

PEBA shall record written minutes of each Board meeting and distribute such minutes to each member of the Board at least one week prior to the next scheduled Board meeting.

## **8.8 Confidentiality**

To ensure open and frank deliberation among Board members, all matters discussed at Board meetings and individual positions on any subject matter will be held in strict confidence.

Members of the Board may communicate motions, which have been approved by the Board, to the party or parties involved. Detailed communication of approved motions must be released through the Chair.

Any material of a confidential nature in the possession of Board members must be held in a secure location and out of public view. Any material, which contains the name or names of members of the Public Service Superannuation Plan, must be returned to PEBA following the completion of a Board meeting.

Minutes of Board meetings are exempt from public release under *The Freedom of Information and Protection of Privacy Act*. The Board has decided that it will review any Freedom of Information requests for Board minutes on a case by case basis.

## **8.9 In Camera Sessions**

A member of the Board may request an *in camera* session during the course of a Board meeting, providing that such request has the support of a majority of the Board members.

All members of the Board, and any other participants invited by the Board, shall attend such *in camera* session. Minutes shall be recorded during an *in camera* session.

In the event that PEBA is not present to record the minutes of an *in camera* session the Chair of the Board shall appoint one Board member to record the minutes. These minutes will be kept in a secure location, separate from the regular meeting minutes.

*In camera* sessions shall be held to discuss items of a confidential nature.

## **8.10 History**

Approval date:	December 8, 2005 and December 6, 2007
Last review:	December 1, 2021
Next scheduled review:	November 2022

### III. Duties and Responsibilities

#### Section 9 – Charter of Expectations

##### 9.1 Board Responsibilities

The Public Service Superannuation Board (the Board) has adopted a Charter of Expectations, which sets out the specific responsibilities of the Board and the individual roles of the members of the Board.

The Charter stipulates the personal and professional characteristics of the members of the Board.

The Minister of Finance has the authority to delegate to the Board management of the assets of the Public Service Superannuation Plan (the Plan). Under subsection **60.1(9.3)** of *The Public Service Superannuation Act* (the Act), the Minister may delegate the authority to invest the assets of the Anti-Tuberculosis League Employees Superannuation Fund (which at present has no assets) and under subsection **60.2(11.3)** of that Act, the Minister may delegate the authority to invest the assets of the Saskatchewan Transportation Company Employees Superannuation Fund (which at present has no assets).

In accordance with section **3** of the Act, the Board is explicitly responsible for the administration of the Act. To discharge this obligation and those delegated to it by the Minister, the Board assumes responsibility in the areas listed below and the Board has, in turn, delegated responsibilities for those areas to various service providers (more information as to the nature and scope of that delegation can be found in Section 10 of this Governance Manual).

##### ***Administration***

- Ensure the timely payment of benefit entitlements to Plan members/beneficiaries.
- Monitor and review the performance of the Public Employees Benefits Agency (PEBA) and other Service Providers.
- Make decisions affecting the operational costs of the Plans.

##### ***Communication***

- Promote the communication, awareness and understanding of the Plans among Plan members.
- Ensure that all relevant information is provided to Plan members/beneficiaries which affects their rights, benefits and entitlements.



### ***Funding***

- Appoint actuary, review performance on a periodic basis and terminate their services when necessary.
- Approve the assumptions for actuarial valuations.

### ***Compliance***

- Recommend changes to the Plans that are required by the *Income Tax Act* (Canada) (ITA) or, with respect to investments, by *The Pension Benefits Act, 1992* (PBA) (and accordingly, by the *Pension Benefits Standards Act, 1985* (Canada)).
- Ensure timely reporting to Canada Revenue Agency in accordance with the ITA.
- Review reports from the auditor, determine appropriate action and implement the recommendations contained therein.
- Monitor plan administration to ensure compliance with the Act and *The Superannuation (Supplementary Provisions) Act (SSPA)*.
- Monitor plan administration to ensure compliance with the ITA.
- Ensure that statutory disclosure regulations are being met and exceeded for the benefit of Plan members/beneficiaries.

### ***Governance***

- Conduct a self-assessment review of the governance process on a periodic basis.
- Monitor and confirm the governance framework, and implement changes as deemed necessary.

### ***Goals and Objectives***

- Develop and implement operational goals and objectives for the Plans.
- Review and approve the Plans' operational goals and objectives annually.

### ***Board Effectiveness***

- The Canadian Association of Pension Supervisory Authorities Governance Self-Assessment is conducted annually to evaluate the effectiveness of the Board in fulfilling its responsibilities and to monitor the effectiveness and contribution of individual members of the Board.

### ***Risk Assessment***

- Identify business risks which would adversely or positively affect the operation of the Plans.
- Ensure that appropriate systems and actions are in place to manage such risks.

### ***Integrity***

- Ensure the integrity of the Plans' internal controls and information systems.
- Ensure ethical behavior of all participants involved in the administration of the Plans.

### ***Orientation/Ongoing Education***

- Ensure the establishment and implementation of an appropriate orientation program for new members of the Board.
- Ensure that resources are available for an appropriate and practical ongoing educational program for all members of the Board.

## **9.2 Appointment of Assistant Deputy Minister and Senior Management**

### ***Senior Level Staffing***

- Selection, appointment, evaluation and, if necessary, termination of the Assistant Deputy Minister of PEBA, is the sole jurisdiction of the Ministry of Finance, Government of Saskatchewan.
- Succession planning, appointment, training, evaluation and, if necessary, termination of senior management at PEBA is the responsibility of the Assistant Deputy Minister of PEBA in conjunction with the Ministry of Finance, Government of Saskatchewan.
- The Board's Chair is selected by the Board. It is recognized that the Chair may concurrently be the Assistant Deputy Minister of PEBA. The Chair is subject to the same Code of Conduct and Conflict of Interest Procedures as are all other members of the Board.

