

OMERS Sponsors Corporation

GOVERNANCE MANUAL

Table of Contents

Introduction

1. Introduction to Governance Manual

Charters & Roles

2. Board Charter
3. Audit & Human Resources Committee Charter
4. Corporate Governance & Risk Committee Charter
5. Plan Design Committee Charter
6. Board Member Role Description
7. Board Chair Role Description
8. Vice-Chair Role Description
9. Committee Chair Role Description
10. Chief Executive Officer Role Description
11. Board Competency Framework

By-Laws

12. By-Law No. 1 – General
13. By-Law No. 2 – Borrowing and Banking Authority
14. By-Law No. 3 – SC Board Composition
15. By-Law No. 4 – AC Board Composition
16. By-Law No. 5 – Establishment of Committees
17. By-Law No. 6 – SC/AC Board Compensation
18. By-Law No. 7 – Flat Rate Levy
19. By-Law No. 12 – Specified Changes
20. By-Law No. 20 – Determination of Inflation Adjustment

Policies

21. Code of Conduct
22. Conditions of Participation for Associated Employers Policy

- 23. Confidentiality Policy
- 24. Conflict of Interest Policy
- 25. Contribution Rate Policy
- 26. Corporate Signing Authorities and Invoice Approval Policy
- 27. Funding Management Statement
- 28. Member Background Checks Policy
- 29. Member Education Policy
- 30. RCA Funding Mechanism Policy
- 31. Reimbursement of Expenses Policy
- 32. Termination of Participation for Traditional Employers Policy