NO COST CHANGE ORDER No. 1

This No Cost Change Order is made effective as of July 19, 2023 (the "Effective Date").

Between the **Manitoba Public Insurance Corporation ("MPI")** and **McKinsey & Company Canada ("McKinsey")**

Collectively known as the "Parties".

1. Background

1.1 MPI and McKinsey entered into a Consulting Agreement dated March 7, 2022; modified by Amendment dated August 10, 2022; and reinstated and amended by Reinstating and Amending Agreement dated December 14, 2022 (together, the "Agreement"), by virtue of which MPI engaged McKinsey to identify program and enterprise level requirements to implement MPI's Project Nova and to conduct a MPI 2.0 assessment.

1.2 The above listed Agreement has expired, and this No Cost Change Order is to retroactively amend the Deliverables in the expired Agreement to document changes required to address invoicing issues.

1.3 MPI requested McKinsey to revise the Deliverables and Deliverable Requirements in the Scope of Work for the Initial Term (Phase 1), at no additional cost to MPI, as set forth in this No Cost Change Order; and

1.4 This document is No Cost Change Order No. 1 in respect to the Agreement.

IN CONSIDERATION OF the Parties agreeing to amend their obligations in the existing Agreement, and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree to keep, perform, and fulfill the promises, conditions, and agreements below:

2. Change Description

2.1 MPI requested McKinsey to remove the entirety of the following Deliverables and its corresponding Deliverable Requirements from the Scope of Work:
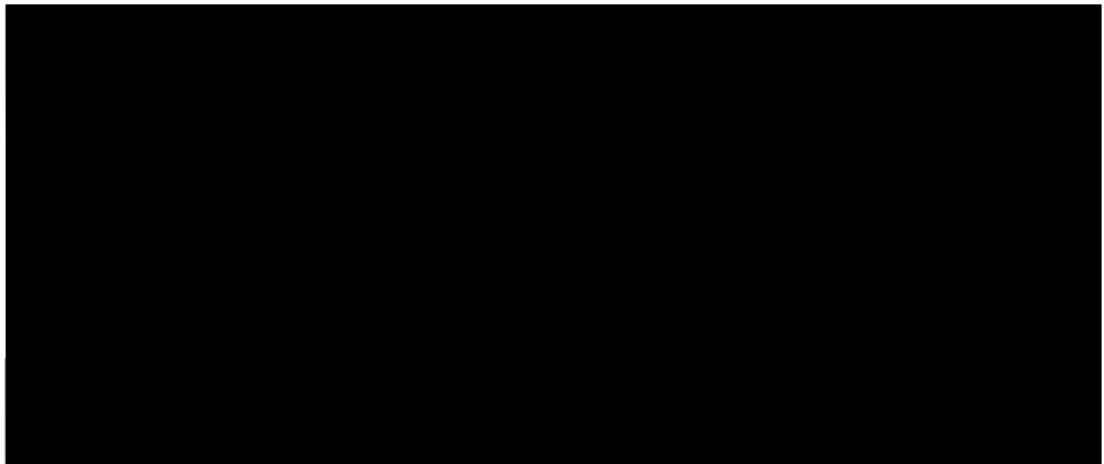
2.2 MPI requested McKinsey to include the following additional Deliverables and its corresponding Deliverable Requirements in the Scope of Work:

- B9. Identifying and solutioning R1 risks/impediments
- B10. Continuous identification and focus on blockers to R1
- B11. Extending Value Assurance (delivery) dashboards to R2

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- B12. Continuous identification and focus on blockers to R1
- B13. Extending Value Assurance (delivery) dashboards to R2
- B14. Continuous identification and focus on blockers to R1
- B15. Extending Value Assurance (delivery) dashboards to R2
- E1. Definition of the R3 discovery approach and workplan
- E2. Support planning for R3 pre-discovery workplan and discovery
- E3. Support planning of R3 pre-discovery, and ongoing setup for discovery

2.3 In view of the changes requested by MPI, the table set out under Section 12 (Payment) for the Initial Term (Phase 1) of the Agreement is replaced in its entirety with the following:

