

Present:

Michael Werier, Chairperson of the Board of Directors
Richard Deacon, President & CEO (ex officio)
Darren Oryniak, Acting President & CEO (ex officio)
Liz Roberts Glenn Hildebrand Peter Dyck (teleconference)
Jean-Guy Bourgeois Sylvia Farley Marc Lafond
Ron Koslowsky Michael Bereziak Yvette Milner

Being a quorum of the Board of Directors under *The Workers Compensation Act*.

Also Attending:

Cathy Skinner, General Counsel & Vice President, Compliance & Corporate Services
Heather Baete, Recording Secretary
Candace Crossland, Technical Support

In Attendance for Specific Items:

Brian Brown, Program Chair, Manitoba ICD
Doug Einarson, External Audit Committee Member
Scott Greenlay, External Audit Committee Member
Alice Cochingyan, Director, Internal Audit
Renzo Borgesa, VP, Assessments, Innovation and Technology (AIT)
Vince Brady, Chief Information Officer (CIO)
Shannon Earle, VP, Human Resources and Strategy

Call to Order

The meeting was called to order and the agenda confirmed at 12:02 p.m.

For Board members who had not previously met the new President & CEO, introductions took place.

The Board Chair reported that, to complete the orientation and facilitate the transfer of leadership, the Acting President & CEO will continue his role until the middle of March.

Conflict of Interest Declaration

There were no conflicts of interest declared, potential or perceived, with respect to the discussions anticipated at this Board meeting.

For Information

Presentation: Institute of Corporate Directors (ICD)

Brian Brown joined the meeting by video conference to provide Board members with an overview of the programs and resources available to them through the WCB's Board Membership in the ICD. Mr. Brown encouraged members to explore the short course offerings and the programming offered by the Manitoba ICD Chapter.

Mr. Brown left the meeting.

Program Presentation: Cyber Security

The following people joined the meeting for the presentation: the VP AIT, the CIO, the External Audit Committee Members and the Director of Internal Audit.

The VP, AIT provided introductory comments. The CIO introduced discussion by providing an overview of the current Information Technology Environment at the WCB including hardware, IT infrastructure - both core financial and human resources and line of business systems as well as the staffing of the IT area. He reported the core systems are well maintained and supported. The line of business systems are becoming aged with EMERGE being 20 years old and OPTIMAL being 10 years. He advised attracting and retaining talent is a significant challenge as the IT shop is small. Vendors and partners are used to close talent gaps.

The CIO reported the IT Security Strategy focuses on building a network of third party security partners to provide the expertise to maintain the security of the WCB's systems. In addition, he reported the WCB has cyber insurance protection through security partners that provide specialized services in the event of a security breach. Included with these services are fixing the problem, developing fixes to prevent the same thing happening again as well as help with communications strategy. The Board was interested in the details of the communication services included in the contract.

The CIO reviewed the IT Security Key Performance Indicators. The strategy includes awareness training to all staff on an ongoing basis, continually upgrading security infrastructure and scanning inbound traffic and validating the system by

conducting vulnerability assessments every year. The WCB's partner Bell, has monitoring devices on the WCB systems to detect threats. It was noted there has not been an increase in the level of threats during the pandemic.

The CIO reviewed the IT security plans which includes sourcing a new remote access system. The Board discussed the challenges of enhanced online customer service as well as the size of investment in IT relative to other WCBs. It was noted the major challenge in the coming years will be work around the EMERGE system.

The Chairperson thanked all the guests for attending.

The VP AIT, the CIO, the External Audit Committee Members and the Director of Internal Audit left the meeting.

Minutes of Previous Meeting

The Chairperson presented the minutes from the December 17, 2020 meeting of the Board of Directors.

On motion duly made and carried,

BE IT RESOLVED THAT the minutes of the December 17, 2020 Board of Directors meeting are confirmed as a reasonable record.

Business Arising

The Board of Directors received the information provided with the agenda.

For Decision

2020 Annual Report Narrative, including 2021-2025 Five Year Plan

(Board Order No. 01/21)

The Vice President, Human Resources & Strategy joined the meeting. The President & CEO provided introductory comments. The Vice President reviewed the report noting the focus of the report for 2020 is our people and technology and the use of them to continue to serve our customers.

The Board discussed the report and provided several suggestions with regard to the content and layout.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the narrative sections of the 2020 WCB Annual Report and 2021-2025 Five Year Plan and authorize the Chairperson or the President & CEO to approve any further necessary changes.

Application under Section 60.9 of the Act

The Board moved *in camera* for this item.

The Board moved out of *in camera*.

The Chairperson asked that further discussion of the matter be put over until the next Board meeting.

The Chairperson left the meeting at 1:30 p.m.

Liz Roberts assumed the Chair.

Costs of COVID-19 Claims

(Board Order No. 02/21)

The Acting President & CEO introduced discussion on the matter. He reported the rate setting cycle will begin shortly and the issue has been raised whether COVID claims costs will be included in individual Class E employers' experience. He advised the Board that although it has never been used, the WCB has authority under The Act to remove these costs from individual employers' accounts.

There was discussion regarding the sectors where a majority of the COVID claims costs have arisen. The two sectors with the most claims are self-insured employers so there would be no removal of claims costs from them. There was discussion about the adjudication of COVID claims. The Board was advised the COVID claims are subject to the same rigorous adjudication framework as other claims.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the removal of COVID-19 claims costs from all Class E employers' claims costs experience, relying on section 81(1)(b) of *The Workers Compensation Act* (the Act).

For Information

Annual Conflict of Interest Declarations

General Counsel introduced discussion noting Board member will have received their partially completed conflict of interest declarations. They are asked to completed and return.

The Board of Directors received the report for information.

Accessible Employment Standard Regulation

General Counsel advised the Board that beginning in May 2021, the WCB will have additional obligations under the Accessible Employment Standard Regulation. Board members were asked to contact her should they wish the WCB to assist in the development of an emergency evacuation plan.

The Board of Directors received the report for information.

Committee Reports

The Board of Directors received the following Committee reports as information:
Audit Committee Meeting - February 18, 2021

The Audit Committee Chair reported that the issue for the reporting of Self-Insured employers has been resolved to the satisfaction of the auditors.

Administration Reports

The President & CEO provided highlights of his report.

The Board of Directors received the information provided with the agenda.

Corporate Secretary Report - Q4 2020

The Board received for information the information provided with the agenda.

Board of Directors Work Plan

The Board of Directors received the information provided with the agenda.

In Camera Discussion

The Board of Directors adjourned to an *in camera* session.

Conclusion

As all matters coming before the Board had been dealt with, the meeting concluded at 2:09 p.m.



Chairperson



Corporate Secretary