## **9.3 Board Member Attributes**

To execute the Board responsibilities, members of the Board must, collectively and/or individually, possess certain characteristics and traits:

### ***Integrity and Accountability***

- Members of the Board must demonstrate high ethical standards and integrity in their personal and professional dealings, and be willing to act on and remain accountable for their boardroom decisions.
- Members of the Board must act solely in the best interest of Plan members/beneficiaries and are required to exercise the care, skill and diligence of a prudent person in carrying out their duties.

- Members of the Board must be seen to possess the qualities of integrity and accountability by being able to demonstrate they are individuals who conduct themselves at all times in accordance with the law as specified in Section 11 of this Governance Manual, in the Board’s Code of Conduct and Conflict of Interest Procedures.

### ***Informed Judgment***

- Members of the Board must develop a depth of knowledge of pension related matters in order to understand and question the assumptions upon which the strategic and operational plans are based, and to form an independent judgment regarding the probability that such plans can be achieved.

### ***Financial Literacy***

- An important function of the Board is to monitor financial performance. Members of the Board should have a high level of financial literacy including knowledge of financial statements and reports.

### ***Actuarial Literacy***

- The pension plan actuary undertakes a vital role in determining the plans’ funding requirements. A significant function of the Board is to review the recommendations and performance of the actuary. Members of the Board should possess a sound knowledge of actuarial principles. They should be familiar with the methodology, practices and terminology in order to accurately evaluate actuarial assumptions and advice.

### ***Mature Confidence***

- Members of the Board who value Board and team performance over individual performance, and who possess respect for others, facilitate superior Board performance.
- Members of the Board should demonstrate openness to the opinions of others, and the willingness to listen should rank as highly as the ability to communicate persuasively.
- Members of the Board must approach others assertively, responsibly and supportively, and be willing to raise difficult questions in a manner that encourages open discussion.

## 9.4 Board Member Responsibilities

To discharge their collective obligation, individual Board members assume responsibility in the following areas:

### ***Duty of Due Diligence***

Members shall:

- Be informed of the Act, The SSPA, The PBA and *The Trustee Act, 2009*, and related *Regulations* which define the Board's responsibilities and powers.
- Keep generally informed about issues that affect the Plans and about general trends in the sector in which the Plans operate;
- Develop a depth of knowledge of pension plan-related matters in order to understand and question the assumptions upon which operational plans are based;
- Develop a high level of financial literacy. They should know how to read financial statements and reports, and understand appropriate terminology for the evaluation of investment performance; and
- Regularly attend Board meetings and contribute to the work of the Board.

### ***Duty of Loyalty***

Members shall:

- Act with honesty and good faith in what they believe to be the best interests of the Plans;
- Maintain solidarity with fellow Board members in support of decisions that have been made in good faith in a legally constituted meeting by members in reasonably full possession of the facts; and
- Exercise vigilance for and declare any apparent or real personal conflict of interest in accordance with the Board's conflict of interest procedures.

### ***Duty of Care***

Members shall:

- Exercise the same degree of care, diligence, and skill that a reasonably prudent person would show in comparable circumstances;
- Demonstrate high ethical standards and integrity in their personal and professional dealings, and be willing to act on and remain accountable for their boardroom decisions;
- Offer their personal perspective and opinions on issues that are the subject of Board discussion and decision;

- Demonstrate openness to the opinions of others; the willingness to listen should rank as highly as the ability to communicate persuasively;
- Voice, clearly and explicitly at the time a decision is being made, any opposition to a decision being considered by the Board;
- Ask that the Board review any decision made if he or she has reasonable grounds to believe that the Board acted without full information or in a manner inconsistent with its trusteeship responsibilities; and
- Work cooperatively with the staff of PEBA, respecting the distinction between the roles of Board and staff consistent with generally established principles of governance.

## **9.5 Chair Responsibilities and Duties**

### **Primary Responsibilities:**

- Consult with the Board regarding the frequency and dates of regular meetings;
- Call special meetings of the Board whenever the Chair considers it necessary;
- Cancel meetings of the Board if the circumstances require;
- Preside over the meetings of the Board;
- Approve the agenda for Board meetings;
- Approve draft minutes of Board meetings for distribution to the Board;
- Approve/release the communication of Board business;
- Receive and table before the Board notices of conflicts of interest;
- In consultation with the Board, determine the appropriate course of action regarding the resolution of conflicts of interest;
- Receive and table before the Board notices of circumstances that may contribute to a perception of bias;
- In consultation with the Board, determine the appropriate course of action regarding the resolution of situations of bias;
- Authorize individuals to represent the Board at meetings of the Public Accounts Committee or attend if required;
- Act as spokesperson and representative of the Board to management;
- Authorize individuals to speak on behalf of the Board with respect to outside parties;
- Communicate recommended amendments to the Plans to the Minister of Finance;
- In conjunction with the other members of the Board ensure that the contract with PEBA is appropriately carried out;
- Authorize or approve the timely and appropriate execution of Board business;
- Ensure business planning is carried out; and
- Be available for consultation with management when required.

## 9.6 History

Approval date: December 8, 2005, November 17, 2009,  
November 17, 2010, November 18, 2011,  
November 30, 2012 and December 9, 2015

Last review: December 1, 2021

Next scheduled review: November 2022

### III. Duties and Responsibilities

#### Section 10 – Responsibilities and Accountabilities/Performance Measurement and Reporting

In order to ensure the responsibilities listed in the Charter of Expectations (Section 9 of this Governance Manual) are being carried out, it is necessary for the Public Service Superannuation Board (the Board) to delegate some of its authority to a number of service providers. This is in keeping with the Canadian Association of Pension Supervisory Authorities pension plan governance principles in general (itemized in Section 1 of this manual), and in particular with the following of those principles:

- The plan administrator should clearly describe and document the roles, responsibilities, and accountabilities of all participants in the pension plan governance process;
- The plan administrator should establish and document performance measures to monitor the performance of participants in the governance and administration of the plan;
- The plan administrator should establish and document a framework and ongoing processes, appropriate to the pension plan, to identify and manage the plan's risks; and
- The plan administrator should establish and document appropriate processes to ensure compliance with the legislative requirements and pension plan documents.