Month	Milestone Target Date	Milestones and Deliverables by Workstream				Fees as Risk	Price
1	March 31, 2022	Workplan & A1	B9	C1		25%	$830,375.00
2	April 30, 2022	A2 & A3	B1, B2, B10 & B11		E1	25%	$830,375.00
3	May 31, 2022	A4 & A5	B3, B12 & B13		E2	25%	$830,375.00
4	June 30, 2022		B4, B14 & B15		E3	25%	$830,375.00
5	July 31, 2022	A6	B6			25%	$830,375.00
6	August 31, 2022	A7	B7 & B8			25%	$830,375.00
						Sub Total	$4,982,250.00
						Total	$4,982,250.00

2.4 "Schedule B – Scope of Worktable 1: Deliverables and Deliverable Requirements" for the Initial Term (Phase 1) of the Agreement is replaced in its entirety with the table included in this No Cost Change Order No. 1 as Appendix A.

This No Cost Change Order forms an integral part of the Agreement. All other terms and conditions of the Agreement remain unchanged and in full force and effect.

IN WITNESS WHEREOF, duly authorized representatives of the Parties have signed this document on the dates noted below.

The Manitoba Public Insurance Corporation

E-SIGNED by Marnie Kacher
on 2023-08-08 21:13 GMT

Name: Marnie Kacher
Title: President and CEO
Date: 2023-08-08

E-SIGNED by Shawn Campbell
on 2023-08-08 20:59 GMT

Name: Shawn Campbell
Title: Vice-President and CITO
Date: 2023-08-08

McKinsey & Company Canada

E-SIGNED by Erez Eizenman
on 2023-08-08 21:14 GMT

Name: Erez Eizenman
Title: Senior Partner
Date: 2023-08-08

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No Cost Change Order No. 1 - Appendix A

Schedule B – Scope of Worktable 1: Deliverables and Deliverable Requirements

MONTH (*) MPI MILESTONE	DELIVERABLES	DELIVERABLE REQUIREMENTS
MONTH 1	Workplan	• Define and prepare the deliverable schedule and mechanism to track progress, to be approved by MPI • Approach to working together agreed to be approved by MPI.
	A1. Approval of an Enterprise Execution Plan (the "Plan")	Deliverable Requirements for Approval of A1: • Create an inventory of various Nova and non-Nova initiatives in-flight across MPI, by leverage existing work. • The Plan must include a summary of all NOVA and non-NOVA initiatives inventoried and prioritized by tier to minimize non-critical work. • Conduct sessions with initiative owners to pressure test relevancy of scope/timing of work and connected dependencies. • Identify potential to optimize any effort non-critical to Nova/MPI for the time being • Stress-test the linkages with relevant initiative owners and consumers to ensure the dependencies are understood at a high level, and initiate clarification of understanding by corporate stakeholders. • Define a relational view of all initiatives prioritized – showing upstream and downstream linkages • The plan should include guidance on the necessary adjustments to MPI's current plan to ensure Project NOVA success • Integrated execution plan refined with feedback from individual owners/stakeholders • Areas of uncertainty understood, and execution plan adjusted with necessary buffers • Finalize an integrated organization execution plan, for approval by MPI senior leadership.

	B9. Identifying and solutioning R1 risks/impediments	Deliverable Requirements for Approval for B9: • Assess state of testing and interventions needed • Get embedded in the ongoing PI and Go to Green planning, to identify interventions needed for other blocked areas like Digital, Integrations and Data
	C1. Document common role taxonomy created (especially for PM, PO, and other new Business/CX roles)	Deliverable Requirements for Approval of C1: • Prepare draft of common role taxonomy document, for feedback and by MPI which includes the following • Define baseline for Business & CX roles (what roles exist, the nomenclature and accountabilities) • Refine the target state role taxonomy for Business/CX
MONTH 2 * BOARD MEETING TO SHARE THE INTEGRATED EXECUTION PLAN	A2: Integrated execution plan shared with the board; refinements incorporated based on feedback	Deliverable Requirements for Approval of A2: • Plan shared with the board and feedback collected • Plan refined based on input from board, for board approval
	A3. Stakeholder Alignment Plan	Deliverable Requirements for Approval of A3: • Develop strategies to engage stakeholders and help align each MPI Division. • The draft strategies and plans should be based on interviews with NOVA stakeholders and stakeholders from each Division and common understanding. • Document stakeholder alignment achieved with each group of stakeholders.
	B1. PMO bodies across MPI baselined (incl. existing roles, cadences, scope of control)	Deliverable Requirements for Approval of B1: • Document baseline Nova PMO functions (incl. roles, cadences, control points) • Draft baseline A-PMO functions (incl. roles, cadences, control points) • Document baseline IT strategy related PMO and governance functions (incl. roles, cadences, control points) • Synthesize and document key requirements across all that the governance blueprint needs to solve for

