

MINUTES – BOARD MEETING
8:30am – May 31, 2018

Present: Haley Flaro, Douglas Jones, Lucien Sonier, Hector Losier, Tina Soucy, Gaëtan Guérette, Michèle Caron, Jim Stanley, Julie Marr

Absent: Maureen Wallace

Staff present: Michael McGovern, Amanda Aubé

Staff present for portion of meeting: Laragh Dooley, Tim Petersen

1 Chairperson’s Remarks

The acting Chairperson welcomed the Directors to the meeting. The Board discussed the education session on May 30, 2018 including some key takeaways and desired format changes for further sessions.

2 Safety Moment

WorkSafeNB’s President and CEO expressed the importance of staff using the sidewalk rather than crossing the street without a crosswalk when accessing head office.

3 Declaration of any Conflicts of Interest

The acting Chairperson asked any Board members who have any conflicts of interest arising from the meeting agenda to declare that conflict. No conflicts were declared.

4 Adoption of the Agenda

The Board agreed to use the time allotted for agenda item 14 - Strategic Planning to discuss the process for payment of Board expenses. The Board also agreed to have a discussion flowing from the Board’s education session on May 30 on identifying strengths, weaknesses, opportunities and threats (SWOT) within WorkSafeNB.

The Board also agreed to reduce the time allotted on the agenda for lunch.

Moved, seconded, and on consensus, the agenda was adopted as amended.

5 Approval of Minutes of May 16, 2018 Meeting

Moved, seconded, and on consensus, the minutes of May 16, 2018 were approved as written.

Immediately following the adoption of the minutes, the Board was provided with an update on new Board member appointments by the Lieutenant Governor in Council.

6 In-Camera Session

Immediately following the in-camera session, the Board inquired how payroll assessments are done in cases where out of province workers are working in NB. WorkSafeNB's acting Corporate Secretary and General Counsel noted that WorkSafeNB's Manager, Assessments could be made available to the Board to answer any specific questions and would be in the best position to do so. The Board noted that if a formal request from interested parties is made, this will be done.

7 President and CEO Report

WorkSafeNB's President and CEO provided a verbal report to the Board. Items contained in his report are as follows:

- A Request For Proposal (RFP) will be done to look at services provided by WorkSafeNB's Rehabilitation Centre (WRC). The Board had a discussion on several items related to the scope of the review and requested the RFP will stipulate the review is to look at not only cost-effectiveness of the WRC but also what could be done to enhance its services;
- A consultation meeting with stakeholders related to the possibility of adding additional cancers to regulation under the *Firefighters' Compensation Act* has been scheduled for June 2018;
- WorkSafeNB continues to await decisions on two New Brunswick Court of Appeal cases;
- WorkSafeNB has launched a new interactive voice service to more efficiently direct client calls;
- Updates to adjudication benefit services processes are in place;
- A recent Canadian Health Solutions study related to the return on WRC services has been done, showing a very good return on investment;
- He reported he has plans to initiate discussions with Government regarding the anticipated assessment rate increase for 2019 in order to formulate a plan to help resolve issues related to the increasing assessment rates;
- The Task Force report is expected in June and it remains unclear whether it will be provided to WorkSafeNB ahead of public release; and
- It remains unclear when the Auditor General's report on governance practices will move to the Standing Committee on Public Accounts, although it is expected to be by the end of June 2018.

8 Consent Agenda

(a) Task List of May 31, 2018

The Board reviewed the Task List Report, which forms part of the Board's record for this meeting. The Board confirmed that WorkSafeNB will endeavour to work with Deputy Minister on the improvement of WorkSafeNB's mandate letter.

(b) Personal Flotation Device Awareness Campaign (M18-45)

The Board reviewed Memorandum M18-45 related to the Personal Flotation Device (PFD) Awareness Campaign. No questions were raised.

(c) Commercial Fishing Consultation Framework (M18-46)

The Board reviewed Memorandum M18-46 related to the commercial fishing consultation framework. The Board noted the challenges related to the provision of occupational health and safety services on fishing vessels while ensuring adequate funds are in place to do so. The Board confirmed that industry consultation will be done after the 2018 election.

9 Draft Committee Terms of Reference

(a) Governance Committee

WorkSafeNB's Assistant Director, Planning and Policy introduced Memorandum M18-48 related to the proposed Terms of Reference for the Governance Committee. The Board reviewed discussed the following sections of the Terms of Reference:

Composition

The Board discussed who should Chair the Governance Committee. It was noted that the Chair of the Board is not intended to Chair every Board committee due to the typical part-time nature of their appointment. The Board was in agreement with the language in the Terms of Reference and noted it is flexible enough to allow for the Chair of the Board or the Vice Chair of the Board to Chair the Governance Committee if need be.