The chart on the following pages is designed to provide a reference guide to Board members as to how the roles and responsibilities have been delegated by the Board in order to fulfill its Charter of Expectations.

<b><i>Service</i></b>	<b><i>Provider</i></b>	<b><i>Contractual Documentation</i></b>
Administration	Public Employees Benefits Agency (PEBA)	Statutory/Administration Agreement
Legal	Ministry of Justice	Statutory
Actuary	LifeWorks Inc.	Contract
Auditor	Provincial Auditor of Saskatchewan	Statutory

## 10.1 Administration

### *Ensure the timely payment of benefit entitlements to Plan members/beneficiaries*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of Member Accounts, Benefit Calculations/Payments, Customer/Plan Member Service	Board satisfaction, PSSA Project Specific Yes – standards set by Board	Quarterly Reports
Actuary	Pension Administration System verification	Yes - letters certifying calculations	Annual performance review
Employers	Collecting & remitting contributions Plan information Liaise between members & PEBA	N/A	N/A
PEBA	Pension payments, issue tax forms	Must be in compliance with ITA	Semi-annual report, reported to Board in Quarterly Reports

### *Monitor and review the performance of PEBA and other Service Providers*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	REPORTING
PEBA	Select service providers, negotiate their contracts and evaluate their performance and self-report performance	Must meet with Board satisfaction	Quarterly Report
Auditor	Audit Reports	N/A	Annual Reports
Actuary	Actuarial Valuation	Must meet with Board satisfaction	Annual Evaluation

### *Make decisions affecting the operational costs of the Plan*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	REPORTING
PEBA	Select service providers, negotiate their contracts and evaluate their performance, Plan Accounting & Financial Statements, Annual Plan Budget.	Yes – must meet with Board satisfaction and comply with CICA Guidelines, and <i>The Executive Government Administration Act</i>	Quarterly Reports



## 10.2 Communication

***Promote the communication, awareness and understanding of the Plan among Plan members***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Develop and distribute communication strategies and materials, Education and training seminars, Website development and maintenance	Board satisfaction	Quarterly Reports

***Ensure that all relevant information regarding the rights, benefits and entitlements of members and their beneficiaries is provided to Plan members.***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Develop and make available: Communication material, Education seminars, Website development, Member counseling	Yes - Must meet with Board satisfaction	Quarterly Reports
Employer	Distribution of materials to employees, Basic queries	N/A	N/A
Legal	Legal advice	Board satisfaction	N/A

### 10.3 Funding

***Appoint Actuary, review performance on a periodic basis and terminate their services when necessary***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Select service providers, negotiate their contracts and evaluate their performance	Board satisfaction	Review Annually, Tender at least every six years.

***Approve the assumptions for actuarial valuations***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Prepare and review valuation data for completeness and reasonableness.	N/A	N/A
Actuary	Provide recommendations and assumptions	Board satisfaction	N/A
Auditor	Audit reports	Nil	Annual Reports

***Review PEBA's co-ordination of the cash management of the Anti-TB Superannuation Fund and the STC Superannuation Fund and make appropriate changes, if necessary***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
Auditor	Audit reports	Nil	Annual Reports

## 10.4 Compliance

### *Recommend changes to the Plan that are required by the Income Tax Act (Canada)*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Compliance with ITA, Plan document compliance	Plan must be in compliance with ITA at all times	Quarterly Reports
Legal	Legal issues/advice, Draft Plan amendments	Yes - Amendments and advice must be consistent with ITA at all times	N/A

### *Ensure timely reporting to Canada Revenue Agency in accordance with the Income Tax Act (Canada)*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Compliance with ITA	Plan must be in compliance with ITA at all times	Quarterly Reports
Legal	Legal issues, advice	Amendments and advice must be consistent with ITA at all times	N/A
PEBA	Issue tax forms	Yes, ITA	Annual Report, reported in Quarterly Reports

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
Auditor	Audit reports	N/A	Annual Reports

## 10.4 Compliance Continued ...

### ***Monitor plan administration to ensure compliance with The Public Service Superannuation Act and The Superannuation (Supplementary Provisions) Act***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of member accounts, Benefit calculations and payments, Plan amendments re. legislative changes, and Orders in Council	PSSA, SSPA compliance	Quarterly Reports

### ***Monitor plan administration to ensure compliance with The Income Tax Act (Canada)***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of member accounts, Benefit calculations/payments, Plan amendments re. legislative changes	Yes – ITA compliance	Quarterly Reports

### ***Ensure that statutory disclosure regulations are being met and exceeded for the benefit of Plan members / beneficiaries***

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Compliance with ITA	Plan must be in compliance with ITA at all times	Quarterly Reports
	Plan document compliance	Plan documents must be in compliance with ITA at all times	As Required
Legal	Legal issues, advice, Draft Plan amendments	Amendments and advice must be consistent with ITA and PBA at all times	N/A
Auditor	Audit reports	N/A	Annual Reports
Actuary	Monitor actuarial rules and principles	Yes – compliance with Canadian Institute of Actuaries practices	

## 10.5 Governance

### *Conduct a self-assessment review of the governance process on a periodic basis*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Assist and provide recommendations in governance self-assessment process	Annual Governance Self-Assessment must meet Board approval	Annually
Legal	Legal issues/advice	N/A	N/A

### *Monitor and confirm the governance framework, and implement changes as deemed necessary*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Monitor and confirm or amend governance framework as required	Annual Governance Self-Assessment must meet Board approval	Annually
Legal	Legal issues/advice	N/A	N/A

