



Communications and Disclosure Policy

Effective: June 27, 2018

1.0 Introduction:

The Board of Directors of the Nova Scotia Pension Services Corporation (“Board”) believes that an essential aspect of diligent administration of all pension plans under its responsibility (“Plans”) is communicating on behalf of the respective trustees with the Plan members, pensioners, and employers (“Plan Stakeholders”), as well as the media. Through various methods, the Board is committed to:

- promoting transparency and accountability within its designated communication, including that of applicable financial reporting;
- receiving and responding to all pertinent enquiries and feedback by Plan Stakeholders;
- disclosing executive compensation arrangements and providing further assurances that the Plans are being administered in the most prudent manner;
- supporting Plan member education regarding their long-term retirement planning; and
- maintaining on-going communications with similar national pension plan administrators

The Communications and Disclosure Policy (“Policy”) allows the Board to promote positive awareness of the services delivered by and performance of the Nova Scotia Pension Services Corporation (“Pension Services Corp.”). The Policy addresses corporate disclosure and is intended to complement the Board’s Code of Business Ethics and Conduct for Directors.

In development of the Policy, several publicly available communication and disclosure policies of similar Canadian pension organizations were reviewed and utilized. Further details of said organizations are listed in the References section (sec. 7.0).

2.0 Roles, Responsibility and Accountability

2.1 Board of Directors of the Nova Scotia Pension Services Corporation

General:

- The Board is responsible for establishing the Policy and has the sole authority to amend it.
- The Board has overall responsibility for ensuring that the principles and obligations outlined in the Policy, including those that have been delegated to Pension Services Corp. on behalf of the Board, are met.
- The Board Co-Chairs speak on behalf of the Board.
- If Directors are speaking to the media but not acting on behalf of the Board, they must state they are doing so in a capacity other than as a Director and that their opinions are their own and not that of the Board.

- The Board recognizes the importance of full and open debate on issues at its meetings. The Board minutes include a general record of discussion, a record of any decision or consensus reached, and a record of any motion and subsequent decision.
- The Board will ensure clarity and transparency when communicating to Plan Stakeholders about the separate entities involved in the administration and management of the Plans and the pension funds including the Board, Pension Services Corp., Teachers' Pension Plan Trustee Inc., and Public Service Superannuation Plan Trustee Inc. (the latter two entities hereinafter referred to as "Trustees").
- The individual Plans, and their respective Trustees, adhere to their own existing communication and disclosure policies and where any differences between said Plan communication and disclosure policies and the Pension Services Corp. Board Policy exist, the former will prevail.

Communication with Plan Stakeholders:

- The Board Co-Chairs, on behalf of the Board, will respond in a timely manner to all written communications from Plan Stakeholders. This may include redirecting the enquiry to Pension Services Corp. staff, informing the Plan Stakeholder that the matter will be discussed at the next regularly scheduled Board meeting, or providing a direct response.
- The Board may also delegate to Pension Services Corp. staff the general authority to respond to Plan Stakeholder communications on behalf of the Board.
- The Board may, as an issue warrants, prepare an issue-specific Board Communiqué or letter to all Plan Stakeholders. The Communiqué or letter may be distributed through a variety of methods, such as providing information on the Pension Services Corp. and/or respective Trustee websites, on social media, or by a mass mailing.

2.2 Nova Scotia Pension Services Corporation

Pension Services Corp. provides pension and investment administration services in respect of the Plans and maintains primary contact with Plan members consistent with a reasonable, prudent and effective pension plan administrator. The role of Pension Services Corp. is further defined within the separate Service Agreements between Pension Services Corp. and the individual Trustees. Pension Services Corp. recognizes the communication policies of the individual Trustees take precedence over the Board Communications and Disclosure Policy. As a result, Pension Services Corp. will be responsible for adhering to the communication policies of the respective Trustees.

The Board, when not delegated to the Chief Executive Officer and President of Pension Services Corp. ("CEO"), has responsibility for approving all external communication materials regarding the Board and Pension Services Corp. Pension Services Corp. will ensure that all communication materials are reviewed for content accuracy by appropriate staff, before they are presented to the Board for approval. Once approved by the Board, Pension Services Corp. is responsible for distributing the materials.

