

## Minutes for Board of Directors Meeting

02/06/2020 | 08:30 AM - 04:30 PM - Atlantic Standard Time (US and Canada)

**Attendees:** Douglas Jones; Haley Flaro; Lucien Sonier; Julie Marr; Tina Soucy; Hector Losier; James Stanley; Donna McNeill; Mike MacMullin; Mel Norton, Gaetan Guerette

**Staff present:** Susan Layton

**Staff present**

**for a portion of meeting:** Perry Cheeks, Crispina Caballero

### 1. Adoption of Agenda

**On motion duly made, seconded and carried it was unanimously resolved that:**

*The agenda of the Board of Directors meeting for February 6, 2020 is adopted, as presented.*

### 2. Safety Moment

A Board member discussed the importance of ensuring the appropriate licensed professional is hired to address to maintenance issues ( i.e. electrical issues).

### 3. Declaration of Conflicts of Interest

The Chairperson asked Board members if they have any conflicts of interest arising from the meeting agenda and, if so, to declare that conflict. No conflicts of interest were declared.

### 4. Approval of Minutes

- a. Minutes dated October 23, 2019

**On motion duly made, seconded and carried it was unanimously resolved that:**

*The minutes of the Board of Directors' meeting held on October 23, 2019 are approved, as amended.*

- b. Minutes, dated December 10, 2019

**On motion duly made, seconded and carried it was unanimously resolved that:**

*The minutes of the Board of Directors' meeting held, on December 10, 2019 are approved, as written.*

- c. Minutes, dated January 24, 2020

**On motion duly made, seconded and carried it was unanimously resolved that:**

*The minutes of the Board of Directors' meeting held, on January 24, 2020 are approved, as written.*

### 5. In-Camera Session

The Board of Directors held an in-camera session.

## **Break**

### **6. Status of Actions Arising from Previous Board Meetings**

The President & CEO reviewed the status of actions arising from prior Board meetings. It was noted that an invitation for a meeting with the Minister will be extended once an agenda is prepared and agreed upon.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The Status of Actions Arising be received and filed.*

### **7. Consent Agenda**

With respect to item 7(a)(ii), a change was made to remove the reference to the “Vice-Chairperson only voting in the event of a tie.”

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That items 7(a)(i) to 7(a)(iv) of the Consent Agenda be received and filed, as amended.*

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That items 7(b), Policy 21-106, of the Consent Agenda be approved, effective February 6, 2020.*

### **8. Chairperson's Report**

The Chair reviewed the 2019 Board work plan and the draft 2020 work plan.

The Chair also provided an update on a recent meeting with the leader of the Liberal party, Kevin Vickers.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The Chairperson's report be received and filed.*

### **9. Q4 Financial Update**

The Chief Financial Officer presented a financial update on the preliminary year-end results for 2019, which showed the funding level at 103%.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The Chief Financial Officer's financial update be received and filed.*

### **10. Policies**

a. Policy 34-205 – Statement of Investment Philosophy and Beliefs.

It was noted that minor changes were made to update the organizational structure.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That Policy 34-205, “Statement of Investment Philosophy and Beliefs”, release 2, be rescinded, and release 3 be approved, effective February 6, 2020.*

b. Policy 21-414, “Return to Work – Third Party Mediation”

With the amendment to the *Workers’ Compensation Act*, adding section 42.6, effective as of January 1, 2020, requiring workers’ and employers’ to communicate and collaborate to achieve early and safe return to work, this policy is no longer required.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That Policy 34-205, “Return to Work – Third Party Mediation”, release 2, be rescinded effective January 1, 2020.*

c. Policy 23-715 Employer Legislative Requirements and Services

The nature of this policy is at odds with the new policy format in that the purpose of the policy is not to repeat legislation, but to interpret.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That Policy 23-715, “Employer Legislative Requirements and Services”, release 2, be rescinded, effective February 6, 2020.*

## 11. Governance Committee Update

a. Committee Chairperson’s Report

The Chair of the Governance Committee reviewed the agenda items discussed at the Governance Committee meeting.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That the Chair of the Governance Committee’s report be received and filed.*

b. Policy 41-002 Governance Statement

The Chair of the Governance Committee reviewed the updates made to the Governance Statement policy.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That Policy 41-002, “Governance Statement”, release 14, be rescinded, and release 15 be approved, effective February 6, 2020.*

c. Revisions to Board Orientation Guide

The Chair of the Governance Committee reviewed the updates to the Board Orientation Guide. It was noted that it should also include references to training on the investment policy and it should delineate the governing legislation of WorkSafeNB