## 10.6 Goals and Objectives

### *Develop, implement and assess short- and long-term measurable directions and objectives*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations	Board satisfaction	Board Meetings, Quarterly Reports, Annual Plan and Review

### *Monitor performance against adopted directions and objectives*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations	Board satisfaction	Board Meetings, Quarterly Reports, Annual Plan and Review

### *Review and approve annual capital allocations and budget, and monitor performance against those plans*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations	Board satisfaction	Board Meetings, Quarterly Reports

### *Ensure, to the extent possible, that necessary resources will be available to pursue strategies, establish priorities and achieve objectives*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations	Board satisfaction	Board Meetings, Quarterly Reports

## 10.7 Board Effectiveness

*Evaluate the effectiveness of the Board in fulfilling its responsibilities on a periodic basis*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of Board meeting minutes and records, Assist and provide recommendations in governance self-assessment process	Governance Self-Assessment must be approved by Board	Annually

*Monitor the effectiveness and contribution of individual members of the Board*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of Board meeting minutes and records, Assist and provide recommendations in governance self-assessment process	Governance Self-Assessment must be approved by Board	Annually

## 10.8 Risk Assessment

*Identify business risks which would adversely or positively affect the operation of the Plan*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations and report progress of risk management initiatives	Board satisfaction	Annually, Risk Management Plan

## 10.8 Risk Assessment Continued...

*Ensure that appropriate systems and actions are in place to manage such risks*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations and report progress of risk management initiatives	Board satisfaction	Annually, Risk Management Plan

## 10.9 Integrity

*Ensure the integrity of the Plan's internal controls and information systems*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Maintenance of Member Accounts, Benefit Calculations, Payments, Customer/Plan Member Service	Yes – Standards set by Board	Quarterly Reports
Legal	Legal issues/advice	Advice must be consistent with applicable legislation	N/A
Auditor	Audit reports	Nil	Annual Reports

*Ensure ethical behavior of all participants involved in the administration of the Plan*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Provide recommendations	Board satisfaction	N/A
Legal	Legal issues/advice	Advice must be consistent with applicable legislation	N/A
Auditor	Audit reports	Nil	Annual Reports



**10.10 Orientation/Ongoing Education**

*Ensure the establishment and implementation of an appropriate, formal orientation program for new members of the Board*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Monitor/Confirm/Amend Orientation Program	Yes, program and amendments must be approved by the Board	Annually

*Ensure that resources are available for an appropriate and practical ongoing educational program for all members of the Board*

SERVICE PROVIDERS	SERVICES	PERFORMANCE MEASUREMENT	PERFORMANCE/TENDER REVIEW FREQUENCY
PEBA	Monitor/Confirm/Amend Education Program	Yes, program and amendments must be approved by the Board	Annually

**10.11 History**

Approval date: December 8, 2005, November 17, 2009,  
 November 17, 2010, November 18, 2011, November 30, 2012, November 24, 2014,  
 December 9, 2015, November 22, 2018, and November 26, 2019

Last review: December 1, 2021

Next scheduled review: November 2022

## **IV. Code of Conduct/Conflict of Interest**

### **Section 11 – Code of Conduct and Conflict of Interest Procedures**

#### **11.1 Purpose and Objective**

The purpose of this section of the governance manual is to establish and document guidelines for conduct required of all members of the Public Service Superannuation Board (the Board). The guidelines have been developed to create and sustain a business culture that promotes sound decision-making by the Board.

The purpose of establishing conflict of interest procedures goes beyond ensuring compliance with minimum statutory requirements. They provide a workable process for identifying, minimizing and resolving conflicts of interest, in order that Board members may fulfill their fiduciary obligations effectively while maintaining their independence and integrity.

The following guidelines and procedures have been developed to ensure that Board members have a full understanding of the Board's principles and values, and to assist Board members in determining appropriate business practices and behavior.

The Board recognizes the need to review these guidelines and procedures on an annual basis and has determined that all Board members are to acknowledge the guidelines and procedures by signing them upon appointment to the Board, each time they are amended and, in any event, no less than upon each annual review.

#### **11.2 Application**

These guidelines and procedures govern the operation and conduct of members of the Board in the execution of their duties and responsibilities under *The Public Service Superannuation Act* and under *The Superannuation (Supplementary Provisions) Act*.

In the event a policy or procedure in this document is applicable to the Chair, another member of the Board shall administer the procedure with respect to the Chair.

#### **11.3 Fiduciary Duties**

These duties apply to the members of the Board in their capacity as administrators of the pension plan.

- *Duty of Loyalty*

The duty of loyalty requires members of the Board to act honestly and in good faith, and in the best interest of all Public Service Superannuation Plan

(PSSP, the Plan) members. Furthermore, members of the Board must consider the effect of their individual actions on the integrity and credibility of the Board as a whole.

- *Opportunities Acquired Through Board Business*

Members of the Board must not take personal advantage of business opportunities of which they become aware in the course of carrying out their duties as Board members.

Similarly, confidential information obtained as a result of Board business must not be used for personal profit, or for the personal benefit of others.

- *Duty to Protect Confidential Information*

Board members must at all times keep confidential all information, proprietary material and records received by them in their capacity as members of the Board. Confidential information may only be disclosed if it is otherwise generally available to the public, if the disclosure is required by law, or if the disclosure is consistent with the purpose for which the information was obtained.

- *Post Service Restrictions*

Board members who cease to serve on the Board must continue to refrain from taking improper advantage of their previous position. Former members of the Board must continue to observe the duty to protect confidential information, unless they have received written authorization from the Chair of the Board to disclose the information. Furthermore, former members of the Board must not use confidential information or opportunities acquired as a result of Board business for personal gain, or for the personal benefit of others.

