

The Workers Compensation Board of Manitoba

Board of Directors Matrix of Competencies

Introduction

The Board of Directors of WCB Manitoba should be composed of individuals who are leaders in the Manitoba community and who bring knowledge and experiences to support the Board's work. Together, Directors should have the skills, experiences, diversity, and personal attributes needed to successfully conduct their responsibilities. These needs are articulated in this Matrix of Competencies which is regularly reviewed and refreshed by the Board.

Skills and Experiences

Excellent corporate governance depends on having a Board with the appropriate mix of competencies that will support and advance the organization's mission. This list of competencies may change over time as the organization's strategy and needs change. It is not necessary for all Directors to possess each one of the desired competencies, though a degree of proficiency in certain areas should exist on the Board with all Directors having some level of competence. Where there are gaps in proficiency, the Board will ensure ongoing training is in place to develop the skills necessary and/or seek external advisors to provide the Board with insights in those areas as required.

Diversity

Directors will bring a diversity of skills, experience and backgrounds to the table and will possess variety in the depth of these areas. It is recognized that Directors will have varied experiences and backgrounds. **This diversity is both expected and valued.** In addition to this, Board should reflect the diversity of Manitoba and the stakeholders of the WCB.

Personal Attributes

Directors are expected to exhibit exceptional ethical integrity and to act with a high degree of commitment to and in the best interests of WCB. This commitment will be evidenced by the priority they place on preparation for and attendance at Board, Committee, training and other scheduled meetings. They will have the support of their employers to ensure the time required to be an effective and contributing Director to WCB is available to them. Directors nominated as a result of their representational affiliation understand that their role is not to be an advocate from a caucus, and that they serve in the best interests of WCB.

Directors strive to be collaborative, sound in judgment, constructive in tone and respectful to each other, the management team, employees and other WCB stakeholders. They will speak with one voice once a decision has been made and will build an inclusive culture that encourages, supports, and respects WCB's diverse stakeholder voices.

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Committee Leadership

In addition to the areas above, the Board should include individuals who are able and willing to chair Committees. This leadership function can be developed through experience with the Board and should be considered when reviewing the Matrix and the current complement of skills and experiences exhibited by Directors.

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Skills and Experiences: Collectively, the Board should possess the following skills and experiences, ideally gained through education and/or experience with an organization of at least similar size and complexity to WCB Manitoba

| Skills and Experience | Definition |
|------------------------------|---|
| Finance | Experience managing financial activities of a public, private, or non-profit organization, including financial reporting, financial risk management and internal controls, and familiarity with actuarially determined liabilities. Demonstrated understanding of financial reporting and regulatory requirements regarding financial performance and disclosure, including IFRS. At least one member of the Board must have a financial designation. |
| Governance | An awareness of current governance issues and trends, an understanding of a board's duties and responsibilities, and direct prior board experience, ideally in a regulatory environment. |
| Human Resources | Experience overseeing human resource functions, CEO performance management and other areas of talent management. |
| Information Technology | Experience, knowledge, and strong understanding of IT including IT security and the oversight of large IT projects. |
| Investment Management | Experience with institutional investments, investment strategy and risk management, and asset classes. |
| Labour Relations | Experience with labour relations, organized labour movements and/or collective bargaining. |
| Leadership | Significant experience leading others in organization similar in size to WCB. |
| Risk Management | Experience identifying, evaluating, planning for, and implementing risk management strategies. |

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| Skills and Experience | Definition |
|---------------------------------------|---|
| Stakeholder Relations/ Communications | Experience in stakeholder relations and strategic communications (especially for regulated public sector industries) to support oversight of stakeholder strategies between the WCB, workers, employers, the healthcare sector, and government. |
| Strategic Planning | Experience participating in, developing, or leading strategic planning and overseeing its implementation. |
| Public Insurance | An awareness of the role of public insurance including workers compensation systems, healthcare, claims management, assessments, and prevention. |

Diversity: The Board should be composed of a mix of Directors from diverse backgrounds that contribute a broad range of perspectives and experiences to WCB discussions and decisions. The WCB is also committed to providing a fully accessible workplace and experience for the Board.

Personal Attributes: All Directors should exhibit the following personal attributes

| Attributes |
|---|
| Ability and willingness to ask probing and relevant questions |
| Financial literacy (can read and understand financial statements of similar complexity to WCB) |
| Maintains a strategic perspective that is conscious of the big picture and future risk and reward |
| Sound judgment and ability to formulate own views |
| Capable of a wide, balanced perspective |
| High degree of commitment to Workers Compensation and engagement with the Director role |
| Integrity and high ethical standards |
| Strong teamwork and interpersonal skills |
| Ability to communicate clearly and respectfully |
| Awareness of diversity and inclusivity principles |

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Committee Leadership: Committee leadership qualities include:

- Time and energy to undertake the leadership role
- Understanding of contemporary governance standards and expectations
- Skilled consensus builder and leader of people, with experience motivating and encouraging high performance
- Highly effective communicator
- Ability to build trusted and constructive relationships with Management who support the Board
- Deep knowledge related to the position (e.g., knowledge of the business, knowledge of Committee responsibilities and leading practices)