

# Digital Modernization Oversight Committee

## Terms of Reference

### **1. Purpose**

- 1.1 The Digital Modernization Oversight Committee is appointed by the Board of Directors of the WCB to advise and assist it in fulfilling its responsibilities to oversee the multi-year Digital Modernization Program (DMP).
- 1.2 In carrying out its oversight role, the Board and the Committee recognize that the WCB Administration is responsible for the day-to-day management of the DMP. The Committee, in the discharge of its responsibilities, will receive reports and consider advice provided by senior management and other expert advisors.

### **2. Composition**

- 2.1 The Digital Modernization Oversight Committee is composed of the Chair of the Board of Directors, the Chief Executive Officer (non-voting) and equal number of members of the Board of Directors representative of workers, employers and the public interest as appointed by the Board.
- 2.2 Recognizing the value of Information Technology expertise to the Digital Transformation Modernization Committee, the Board of Directors, on the recommendation of each caucus, may also appoint up to three external members with expertise in digital modernization.
- 2.3 With the exception of the President & Chief Executive Officer, all members have voting privileges on the committee.

### **3. Chair Of The Digital Transformation Oversight Committee**

- 3.1 The Board of Directors appoints a Board member representative of workers, employers or the public interest as a Committee Chair (external members may not chair committees). The appointment of the Committee Chair will occur, with input from the Committee, after the Committee has been selected each year.
- 3.2 The appointment of the Chair will be reviewed annually.
- 3.3 In the absence of the Chair of the Committee, the members of the Committee will appoint an acting Chair.

#### **4. Responsibilities**

4.1 The Digital Modernization Oversight Committee will make recommendations to the Board for approval of:

- the budget envelope for each phase of the DMP;
- the risk framework for each phase of the DMP;
- the strategy for each phase of the DMP;
- the project scope for each phase of the DMP;
- proposed changes to the cost/reallocation of spending that exceeds the approved annual budget;
- proposed changes to the program schedule resulting in a delay of greater than six months;
- any decision with significant, material legislative or regulatory impacts;
- any significant or material change in strategy or direction.

4.2 The Digital Modernization Oversight Committee will be informed of the following:

- proposed changes to the cost/reallocation of spending that do not exceed the approved budget;
- decisions regarding the program schedule resulting in delays of less than six months;
- significant, material changes in the originally approved scope of work and its impact to the budget/schedule;
- risks rated high probability with high impacts based on the program risk framework and risk heat map;
- impacts that may cause material customizations process re-design that includes or requires a public-facing process change, which will be experienced by customers or external stakeholders;
- when resource needs cannot be accommodated by existing personnel, necessitating alternate or additional resourcing;
- significant deviations from architecture principles and/or solution architecture, tools, environments, plans or strategies;
- any addition or removal of a deliverable that increases budget, scope or schedule;
- moderate risk of political/media attention and high impact to changes in relationships or interactions with stakeholders;
- any internal and external policies requiring change or processes requiring re-design; and
- changes to the guiding principles of program governance.

4.3 Approve the release of the Request for Proposals in connection with the procurement of the Commercial off the Shelf solution.

4.4 Approve finalization of the contract for the procurement of the Commercial off the Shelf solution.

- 4.5 Approve the release of the Request for Proposals in connection with the procurement of the System Integrator service.
- 4.6 Approve finalization of the contract for the procurement of the System integratory service.
- 4.4 Oversee the Digital Transformation Project (DMP) and its financial performance;
- 4.5 Oversee risk and issues management within the purview of the Committee.
- 4.6 Perform any other activities consistent with these Terms of Reference, Board policies, other governing documents, the Act and applicable regulations, as the Board deems necessary or appropriate.
- 4.7 Provide advice, guidance, recommendations and direction to the Board of Directors in its oversight of the DMP.

**5. Frequency of Meetings**

The Committee will meet quarterly, and more frequently as circumstance dictate.

**6. Remuneration**

Members of the WCB Board of Directors will be compensated as established in their Order in Council. External committee members will be compensated at \$1,200 per meeting.

**7. Other**

The Digital Transformation Oversight Committee will:

- 7.1 Maintain minutes of meetings and periodically report to the Board (with recommendations if appropriate) on significant results of the foregoing activities.
- 7.2 Perform an annual self-assessment of Committee governance and recommend to the Board any required changes to the Committee Terms of Reference or practices.

**History:**

- 1. Digital Modernization Oversight Committee Terms of Reference were established by Board Order 23/23 on June 21, 2023 effective immediately
- 2. Terms of Reference amended on February 29, 2024 by Board Order No. 02/24, to reflect the work of the Committee.