3.0 Communication Principles and Guidelines

The Policy includes communication principles for publications, including website content, produced for Plan Stakeholders under the direction of the Board and as directed by the respective Trustees, when applicable. The communication principles are:

- that all publications will be in plain language;
- that there will be a review and approval process used to ensure the content is clear and concise, accurate and timely, accessible, consistent and proactive; and
- that all publications produced will be in alignment with the Plans' text and meet all legislative and regulatory requirements.

3.1 Method

The Board communicates with Plan Stakeholders in a variety of ways. These methods include, but are not limited to: the publication of annual reports, annual financial statements, communiqués, correspondence, and website and social media content. With the Board's approval, these communication methods are subject to change.

The Board may utilize the aforementioned methods of communication via Pension Services Corp. with the Senior Communications Advisor and CEO, acting on behalf of the Board, as the reviewers of such information.

3.2 Media Enquiries

Developing and maintaining effective relationships with the media is important to facilitate the flow of information between the Board and its Plan Stakeholders.

As stated in the Board's Media Policy, any enquiry from the media that is received by Pension Services Corp. will be directed to the Senior Communications Advisor who will evaluate the request and the course of action required. The Senior Communications Advisor will seek approval from the Board Co-Chairs and/or CEO on the final course of action before a response is initiated. With respect to the individual Trustee communication policies, either the Board Co-Chair or the CEO may defer to the individual Trustees to determine an appropriate response.

- No Director, other than those authorized to do so, should discuss any Plan or other activities of Pension Services Corp. with media without prior approval of the Board Co-Chairs.
- Presentations to other groups at seminars or conferences are permitted; however, Directors must adhere to their area of expertise and the purpose of the seminar/conference.
- Directors must not discuss non-public Pension Services Corp. information and personal/confidential information.
- Directors are to ensure that it is clear to the audience that the Director is speaking in his/her own capacity and not on behalf of Pension Services Corp.
- The Board Co-Chairs will respond to the media on matters involving the CEO.
- All other activity involving the media and the Board is within the purview of Pension Services Corp.

3.3 Review, Approval and Release of Financial Information

Historical information contained in all communications must be consistent with that provided in the most recent audited financial statements of Pension Services Corp. To ensure

accuracy and fairness, all financial information must be reviewed and approved prior to its release as follows:

- CEO – reviews financial information of Pension Services Corp.;
- Board – reviews and approves audited financial statements; and
- Board – reviews and approves the annual report.

Financial information is published by Pension Services Corp. in accordance with the Communications and Disclosure Policy.

3.4 Spokespersons

To minimize the potential of a misrepresentation being made, a limited number of spokespersons are responsible for communication with the investment community, regulators, the media and other external parties. Pension Services Corp. designated spokespersons are:

- Board Co-Chairs on behalf of the Board;
- the CEO; and
- designated employees of Pension Services Corp. directly related to their listed responsibilities.

Designated spokespersons may, from time to time, designate others to speak on their behalf or respond to specific enquiries. Any enquiries involving the responsibilities of the Trustees of the Plans are to be either addressed by such Trustees or a designated spokesperson on their behalf.

4.0 Disclosure Principles and Guidelines

Disclosure controls and procedures are designed to provide reasonable assurance that Material Information regarding Pension Services Corp. is compiled and communicated to senior management, including the CEO, the Chief Investment Officer (“CIO”) and the Chief Pensions Officer (“CPO”), in a timely manner. They include procedures regarding, and controls over, the quality, completeness and timeliness of disclosures to Plan Stakeholders, regulators and the public.

Material Information is any information relating to the affairs of Pension Services Corp. that could reasonably be considered to have a significant effect on its financial results or business and operations. As the determination of whether information is “material” involves subjective judgments, final decision is made by the Board.

Once the Board determines that a development constitutes material information that should be disclosed, such disclosure will be made as and when appropriate.