#### **11.4 Duty of Care**

In exercising their powers as administrators of the pension plan, it is the explicit duty of every member of the Board to exercise the care, skill and diligence that a reasonably prudent person would exercise in comparable circumstances.

In fulfilling this duty, members of the Board have a responsibility to ensure that they obtain expert advice to acquire the necessary information required to make informed decisions for the effective and timely operation of PSSP. Board decisions must be made pursuant to sound business practices respecting established policies and procedures.

Improper or ill-advised decisions can be costly to the Plan. Board members should undertake the training or educational opportunities necessary to ensure that they have a sufficient level of knowledge and understanding to fulfill their duties.

The Board has established its mission, and Board members should take actions which are consistent with the mission and the policies which support it.

Though the Board may delegate activities to its service providers, the Board retains responsibility for oversight of the Plan, and Board members should be engaged in reviewing the performance of the Plan and its success in meeting its goals.

### **11.5 Ethical Standards**

Members of the Board should adhere to the following standards when exercising all of their duties and responsibilities:

- *Preferential Treatment*

Board members must not use their position to benefit persons or organizations in their dealings with the PSSP if this may be perceived to result in preferential treatment to such persons or organizations.

- *Gifts, Benefits, and Entertainment*

Board members should not accept gifts, benefits, entertainment, or other personal favors, which would create, or appear to create, a favored position for persons or organizations doing business with PSSP.

Board members must not solicit or accept gifts, benefits, entertainment or other personal favors in exchange for, or as a condition of, the exercise of their duties or as an inducement for performing an act associated with the duties and responsibilities of their position.

Members of the Board may generally accept gifts, hospitality or other benefits, of nominal value, associated with the duties and responsibilities of their position, if such gifts, hospitality or other benefits:

- are within the bounds of propriety, a normal expression of courtesy, or within the normal standards of hospitality;
- would not bring suspicion on the Board member's objectivity and impartiality; and
- would not compromise the integrity of the Board.

- *Communication and Public Comment*

The Plan has the responsibility to communicate with its members and beneficiaries in a timely, accurate, and transparent manner. This

communication is generally provided by the Plan, rather than by individual Board members.

In the instance where communication directly from the Board is necessary, public announcements or comments will be the responsibility of the Chair, unless approved otherwise by the Board.

Members of the Board must refrain from making media announcements or comments regarding the activities of the Board and the operation of the PSSP, unless authorized by the Chair to do so. Board members must avoid making public comments which are likely to bring the Board into disrepute or adversely affect the operation of PSSP.

- *Board Independence*

Although members of the Board are appointed by and serve at the pleasure of the Lieutenant Governor in Council, their primary duty and responsibility is to the members of PSSP. Board members must not serve the interests of specific offices, groups, associations or organizations.

- *Compliance with Laws*

Members of the Board must at all times be aware of and comply with all laws, rules and regulations applicable to the Plan.

Members of the Board must conduct their personal affairs with integrity, and must report any violation of the Code of Conduct and Conflict of Interest Procedures, or any charge or conviction under the Criminal Code (Canada) or any statute that may apply, directly or indirectly, to the administration of the Plan:

- (a) where the violation, charge or conviction occurred prior to the appointment of the member to the Board, prior to the first meeting that the member of the Board attends; and
- (b) where the violation, charge or conviction occurs after the appointment of the member to the Board, prior to the first meeting after it occurs.

Board members must report criminal or other illegal or unethical conduct by any other Board member of which they may become aware, including any potential violations of the Code of Conduct and Conflict of Interest Procedures. Such reports shall be made at the earliest possible opportunity and in any case no later than the next following regularly scheduled Board meeting.

Reports are to be made to the Board Chair. The Chair may determine that the violation, charge or conviction renders the participation of the member in decisions of the Board inappropriate, and may exclude or restrict the member of the Board from participating in some or all of the decisions of the Board.

## 11.6 Conflict of Interest Procedures

These procedures apply to members of the Board with respect to their responsibilities as administrators of the pension plan and as decision-maker with respect to disputes regarding PSSP.

Members of the Board shall not knowingly permit their interests, actual or perceived, monetary or otherwise, direct or indirect, to conflict with the proper exercise of their duties and responsibilities.

Board members should familiarize themselves with the range of actions which may be taken to respond to a conflict of interest or ethical issue. Although not exhaustive, the following actions may be taken to remedy or avoid a possible conflict of interest or ethical issue.

- *Disclosure*

Members of the Board shall disclose in writing the nature and details of any actual, perceived or possible conflicts of interest, which could impair their ability to make unbiased decisions affecting PSSP. Such disclosure shall be made to the Chair of the Board as soon as practicable after the conflict of interest has been discovered by the Board member. In the event that the member is the Chair, the Chair must make the disclosure to the other members of the Board.

The Chair or other Board member will table the matter at the next regularly scheduled Board meeting. The Chair, or other Board member, in consultation with the Board (excluding the member who is in conflict of interest), will determine the appropriate action under the circumstances.

Should a Board member discover an actual or perceived conflict of interest during the course of a Board meeting, the member must immediately declare the conflict of interest. The Chair, in consultation with the Board (excluding the member who is in conflict of interest), will determine the appropriate action under the circumstances.

- *Register*

The Public Employees Benefits Agency (PEBA) shall maintain a register of all actual, perceived or possible conflicts of interest disclosed by members of the Board.

The register shall contain a description of each conflict of interest and the name of the Board member to whom the conflict of interest applies, the date upon which the conflict of interest arose and was subsequently disclosed by the Board member, and the manner in which the conflict of interest was dealt with by the Board.

- *Abstaining from Vote and Discussion*

Members of the Board who have disclosed a conflict of interest, or who are required to disclose an actual or perceived conflict of interest, shall not participate in any discussion, decision or vote relating to any transaction involving the aforementioned conflict of interest. Such members must consult with the Board to determine whether or not it is appropriate to leave the meeting during discussion of the matter.

