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Superintendent of
Financial
Services



Surintendant des
services
financiers

IN THE MATTER OF the *Pension Benefits Act*, R.S.O. 1990, c. P.8, as amended (the "PBA");

AND IN THE MATTER OF a Notice of Intended Decision of the Superintendent of Financial Services to consent, under section 80.4 of the PBA, to the conversion and transfer of assets from The Toronto Civic Employees' Pension and Benefit Fund (the "Civic Plan"), Registration Number 0351593 (herein also referred to as the "SEPP"), to the OMERS Primary Pension Plan (the "OMERS Plan"), Registration Number 0345983 (herein also referred to as the "JSPP").

TO:

City of Toronto
Metro Hall, 14th Floor
55 John Street
Toronto ON M5V 3C6

Attention:

Mike St. Amant
Treasurer
The Toronto Civic Employees' Pension and Benefit Fund

Applicant and Employer

AND TO:

Audrey Mak
Vice President, OMERS

Plan Administrator

NOTICE OF INTENDED DECISION

I INTEND TO CONSENT, under section 80.4 of the PBA, to the conversion and transfer of assets from the Civic Plan to the OMERS Plan in accordance with the application of the City of Toronto (the "City") filed on November 13, 2018, with additional materials submitted on December 11, 2018, December 20, 2018, and March 29, 2019, provided that amendments to the Civic Plan and the OMERS Plan be first adopted by the sponsors of the SEPP and the JSPP and filed with the Superintendent of Financial Services (the "Superintendent") under section 12 of the PBA.

Si vous désirez recevoir cet avis en français, veuillez envoyer votre demande immédiatement à: Adjointe, audiences, Greffe, Commission des services financiers de l'Ontario, 5160 rue Yonge, boîte 85, Toronto ON M2N 6L9.

YOU ARE ENTITLED TO A HEARING by the Financial Services Tribunal (the “Tribunal”) pursuant to section 89(6) of the PBA. **A hearing before the Tribunal about this Notice of Intended Decision may be requested by completing the enclosed Request for Hearing (Form 1) and submitting it to the Tribunal within 30 days after this Notice of Intended Decision is served on you.**¹ Additional copies can be obtained by visiting the Tribunal’s website at www.fstontario.ca.

If a Request for Hearing (Form 1) is submitted to the Tribunal within 30 days after this Notice of Intended Decision is served on you, sections 89(8) and 89(9) of the PBA provide that the Tribunal shall appoint a time for and hold a hearing, and by order may direct the Superintendent to make or refrain from making the intended decision indicated in this notice and to take such action as the Tribunal considers the Superintendent ought to take in accordance with the PBA and the regulations, and for such purposes, the Tribunal may substitute its opinion for that of the Superintendent.

IF NO WRITTEN REQUEST FOR A HEARING IS MADE within 30 days after this Notice is served on you, TAKE NOTICE THAT, provided that the required Civic Plan and OMERS Plan amendments have been adopted and filed as set out herein, the Superintendent will make the intended decision pursuant to section 89(7) of the PBA.

A completed Request for Hearing form must be received by the Tribunal within 30 days after this Notice is served on you. They may be mailed, faxed, or delivered to:

Financial Services Tribunal
5160 Yonge Street
14th Floor
Toronto, Ontario
M2N 6L9

Attention: The Registrar
Fax: 416-226-7750

The hearing before the Tribunal will proceed in accordance with the Rules of Practice and Procedure for Proceedings before the Financial Services Tribunal made under the authority of the *Statutory Powers Procedure Act*, R.S.O. 1990, c. S.22. Those Rules are available at the website of the Tribunal: www.fstontario.ca. Alternatively, a copy can be obtained by telephoning the Registrar of the Tribunal at 416-590-7294, or toll free at 1-800-668-0128 ext. 7294.

REASONS FOR INTENDED DECISION:

1. The City sponsors and administers the Civic Plan, which is a public sector single employer pension plan and therefore qualifies to apply for a conversion and transfer of assets under section 80.4 of the PBA. The OMERS Plan is a jointly sponsored pension plan that is sponsored by the OMERS Sponsors Corporation, and administered by the OMERS Administration Corporation (the “OMERS Administration”).
2. On November 13, 2018, the City filed an application under section 80.4 of the PBA for the Superintendent’s approval of a proposed conversion and transfer of assets from the SEPP to the JSPP. A certified copy of the Notice of Application for the Superintendent’s Consent sent to retired members and other persons entitled to benefits under the Civic Plan was filed with the Superintendent on December 11, 2018, by the City to complete its application (collectively the “Application”).