	B2. Enhanced governance blueprint drafted, with role of Value Assurance Control Tower and other PMO bodies clarified	Deliverable Requirements for Approval of B2: • The following should be included and documented in the enhanced governance blueprint. • Define the ideal state "common" governance blueprint based on best-in-class practices • Define mandate/structure for the VA Control Tower & other PMO bodies, based on the new blueprint • Clarify, and define PMO roles & accountabilities across MPI, and how they will interact with each other
	B10. Continuous identification and focus on blockers to R1	Deliverable Requirements for Approval of B10: • Focus on Digital and Testing, Integrations, Data and Operational readiness workstreams to minimize downstream impacts of R1 code completion and testing delays. Includes bringing the CoEs and Nova teams together to solve the current issues, and potential risks/pitfalls to pre-emptively address. • Re-orient and extend Go to Green + EC discussions to have a more fact-based view on progress of code completion (RO by RO view) and forecast completion dates. *Support cleanup in ADO (e.g., ensuring all features are tagged to an RO) and improvement in Agile practices (e.g., ensure all features have clear, consistent user acceptance criteria).*
	B11. Extending Value Assurance (delivery) dashboards to R2	Deliverable Requirements for Approval of B11: • ADO data mapping and clean-up • Onboarding of ADO specialist (to ensure MPI can automate and take over dashboard maintenance). •
	E1. Definition of the R3 discovery approach and workplan	Deliverable Requirements for Approval of E1: • Define the ideal state approach and workplan for conducting discovery for R3, and (along with MPI) engage both MPI R3 participants (PM, Architects, CX, BPA) and vendor partners to refine the plan and start preparing for the pre-work.

MONTH 3 ' MVP FOR RELEASE 1 READY (BUT NOT IN PRODUCTION)	A4. Risks to Nova roadmap identified (especially for Release 1) & mitigation options outlined	Deliverable Requirements for Approval of A4 • Assess sensitivity of how various enablers may impact Nova's timeline/scope – especially for Release 1 (based on MVP progress and readiness of key enablers) • Create options for how to mitigate impact, where required • Meet with steering committee to provide risk advice and guidance to mitigate • Align with steering committee on implications
	A5. Identify gaps in corporate roadmap to align with Nova's roadmap including risk identified from A4	Deliverable Requirements for Approval of A5 • Revise Enterprise Execution Plan based on identified shifts needed in other MPI priorities needed to support Nova's timeline, based on timing of and level of confidence in the enablers • Align on the revised requirements with each dependent group (in joint working sessions, to ensure full transparency and coordination) • Create and document a watch-list of milestones, along with decisions needed at these points (if any)
	B3. Plan an approach to align MPI's multiple PMOs and piloting the new governance model blueprint to test and refine	Deliverable Requirements for Approval of B3 • Initiate lean portfolio management project to assist non-NOVA PMOs to support NOVA PMO • Define the tools, processes and control points required to operationalize the pilot • Outline the plan for mobilizing the new model • Syndicate the plan for pilot with the key stakeholders/participants
	B12. Continuous identification and focus on blockers to R1	Deliverable Requirements for Approval of B12: • Focus on Testing, Integrations and Data workstreams to help Nova/CoE leaders problem solve blockers/late features • Start investigation on the quality of business and people readiness deliverables (including plan for pre and post release communication)
	B13. Extending Value Assurance (delivery) dashboards to R2	Deliverable Requirements for Approval of B13 • Support nPMO team in extending the dashboards/related RO-level visibility to ongoing R2 backlog • Provide coaching on ADO clean-up (e.g., ensuring all features are tagged to an RO, comprehensive sizing of features, etc.)