Where a Board member has disclosed a conflict of interest, the member may continue to participate in the discussion, decision or vote, despite the conflict of interest, by obtaining prior approval from the Board. The approval to participate should be noted by PEBA in the register.

- *Other Business Activities*

Members of the Board engaging in any other business activities, directly or indirectly, which may conflict with or are in competition with their duties and responsibilities as Board members, must make full disclosure of such activities to the Chair of the Board.

In the event that the member making the disclosure is the Chair, the Chair must make the disclosure to the other members of the Board.

Adhering to the Disclosure procedures in this section, a resolution to the matter will be undertaken by the Board. The Board should determine whether an actual or perceived conflict of interest exists, and the appropriate action under the circumstances.

The Chair will advise the Board member, who is in conflict of interest, to comply with one of the following options determined by the Board:

- Discontinuation of the activity;
- Appropriate action to remedy the situation; or
- Consent to the activity.

- *Gifts, Benefits and Entertainment*

It is deemed a conflict of interest if, without the consent of the Board, a member of the Board accepts gifts, benefits, entertainment or other personal favors of more than token or nominal value from persons or organizations doing business with PSSP. Any person or organization offering such inducements must be advised to discontinue the practice immediately if a sustained business relationship is to continue with PSSP.

Similarly, Board members must not offer gifts or favors to persons or organizations in order to secure preferential treatment for PSSP.

Inappropriate gifts or benefits that are received by members of the Board, which violate Section 11.5 – Ethical Standards, should be returned to the donor as soon as practicable.

Where the donor may perceive the return of an inappropriate gift or benefit as offensive, for cultural or other reasons, the Board member must make full and immediate disclosure of receipt of the gift or benefit. Such gift or benefit must be delivered to the Board, who will determine the suitable disposition of the item.

### **11.7 Consequences of a Breach**

In the event of a breach of the Code of Conduct and Conflict of Interest Procedures, or a failure to remedy or disclose an actual or perceived conflict of interest, the consequences of such infractions should reflect the nature, magnitude and seriousness of the breach.

The following are examples of possible consequences, which the Board may consider, when dealing with a breach of the Code of Conduct and Conflict of Interest Procedures:

- The Board member may be offered the opportunity to resign from the Board;
- The Board may recommend to the Minister of Finance to terminate the appointment of the Board member to the Board;
- The Board member may be required to make full restitution to the Board of any personal gain acquired as a result of the breach, for disposition by the Board;
- The Board may consider taking legal action against the Board member; and
- If the Board member is in breach of the law, the Board will report the Board member's action to the proper authorities.

This list of consequences is not exhaustive, and does not preclude any other course of action, which the Board may deem appropriate under the circumstances.

### **11.8 Avoidance of Bias**

These procedures apply to members of the Board with respect to their responsibilities as decision-maker with respect to disputes regarding PSSP.

Members of the Board shall not knowingly permit any relationship or other circumstances, either in the past or the present, to be perceived as a possible reason for the member to hold a bias either in favor or against a party with respect to whom a decision is to be made.

Board members should familiarize themselves with the range of actions that may constitute a potential bias issue, and the actions that might be taken to respond to the issue. A potential bias issue may arise as a result of circumstances such as:

- The member has a personal or business relationship with a party;
- The member is a member of an organization in which the party is also a member;



- The member has information about the party which has not been placed before the other members of the Board as part of the decision-making process;
- The member has expressed views in public respecting the subject matter of the decision; and
- The member has communicated directly with one of the parties respecting the subject matter of the decision.

This list is not exhaustive. If a member of the Board is aware of any circumstances which might give rise to a bias issue, the member must disclose the circumstances to the Chair at the earliest opportunity. In the event that the member is the Chair, disclosure must be made to the other members of the Board. The Chair may:

- Remove the member from the panel of members that are making the decision;
- If the Chair is of the opinion that the circumstances may not warrant removal of the member, the Chair shall disclose the circumstances to the parties and provide them with an opportunity to make representations to the Board with respect to the ability of the member to participate in the hearing; and
- The Board shall determine the extent, if any, to which the member may participate in the hearing.

A Board member cannot be removed from the panel where doing so would mean that a quorum of members would not be present. A Board member is not required to disclose a relationship that is inherent in the manner of the member's appointment, such as being a member of PSSP or a member or employee of a body that is entitled to appoint a member of the Board.

Where this procedure is applicable to the Chair, another Board member shall administer the procedure with respect to the Chair.

### **11.9 Board Member's Acknowledgement**

I ACKNOWLEDGE that I have read and considered the Code of Conduct and Conflict of Interest Procedures for members of the Public Service Superannuation Board, and as a member of the Board, agree to conduct myself in accordance with the Code of Conduct and Conflict of Interest Procedures as it applies to members of the Board.

I UNDERTAKE to affirm in writing that I have read, understood and will comply with the most recent version of the Code of Conduct and Conflict of Interest Procedures for members of the Public Service Superannuation Board.

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Signature

### **11.10 History**

Approval date:	December 8, 2005, December 16, 2008, and November 30, 2012 and November 26, 2019
Last review:	December 1, 2021
Next scheduled review:	November 2022

## **V. Board Self-Assessment**

### **Section 12 – Governance: Periodic Self-Assessment**

#### **12.1 Benefits of Self-Assessment**

An effective governance system is a good method of overall risk management. Controlling legal and other risks facing the Public Service Superannuation Board (PSSB, the Board) is one of the benefits of good governance practices. An equally important and transparent benefit of effective governance is the reliable assurance to members of the Public Service Superannuation Plan (PSSP, the Plan) that the Plan is capable of providing benefits presently and into the future.

The PSSB Governance Self-Assessment Questionnaire has been designed to assist members of the Board in assessing their own performance and determining where weaknesses exist that may require corrective measures.