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That the Board Orientation Guide, as amended, be approved.*

d. Structure of Committee Reports

The Chair of the Governance Committee also reviewed the new format and structure for Committee reporting, to be completed by all Chairs of Committees.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That the new structure for committee reports be approved, as presented.*

## 12. Finance Committee Update

The Chair of the Finance Committee gave an overview of her report, including a review of the agenda items that were discussed at the last Finance Committee meeting.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The Finance Committee update be received and filed.*

## 13. CEO Report

a. Update on Legislative Change

The President & CEO reviewed the proposed amendments under the ***Occupational Health and Safety*** (“OHS”) **Act**, which included adding administrative penalties and the inclusion of fishing vessels as a place of employment under the OHS Act.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The proposals for legislative amendments under the Occupational Health and Safety Act be approved, as presented.*

b. Update on Projects

The President & CEO gave a verbal update on the number of projects ongoing and their status. The Board asked for more detailed information on the projects that are underway.

The Board also reviewed the need for the development of a Transformation Committee and that it would be useful to meet with representatives from the Nova Scotia Board to learn from their experience with transformation.

- c – e. The President and CEO gave an update on a number of other matters including the scorecard, a legal matter, and the Strategic Plan.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The CEO's report including items 13(b) - (e) be received and filed.*

- f. Mandate Letter and Annual Plan

The President & CEO reviewed the requirements of the Mandate Letter and the annual plan that was developed based on the mandate letter.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*The Mandate Letter be received and filed.*

## Lunch

### 14. Prevention Tool & Health and Safety Index

Staff gave an overview of the new prioritization tool which will be used to identify which workplaces to visit and when to visit. They also gave an overview of other initiatives they are working on in 2020, including the health and safety index.

**On motion duly made, seconded and carried it was unanimously resolved:**  
*That the presentation by the Prevention staff be received and filed.*

### 15. Communications Update

- a. Results of the Fishing Consultation

Communications staff gave an overview of the consultation results on the proposed changes to the ***Occupational Health and Safety Act***, which would add fishing vessels as a place of employment. Overall, the results of the consultation were very positive, with 87% of respondents in favour of the proposed amendment.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That the presentation on the consultation results be received and filed.*

- b. Legislative Change re Supervision

Communications gave an overview of some of the material developed, related to the legislative changes to the duties and obligations of supervisors, that was passed by the government in December, 2019.

**On motion duly made, seconded and carried it was unanimously resolved that:**  
*That the presentation on the communications material developed, related to the supervisor legislative amendments, be received and filed.*

## **16. Audit Committee Update**

This item was deferred.

## **17. Human Resources and Compensation Committee Update**

The Chair of the Human Resources and Compensation Committee gave an overview of her report, including the items that were on the agenda at the last meeting.

**On motion duly made, seconded and carried it was unanimously resolved:**  
*That the Human Resources and Compensation Committee Update be received and filed.*

## **18. Stated Case Decision from the New Brunswick Court of Appeal**

Staff gave an overview of the New Brunswick Court of Appeal's reasons for decision in the Stated Case.

**On motion duly made, seconded and carried it was unanimously resolved:**  
The overview of the Court of Appeal's decision in the Stated Case be received and filed.

## **19. New Business**

The following Motions were passed as "New Business":

a. **On motion duly made, seconded and carried it was unanimously resolved:**  
*That the Manager of Internal Audit be invited to attend the next Board meeting.*

b. **On motion duly made, seconded and carried it was unanimously resolved:**  
*That a process be implemented to review the Chairs of Committees.*

c. December Project Dashboard Report

Further to the request of the Board, the President and CEO presented the December Project Dashboard Report, which gave an overview of all of the projects underway and their status.

**On motion duly made, seconded and carried it was unanimously resolved:**

*That the December Project Dashboard Report be received and filed.*

- d. At the request of a Board member, staff discussed the process for the investigations of serious accidents and that those reports are made public once all legal matters are concluded.

**On motion duly made, seconded and carried it was unanimously resolved:**

*That the summary of reporting on serious accidents to stakeholders be received and filed.*

## **Adjourn**

Motion to Adjourn.