

Human Resources and Compensation Committee

1. Purpose

The Human Resources and Compensation Committee (HRCC) provides advice and recommendations to the Board of Directors (BOD) in carrying out its responsibilities related to the Workplace Safety and Insurance Board (WSIB) human resources (HR) function. HRCC oversees the areas of HR strategy and function, including significant issues related to Labour Relations and employee compensation. It supports the BOD in its role as a Plan Sponsor and Administrator of the WSIB Employees' Pension Plan and the Supplementary Pension Plan.

2. Scope

This mandate describes the core function of the HRCC.

3. Composition, skills and competencies

- 3.1. The HRCC consists of a minimum of three members of the BOD. The Chair of the BOD is an ex officio member of the HRCC.
- 3.2. Experience with human resources is desirable.
- 3.3. Experience with oversight of pension plan administration is desirable.

4. Frequency of meetings

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

5. Quorum

The majority of members of the HRCC shall constitute quorum for the transaction of business at a meeting, and a decision of the majority is the decision of the HRCC.

6. Role of HRCC chair

The HRCC Chair provides leadership and direction in carrying out the Committee's responsibilities and duties. The HRCC Chair also fosters relationships among the Committee members and ensures that the HRCC operates as a cohesive unit. The Committee Chair encourages full participation, facilitates consensus, and ensures clarity. In addition, the HRCC Chair shall:

- 6.1. Lead and manage the Committee to ensure its effectiveness.
- 6.2. Ensure that members of the HRCC are acquainted with general HR matters, and their knowledge of the WSIB is sufficient, to the extent needed and expected for them to perform their duties.

- 6.3. Create the best possible working conditions for members of the Committee, individually and collectively.
- 6.4. Ensure that the expertise and skill of each member of the Committee are used in the best possible manner to benefit the WSIB.
- 6.5. Maintain communications with the Chair of the BOD, ensuring the Chair is kept apprised of issues and concerns of the Committee.
- 6.6. Provide regular reports to the BOD on matters discussed at the committee meetings.

7. HRCC responsibilities

The specific functions of the Committee are:

- 7.1. Oversight of Enterprise People Plan and Resource Plan
 - 7.1.1. Recommend to the BOD an enterprise People Plan and Enterprise Resource Plan that aligns and supports the business outcomes of the WSIB Strategic Plan.
 - 7.1.2. Monitor management's progress on the execution of the People Plan in accordance with the Enterprise Resource Plan.
- 7.2. Oversight of human resources function
 - 7.2.1. Recommend to the BOD:
 - 7.2.1.1. Changes to the structure of the WSIB that impact the composition of the Executive Committee
 - 7.2.1.2. Any material changes to the total rewards program, including non-bargaining unit compensation, and Benefits
 - 7.2.1.3. The collective bargaining mandate(s)
 - 7.2.1.4. Ratification of Collective Agreements
 - 7.2.1.5. Payment of STI awards, to eligible employees and the total maximum pay envelope in compliance with government directives, based on the GC's assessment of the performance against Executive Scorecard
 - 7.2.1.6. Annual NBU Compensation Salary Grade Structure
 - 7.2.2. Oversight of HR Performance:
 - 7.2.2.1. Review and monitor metrics that demonstrate HR performance against targets
 - 7.2.2.2. Review and monitor management strategies to mitigate workforce risks and ensure any significant risks are reported to the Governance Committee through the quarterly Risk Reports

7.2.2.3. Review succession management plans and development programs, as required, for Executive Committee members and specific roles reporting to the BOD (Chief Risk Officer, VP Internal Audit, VP and Chief Actuary, General Counsel, and Corporate Secretary).

7.3. Pension Plan administration

7.3.1. Recommend to the BOD with respect to the WSIB Employees' Pension Plan (EPP) and Employees' Supplementary Pension Plan (ESPP):

7.3.1.1. Plan design and amendments

7.3.1.2. Governance structure of the EPP and the ESPP, including the mandates of those to whom the BOD has delegated aspects of the administration of the pension plans

7.3.1.3. Reciprocal agreements for the transfer of contribution and credits between pension plans

7.3.1.4. Appointment, and if necessary, the termination of the third-party pension benefit administrator

7.3.1.5. Annual Pension Report for the EPP and ESPP

7.3.2. The HRCC will:

7.3.2.1. Meet with Member Advisory Committee and Ontario Compensation Employees Union (OCEU) representatives of the EPP as required

7.3.2.2. Provide input to the AFC on:

- Audited financial statements for the EPP and the ESPP
- Actuarial valuation reports on the funded status of the EPP
- Required pension contributions for the EPP and the ESPP
- The relationship with WSIB's pension plans actuarial consultant(s), including the appointment and termination of the external actuary, in consultation with the Audit and Finance Committee

7.3.2.3. Oversee Pension Plan risks (shared with Audit and Finance Committee)

7.4. Health and Safety

7.4.1. Review WSIB's health, safety and wellness performance as an employer.

7.4.2. Provide advice to management as required

7.5. Organizational Culture

7.5.1. Review of staff engagement survey results for the purpose of providing advice to management on fostering a corporate culture of respect and civility.