3. The effective date of the proposed conversion and transfer of assets is July 31, 2019.
4. On December 20, 2018, and March 29, 2019, the City responded in writing to the Superintendent's request for additional information regarding the Application. These submissions include certified copies of the member notification packages without redaction of data, and an undertaking by the City and OMERS Administration, as required by section 7(1)(2)(ii) of Ontario Regulation 311/15 (O. Reg. 311/15).
5. In accordance with Schedule 10 of O. Reg. 311/15, proposed amendments to the Civic Plan and the OMERS Plan were filed as part of the Application.
6. Section 80.4(13) of the PBA provides that the Superintendent shall consent to the conversion and transfer of assets from a single employer pension plan to a jointly sponsored pension plan in accordance with the Application if all of the applicable listed criteria are satisfied. These criteria are set out in section 80.4(13) of the PBA, which states:

80.4 (13) The Superintendent shall consent to the transfer of assets in accordance with the application if all of the following criteria, and such other criteria as may be prescribed, are satisfied:

- 1. Notice of the application for the Superintendent's consent has been given in accordance with this section to the members, former members, retired members and other persons entitled to benefits under the single employer pension plan and to any trade union that represents members of the plan.*
- 2. The employer of the single employer pension plan and the sponsors of the jointly sponsored pension plan have entered into an agreement with respect to the proposed transfer of assets.*
- 3. Notice of the proposed conversion of the pension plan and transfer of assets has been given in accordance with this section to the members, former members, retired members and other persons entitled to benefits under the plan, to any trade union that represents members of the plan and to the Superintendent.*
- 4. Consent to the proposed conversion and transfer of assets has been given or is deemed to have been given, in accordance with this section, by the members, former members, retired members and other persons entitled to benefits under the plan.*
- 5. As of the effective date of the transfer, the employer is a participating employer under the jointly sponsored pension plan.*
- 6. As of the effective date of the transfer, the transferred members and other transferees cease to be entitled to benefits under the single employer pension plan and they are entitled to benefits under the jointly sponsored pension plan.*
- 7. As of the effective date of the transfer, the commuted value of the pension benefits provided under the jointly sponsored pension plan for the transferred members is not less than the commuted value of their pension benefits under the single employer pension plan, as adjusted for any payments made from the single employer pension plan to a prescribed retirement savings arrangement or made directly to the transferred members in connection with the transfer of assets.*

8. *As of the effective date of the transfer, the pension benefits provided under the jointly sponsored pension plan for the other transferees are, at a minimum, the same as the pension benefits provided for them under the single employer pension plan.*
 9. *As of the effective date of the transfer, every transferred member is entitled to credit in the jointly sponsored pension plan for the period of his or her membership in the single employer pension plan for the purpose of determining eligibility for membership in, or entitlement to benefits under, the jointly sponsored pension plan.*
7. The Superintendent is satisfied, as there are no active members of the Civic Plan, that the following statutory criteria have been met:
1. notice of the Application for the Superintendent's consent was provided in accordance with section 80.4(13)1;
 2. the City, the OMERS Sponsors Corporation and OMERS Administration entered into an agreement with respect to the proposed conversion and transfer of assets on December 21, 2017, thereby satisfying the criterion in section 80.4(13)2;
 3. notices providing information of the proposed conversion and transfer of assets have been given in accordance with section 80.4(13)3;
 4. consent to the proposed conversion and transfer of assets has been given in accordance with section 80.4(13)4; and
 5. as of the effective date of the conversion and transfer of assets, the City will be a participating employer in the JSPP in accordance with section 80.4(13)5.
8. In accordance with Schedule 10 of O. Reg. 311/15, a proposed amendment to the SEPP was filed as part of the Application. In order for the Superintendent to be satisfied that the criteria under paragraphs 6 and 8 of section 80.4(13) have been met, the following must be satisfied:
1. the proposed amendment to the OMERS Plan filed on November 13, 2018, must be updated to reflect the obligation assumed by the OMERS Plan for each transferee as of the effective date of the transfer;
 2. the administrator of the OMERS Plan must file with the Superintendent the text of the Civic Plan as a document that creates and supports the OMERS Plan; and
 3. both the proposed amendments to the Civic Plan and the OMERS Plan must be adopted by each of the City of Toronto and the OMERS Sponsors Corporation respectively, and filed with the Superintendent under section 12 of the PBA.
9. Once the amendments are adopted and filed as set out in paragraph 8 above, the criteria for the Superintendent's Consent under paragraphs 6 and 8 of section 80.4(13) of the PBA will be met.
10. Such further and other reasons as may come to my attention.

DATED at Toronto, Ontario, this 4th day of June, 2019.

Original Signed By

Lester J. Wong
Deputy Superintendent, Pensions
By delegated authority from the
Superintendent of Financial Services

1 NOTE - Pursuant to section 112 of the PBA any Notice, Order or other document is sufficiently given, served or delivered if delivered personally or sent by regular mail and any document sent by regular mail shall be deemed to be given, served or delivered on the fifth day after the date of mailing.

COPY:

Graham Abell
Director, Actuarial Services
OMERS Administration Corporation
900-100 Adelaide Street West
Toronto ON M5H 0E2

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