The self-assessment process also offers an opportunity for the Board to share responsibility for the pension benefit delivery with other stakeholders. Transparency of information about existing conditions, decisions and actions is integrally related to accountability. Reporting the self-assessment results provides accountability to interested stakeholders and is consistent with the recommendation by the Joint Task Force on Pension Plan Governance and with the Canadian Association of Pension Supervisory Authorities (CAPSA) *Pension Plan Governance Guidelines* for industry best practices.

#### **12.2 About the Questionnaire**

The objective of the Governance Self-Assessment Questionnaire is to enhance the awareness and knowledge of the individual Board members as to the performance of PSSP and its governance practices in an effort to strengthen the governance capabilities of the Board as a whole.

The questionnaire will assist the Board in assessing its own performance and determining where weaknesses exist that may require corrective measures.

The questionnaire used is the *CAPSA Guideline No. 4: Pension Plan Administrator Governance Guidelines and Self-Assessment Questionnaire*, which is recommended as a useful tool for pension plan trustees and administrators in assessing their own plan's performance. Responses to the questions should be thorough and analytical in order to reflect the current situation of the Plan, thus pointing out areas that require improvement.

This questionnaire will be completed in writing by a person who possesses the best knowledge of the answer to each question, and will be approved by the Chair of the Board, after due consultation with the Board. The questionnaire will be completed annually, at the end of each fiscal year of the Plan.

A report of the results of the questionnaire, approved by the Board, will be made available to all interested stakeholders through the Plan's website.

### **12.3 History**

Approval date:	December 8, 2005, November 17, 2009, March 22, 2013, and November 26, 2019
Last review:	December 1, 2021
Next scheduled review:	November 2022

## VI. General

### Section 13 – Complaint Process

#### 13.1 The Process

The Public Service Superannuation Board (the Board) is committed to making timely decisions in an open and consultative manner, in accordance with the principles of procedural fairness and natural justice, to ensure fair and equitable treatment of Public Service Superannuation Plan (PSSP) members.

The Complaint Process provides the parties to a dispute with an opportunity to have their respective points of view considered by the Board before the matter in dispute is decided.

The parties to a dispute may be any combination of the following:

- A member of PSSP;
- An employee of a participating employer in PSSP;
- A participating employer in PSSP; and
- The PSSP's administration.

The Board's authority to resolve disputes is derived from derived from *The Public Service Superannuation Act (the Act)*, which states as follows:

***Application of Act determined by the board***

*"65 Where a question arises as to the application of this Act to any employee or class or description of employees, it shall be determined by the [B]oard."*

The Board has determined that the following process must be followed in order for a matter to come before the Board for a decision:

1. A complaint is to be filed in writing, by the party or parties in dispute, with the Director Policy & Governance, Public Employees Benefits Agency (the Director).
2. The Director will promptly inform all members of the Board that a complaint has been filed, affording all Board members the ability to respond appropriately, and in keeping with the Board's Code of Conduct and Conflict of Interest Procedures (Section 11 of this Governance Manual) to any inquiries on the matter they may receive. The Director will provide Board members with the names of the parties in dispute, but will not provide any further information with respect to the dispute.

3. The Director will research the complaint and prepare a report containing full details of the matter in dispute, a copy of which will be provided to each party having an interest in the matter together with a request for submissions with respect to the matter in dispute.
4. The Director will review the submissions from the parties. The review is to determine whether additional issues have been raised or additional parties have been identified which may require additional submissions in order for the Board to have before it everything it needs to make an informed decision.
5. The Director will provide a copy of the submissions from each party to the other parties for their review and comment.
6. The Director will review the responses from the parties. The review is to determine whether additional issues have been raised or additional parties have been identified which may require additional submissions in order for the Board to have before it everything it needs to make an informed decision.
7. A party to the dispute may request to make a presentation in person to the Board when it meets to hear the matter. A party cannot request a presentation in person in lieu of a written submission. The request must state in writing the reason for the request and provide submissions as to why the written materials would not be sufficient for the Board to make a decision on the dispute. The Director will inform all parties with an interest in the matter of a party's request to appear in person before the Board and provide the parties with an opportunity to:
  - i. Make submissions with respect to the request; and
  - ii. Notify the Board whether, if the request is granted, they wish to also make a presentation in person to the Board.
8. The Director will place a request pursuant to paragraph 7 together with a report and all submissions, responses and documentation relating to the matter in dispute on the agenda for the next available meeting of the Board. If the Board decides to grant the request, the Board will either:
  - i. Schedule a hearing of the matter for the next available Board meeting; or
  - ii. Strike a Hearing Committee of the Board members to schedule and hold a hearing of the matter on behalf of the Board.

If the Board decides not to grant the request, the Board will proceed to make a decision with respect to the dispute based on the written materials submitted by the party or parties.

9. Where the Board grants a request pursuant to Paragraph 7, the Chair or the person designated as the Chair of the Hearing Committee, shall determine the procedure for making the presentations and may:
  - i. Permit further documents to be filed at the hearing;
  - ii. Permit the parties to ask questions of the party making a presentation; or
  - iii. Adjourn the hearing to permit a party to respond to any document or information that had not been disclosed in the written submissions.
10. In the absence of a request pursuant to Paragraph 7, the Director will place the report and all submissions, responses and documentation relating to the matter in dispute before the next available meeting of the Board, which will make a decision based upon the materials submitted by the party or parties.
11. The Board will render its decision in writing, stating:
  - i. The decision; and
  - ii. The reasons for the decision.

The decision of the Board is final and will be communicated in writing to all the parties involved in the dispute.

12. The Board may review a decision, should the party or parties in dispute provide new information which was not available at the time of the initial decision, where the Board considers it appropriate and no other party is prejudiced by the review.