The disclosure principles are:

- Disclosure must be consistent among all audiences, including the Plan Stakeholders;
- Unfavourable communication material should be disclosed as promptly and completely as is favourable communication material;
- Disclosure must be complete and include any information the omission of which would make other disclosure misleading; and

- Disclosure must be corrected if it is subsequently learned that earlier disclosure contained an error at the time it was given.

4.1 Routine Disclosure of Information

The Board believes that transparency in the Board's actions and decisions is a key to good plan governance. The Board makes the following information available on the Pension Services Corp website:

- Highlights of each Board meeting;
- Governance documents, except those that relate to the internal operations of the Corporation;
- Names, photographs and brief biographies of the individuals on the Board, how to contact the Board and the Board's mission statement;
- Annual audited financial statements of Pension Services Corp; and
- Annual Report for Pension Services Corp.

The Board may make available, on request, any other document or information relating to the Plans that is not protected due to its personal, legal or otherwise confidential nature.

As an important part of an integrated approach to good governance, such disclosure shall contain clarity of corporate governance practices, executive compensation plans and financial reporting that provide Plan Stakeholders the necessary assurance the respective Plans are being prudently administered. Executive and Board compensation will be disclosed annually in the Annual Report.

The Annual Report shall disclose the role of Pension Services Corp., its governing legislation, certain compensation arrangements of Board Directors (excluding meeting expenses such as travel, lodging, meals, etc.), the CEO, CIO, and CPO, and summarize the activities of Pension Services Corp. from the previous year.

4.2 Protection of Privacy

Pension Services Corp. and the Board of Directors of Pension Services Corp. recognize that all information made available to or learned or acquired by employees and Board Directors, during or as a result of hiring or appointment, is confidential and protected by law. All employees and Board Directors attest and sign a Confidentiality Agreement as part of their respective Pension Services Corp. Codes of Business Ethics and Conduct.

Notwithstanding the foregoing, it is expressly acknowledged that each Director is appointed by one of the current Trustees, and may be a board member of said Trustees. As such, it is permitted, and in fact anticipated, that Directors will communicate certain Pension Services Corp. information to their respective Trustee boards and will seek input from those Trustee boards regarding some decisions to be made by the Board.

As of the origination date of the Policy, April 1, 2013, Pension Services Corp. and the Board, are not required to adhere to the Freedom of Information and Protection of Privacy Act ("FOIPOP") due to the devolution of Pension Services Corp. from a Nova Scotia government agency to a non-profit statutory corporation that is equally owned by the Trustees. Pension Services Corp. will; however, adhere to the Corporation's Privacy Policy and all the principles

and guidelines stipulated within such policy as well as adhere to the privacy policies of the individual Plans.

5.0 Policy Review

The Policy will be reviewed annually.

6.0 Original Policy

April 1, 2013

7.0 References

The Policy is further supported by the following guidelines, policies and standards:

- Canada Pension Plan Investment Board – Communications and Stakeholder Relations Policy
- Canadian Coalition for Good Governance – CCGG Statement on Full and Clear Disclosure in Financial Reporting;
- College Pension Board of Trustees – Communications Policy (British Columbia)
- OMERS – Corporate Communications Policy
- OMERS – Financial Disclosure Policy
- Pension Services Corp. Code of Business Ethics and Conduct
- Pension Services Corp. Code of Business Ethics and Conduct for Directors
- Policy of Ethics and Standards of Professional Conduct (CFA Institute);
- Teachers’ Pension Board of Trustees – Communications Policy (British Columbia)

8.0 Enquiries

All enquiries on the Policy should be directed to the Co-Chairs of the Board, and/or the CEO or Senior Communications Advisor.

Approved by the Board of Directors of Nova Scotia Pension Services Corporation by Motion on April 1, 2013.

Revisions:

Approved by the Board of Directors of Nova Scotia Pension Services Corporation by Motion on October 19, 2016.

Approved by the Board of Directors of Nova Scotia Pension Services Corporation by Motion on June 28, 2017.

Approved by the Board of Directors of Nova Scotia Pension Services Corporation by Motion on June 27, 2018.