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	E2. Support planning for R3 pre-discovery workplan and discovery	**Deliverable Requirements for Approval of E2** • Detail the approach and workplan, including activities and high-level timeline for each activity in Pre-Discovery and Discovery for R3, and syndicated this plan with stakeholders across MPI – CX, Architecture, BPA, nPMO, Strategy, PMs, etc. • Finalize and review with EC members on July 5

MONTH 4	B4. Pilot minimum viable product (MVP) version of integrated governance, Value Assurance Control Tower for Nova launched & changes in other PMO bodies rolled out for testing	Deliverable Requirements for Approval of B4 • Launch the Value Assurance Control Tower for Nova, with leadership level cadences piloted • Implement the changes in other PMO functions • Gather initial feedback and gaps from stakeholders/participants • Refine the blueprint based on inputs • Implement (or prepare to implement) the changes in the next iteration of cadences
	B14. Continuous identification and focus on blockers to R1	Deliverable Requirements for Approval of B14: • Support de-risking testing and data (esp reporting) milestones, ensuring these are back on track or work-arounds are aligned on • Pressure-test the business and people readiness plan (especially the proposal for post release operating model and transition plan, and the pre+post release communication and expectation management strategy)
	B15. Extending Value Assurance (delivery) dashboards to R2	Deliverable Requirements for Approval of B15: • Forecast the release timing (post ADO data clean-up) • Align on possible mitigations with the R2 PMs and Solution/System architects.
	E3. Support planning of R3 pre-discovery, and ongoing setup for discovery	Deliverable Requirements for Approval of E3 • Support MPI team in drafting the pre-discovery workplan, building a journey-by-journey view of how pre-discovery will be conducted • Map journeys to value streams to current Nova divisional roadmaps to inform sequencing and resourcing requirements for pre-discovery • Outlined the deep-dive sequence of journeys/value streams and view of pre-discovery cadence, including the deliverables required at each stage of a journey deep dive, cadence of meetings/review points, and resources required to start pre-discovery (by journey, team, and timeline) • Draft examples based on best practices of 'service blueprints', approach on how to bring together journey, value stream and system interaction maps to drive future state disposition decisions

MONTH 5	A6. Assess and document MPI's performance on the integrated execution plan created based on cadence initiated, and develop tracking and measurement templates B6. Risk mitigation process initialized via Value Assurance Control Tower, to address and prioritize top 4-5 program risks already identified.	Deliverable Requirements for Approval of A6 • Document and report how Nova and related enablers are performing vs. the integrated execution plan • Draft subsequent decisions/mitigations needed, and clarify (incl. who should own what part of these decisions) Deliverable Requirements for Approval of B6 • Run quick diagnostic and fact collection to identify open impediments and program risks • Prioritize and address top 4-5 program risks already identified that need enterprise level intervention and start drafting the solution on these • Identify and report any improvements needed in the path for identifying and escalating such risks, • Provide guidance and recommendations, and document the changes needed in accountabilities/processes to drive more proactive risk identification and resolution

MONTH 6	A7. Quarterly tracking of the roadmap mobilized through the VA Control Tower (including identifying risks and options for roadmap adjustment) B7. Value Assurance Control Tower Outcome tracking B8. Continuous risk mitigation process mobilized via Value Assurance Control Tower – top 4-5 program risks acted on	Deliverable Requirements for Approval of A7, B7, B8: • Create, implement and document the integrated "monthly" vs. "quarterly" review cadence for the Value Assurance Control tower (incl. agenda, artefacts for these control points) – covering roadmap, outcome and risk tracking and decision making • Ensure all key roles and accountabilities are fully understood between the various governance/execution roles, to feed the new Agile cadence • Stress-test the amount of prep/overhead required to execute on the Agile cadence and provide guidance on design to automate/optimize any inefficiencies, for MPI approval • Create outcome tracking for Value Assurance Control Tower