### **13.2 Board's Point of Reference**

The Board will make its decision based upon its interpretation of the Act and *Regulations*, and may consider established policy practices and previous decisions that it considers relevant.

### **13.3 History**

Approval date:	December 8, 2005, November 17, 2009, and November 26, 2019
Last review:	December 1, 2021
Next scheduled review:	November 2022

## **VI. General**

### **Section 14 – Board Liability**

#### **14.1 Indemnity of Board Members**

The Legislation governing the Public Service Superannuation Plan does not specifically authorize the payment of any indemnity for liability incurred by the Public Service Superannuation Board (the Board) or any of its members. Any entitlement to an indemnity can only arise through the operation of the common law. In that event, the indemnity is properly characterized as an expense that may be charged to the party normally responsible for the payment of the expenses of the Board.

As appointees of the Lieutenant Governor in Council, Board members who become liable to a third party as a result of actions taken in good faith in the course of discharging their duties as a Board member may look to the Government of Saskatchewan for indemnity. In the event that a claim is made against any Board member that might result in a liability for which the member would intend to seek an indemnity from the Government of Saskatchewan, the member must bring the claim to the attention of the Director Policy & Governance, Public Employees Benefits Agency (PEBA) (the Director). The Director will consult with legal counsel for the Board to determine:

- If the claim is one for which indemnity is available;
- Whether legal counsel will be provided for the member or whether the member should retain his or her own counsel; and
- In the event that the member retains his or her own counsel, whether an advance of funds should be made to the member on account of the member's legal expenses.

The Board member must provide the Director with any information that PEBA may require for the purpose of administering this provision, and PEBA may share that information with legal counsel for the Board.

#### **14.2 History**

Approval date:	December 8, 2005, December 6, 2007, and November 30, 2012
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## VII. Definitions

### 15.1 Definitions

Words importing the masculine gender will have the same meaning in the feminine gender, and words used in the singular form will have the same meaning as those used in the plural form, as the context requires.

For purposes of the Public Service Superannuation Board's Governance Manual, the following shall apply:

- a) **"Act"** means *The Public Service Superannuation Act*.
- b) **"Actuary"** means a Fellow of the Canadian Institute of Actuaries.
- c) **"Administrator"** means the Public Service Superannuation Board as administrator of the Public Service Superannuation Plan.
- d) **"A.I.R."** means the Annual Information Return required to be filed with the Canada Revenue Agency by the pension plan administrator on an annual basis.
- e) **"Annual Report"** means the report submitted in each fiscal year of the Public Service Superannuation Plan by the Board to the Minister of Finance setting out the business of the Board and audited financial statements for the preceding fiscal year.
- f) **"Anti-TB Fund"** means the Anti-Tuberculosis League Employees Superannuation Fund.
- g) **"Assistant Deputy Minister"** means an individual, reporting to the Board, who is responsible for communicating Board decisions, negotiating and executing agreements on behalf of the Board, recommending Board policies and changes thereto, and apprising the Board regarding the activities of any party with whom the Board has entered into an agreement. The Board has delegated the responsibility for the performance of such services to PEBA.
- h) **"CAPSA"** means the Canadian Association of Pension Supervisory Authorities.
- i) **"CRA"** means the Canada Revenue Agency.
- j) **"Chair"** means a member of the Board who has been elected by members of the Board to act as the chair of the Board.

- k) **“Executive Secretary Services”** means the tasks necessary for the organization of all Board business and meetings.
- l) **“Fiscal Year”** means a period of time commencing on April 1 of any given year and ending on March 31 of the immediately following year.
- m) **“ITA”** means the *Income Tax Act* (Canada).
- n) **“PBA”** means *The Pension Benefits Act, 1992*.
- o) **“PEBA”** means the Public Employees Benefits Agency.
- p) **“Periodic Checklist”** means the list of activities that are being performed to support the oversight and management of the Plan. The checklist documents the key personnel responsible for ensuring the activities are being carried out, personnel who are responsible for carrying out tasks associated with each activity, when the task was completed and the supporting documentation to verify the completion of each task.
- q) **“PSSA”** means *The Public Service Superannuation Act*.
- r) **“PSSP”** means the Public Service Superannuation Plan.
- s) **“Plan”** means the Public Service Superannuation Plan.
- t) **“Service Provider”** means an individual or organization providing administrative or support services, which have been delegated by the Board through negotiated agreements, to ensure the proper administration and management of the Public Service Superannuation Plan. Service providers include the following: Plan Administrator; Actuary; Legal Counsel; and Auditor.
- u) **“SSPA”** means *The Superannuation (Supplementary Provisions) Act*.
- v) **“Stakeholder”** means an individual or organization that has a substantial interest in the operation and management of the Public Service Superannuation Plan, such as: plan members, beneficiaries, plan sponsor; employer, unions/associations, and plan administration staff.
- w) **“STC Fund”** means the Saskatchewan Transportation Company Employees Superannuation Fund.

## History

Approval date:	December 8, 2005, December 6, 2007, November 17, 2010, November 18, 2011, November 30, 2012, December 9, 2015, and November 26, 2019
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## VI. Appendix

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The following is a list of provincial statutes pertinent to the Public Service Superannuation Plan.

A copy of each of these items can be accessed and downloaded from the Government of Saskatchewan's Queen's Printer at <http://www.publications.gov.sk.ca/freelaw/>.

- *The Public Service Superannuation Act*
- *Allowance to certain persons Regulations*
- *The Superannuation (Supplementary Provisions) Act*
- *The Pension Benefits Act, 1992*
- *The Pension Benefits Regulations, 1993*

The Public Service Superannuation Plan is also subject to the *Income Tax Act (Canada)* and the associated *Income Tax Regulations*.

They are available at <http://laws.justice.gc.ca/eng/acts/l-3.3/> and <http://laws.justice.gc.ca/eng/regulations/c.r.c., c. 945/index.html> respectively.