

Present:

Michael Werier, Chairperson
Winston Maharaj, President and CEO (Non-voting)
Paul Challoner Jane MacKay
Rob Labossiere Ron Stecy Wendy Sol
Ken Sutherland Colleen Seymour Rob Plohman

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

Also Attending:

Lori Ferguson Sain, General Counsel & Vice President, Compliance & Corporate Services

In Attendance for Specific Items:

Thane MacKay, Morneau Shepell
Mark Simpson, Morneau Shepell
Alice Sayant, Vice President, Strategy & Assessment Services
Lorena Trann, Chief Financial Officer, Finance & Administrative Services (CFO)
Deana Martz, Fair Practices Advocate

Regrets:

Ron Hambley, Director

CALL TO ORDER

The Chairperson called the meeting to order and confirmed the agenda.

MINUTES OF PREVIOUS MEETING

The minutes of the December 18, 2014 meeting were confirmed as a reasonable record.

BUSINESS ARISING

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

FOR CONSIDERATION/DECISION

COMPREHENSIVE REVIEW OF THE RATE MODEL - DISCUSSION OF RATE MODEL OPTIONS

(Board Order No. 01/15)

Thane MacKay and Mark Simpson of Morneau Shepell, the Vice President, Strategy & Assessment Services and the CFO joined the meeting.

The Board of Directors moved *in camera* for this discussion.

Thane MacKay and Mark Simpson of Morneau Shepell, the Vice President, Strategy & Assessment Services and the CFO left the meeting.

2014 ANNUAL REPORT (NARRATIVE)

(Board Order No. 02/15)

Ken Sutherland introduced this item on behalf of the Audit Committee.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the text portion of the 2014 Annual Report and authorize the Chairperson or the President & CEO to approve any necessary further changes.

2015-2019 FIVE YEAR PLAN

(Board Order No. 03/15)

Colleen Seymour introduced this item on behalf of the Policy, Planning, Governance and Service Committee.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the draft narrative section of the 2015-2019 Five Year Plan and authorize the Chairperson or the President & CEO to approve any necessary further changes.

POLICY CLARIFICATION TO POLICY 44.120.30 SUPPORT FOR DAILY LIVING

(Board Order No. 04/15)

Ron Stecy introduced this item on behalf of the Policy, Planning, Governance and Service Committee. The policy has been revised to clarify the effective date.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the replacement of the existing wording of the effective date of Policy 44.120.30 *Support for Daily Living* with the following: "This Policy applies to all decisions made on or after March 1, 2014, with respect to entitlement on or after March 1, 2014. Where a decision on entitlement that was made prior to March 1, 2014, is reconsidered on or after that date, entitlement is based on the policy in effect at the time of the initial decision prior to March 1, 2014."

**REVISIONS TO THE WORKERS COMPENSATION BOARD OF MANITOBA
RETIREMENT PLAN TEXT**

(Board Order No. 05/15)

Ron Stecy introduced this item on behalf of the Policy, Planning, Governance and Service Committee. Revisions to the Retirement Plan Text were required arising out of the recent Collective Bargaining agreement.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve Resolution No. 2015-1 and the revised WCB Retirement Plan Text with an effective date of March 1, 2014.

**RETIREMENT PLAN GOVERNANCE: PLAN MEMBER COMMUNICATION
POLICY**

(Board Order No. 06/15)

Ron Stecy introduced this item on behalf of the Policy, Planning, Governance and Service Committee. Good governance practice provides for a communication policy to outline responsibilities related to informing members of their benefits.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the Plan Member Communication Policy.

TERMS OF REFERENCE

(Board Order No. 07/15)

Jane MacKay introduced this item on behalf of the Policy, Planning, Governance and Service Committee. Annually, the Board and its Committees review their Terms of Reference to ensure they reflect their responsibilities.

BE IT RESOLVED THAT the Board of Directors:

1. Approve the revised Terms of Reference for the Board of Directors;
2. Confirm the Terms of Reference for the Investment Committee;
3. Approve the revisions to the Terms of Reference for the:
 - Audit Committee;
 - Finance Committee; and
 - Policy, Planning, Governance and Service Committee.

AWCBC 2015 GOVERNANCE SUMMIT DELEGATES

(Board Order No. 08/15)

The Chairperson introduced discussion on this item.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors appoint the following delegates to the AWCBC 2015 Governance Summit:

Employer Representatives: Jane MacKay, Paul Challoner

Labour Representatives: Rob Labossiere, Ron Stecy

Public Interest Representatives: Colleen Seymour, Ken Sutherland.

OTHER BUSINESS

CONFLICT OF INTEREST DECLARATIONS

General Counsel, Vice President, Compliance & Corporate Services reviewed members' duties relating to confidentiality and conflict of interest. Members were asked to complete their declarations for 2015.

REPORTS

COMMITTEE REPORTS

The Board of Directors received the following Committee report as information:

Policy, Planning, Governance and Service Committee Meeting - January 13, 2015

ADMINISTRATION REPORTS

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

MEETING WITH THE FAIR PRACTICES ADVOCATE

The Fair Practices Advocate joined the meeting. She provided highlights of her report.

The Board of Directors received the report for information.

The Fair Practices Advocate left the meeting.

MANAGEMENT RESPONSE TO THE FAIR PRACTICES ADVOCATE REPORT

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

CORPORATE SECRETARY REPORT

The Board of Directors received 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 Chairperson declared the meeting to be concluded at 3:37 p.m.



Chairperson



Corporate Secretary