The Board confirmed that alternate members of the Governance Committee are not required to attend meetings when the primary member is present, but will have the option to do so and be compensated for attendance. Board members are also able to attend Governance Committee meetings if they wish, however they would not be compensated for their attendance.

The Board requested that the Terms of Reference outline that the employer and worker representatives on the Governance Committee will be selected by their stakeholder group on the Board and the entire Board will select the Governance Committee Chairperson.

The Board also noted that while competencies and skills are important when considering committee appointments, this should not limit Board members from sitting on committees, provided that external expert resource be available as required.

Procedures

The Board requested the Terms of Reference stipulate that the Governance Committee will meet at least twice per year but could be adjusted depending on requirements.

The Board also requested the Terms of Reference stipulate that meetings can be called by the Chair alone or by any combination of two committee members.

Duties and Responsibilities

The Board requested that all items related to policy be removed as the Board would like policy to remain a responsibility of the entire Board.

The Board discussed whether items related to ethics should be included in the Terms of Reference. The Board agreed there are currently adequate policies in place for dealing with ethics issues but this item could be revisited at a future date.

The Board confirmed the duties and responsibilities related to legislative stewardship will be proactive and forward thinking and not reactionary.

The Board requested the Terms of Reference include that the Governance Committee will prepare an annual work plan.

The Board noted other items it will need to turn its attention to as the committee begins its work including annual performance evaluation, scope, preparation of agendas, and adequate reporting of committee activity to the Board.

WorkSafeNB's acting Corporate Secretary and General Counsel was directed to make all required changes to the Terms of Reference for all Board committees. The Board agreed it would finalize and approve Terms of Reference for all Board committees at its June 2018 meeting.

(b) Audit Committee

The Board reviewed the proposed Terms of Reference for the Audit Committee. Many of the changes to the Governance Committee Terms of Reference will be mirrored in this and other committee Terms of Reference.

(c) Human Resources and Compensation Committee

The Board reviewed the proposed Terms of Reference for the Human Resources and Compensation Committee. Many of the changes to the Governance and Audit Terms of Reference will be mirrored in this Terms of Reference.

Role of Executive Leadership

The Board requested this section relate only to the committee's role as it relates to the Executive Leadership Team, and will be repositioned in the Terms of Reference to follow the existing duties and responsibilities.

(d) Finance and Investment Committee

The Board reviewed the Terms of Reference for the Finance and Investment Committee. It noted that the duties contained in this Terms of Reference are largely the same as the existing Financial Services Evaluation Committee. The Board requested the establishment of a work plan contained in this committee's Terms of Reference will be mirrored in the other committees.

The Board noted the contract with the Prince Edward Island Workers' Compensation Board with respect to its Accident Fund will need to be more closely followed than this Terms of Reference.

The Board discussed that a safety theme in all committees will be considered during strategic planning in July.

The Board also noted that reporting done through the WorkSafe Services Evaluation Committee, which has dissolved, will be done through an adequate reporting structure to the Board.

The Board revisited discussion on issues related to JHSCs in workplaces and stressed this will remain front of mind going forward into strategic planning.

10 In-Camera Session

The Board held an in-camera session.

11 Communications Strategy for Auditor General's Governance Report

WorkSafeNB's Assistant Director of Planning and Policy reviewed the communications strategy for the Auditor General's report on governance practices. It is expected this report will be sent to the Standing Committee on Public Accounts in June 2018.

She reported she has reached out to the Department of Post-Secondary Education, Training and Labour (PETL) to propose working jointly with them for messaging related to the report. She noted a teleconference has been scheduled for June 1 to discuss further.

She noted that WorkSafeNB intends to respond to this report in a positive and transparent manner.

She also reviewed the internal communications strategy for this report which will include a video message from WorkSafeNB's President and CEO. The Board requested that a French translation or video subtitles be provided for this messaging.

The Board was in agreement with this communications strategy and requested staff remain cognizant that speaking to the media is an opportunity to speak to WorkSafeNB stakeholders.

12 Board and Committee Meeting Dates

WorkSafeNB's President and CEO reviewed with the Board that legislation requires the Board to meet six times per year. He suggested Board meetings be scheduled every other month, with one meeting per year dedicated to strategic planning, and no meetings in the Summer. Board committee meetings would be held in between Board meetings.

The Board discussed and agreed that while that proposed meeting schedule is desired, given the current environment, the Board may need to meet more frequently.

The Board discussed agenda items for June, which will include finalizing and approving the Terms of Reference and making appointments for all Board committees, receiving a Q1 update, reviewing the anticipated Task Force report, receiving information on rate-setting, and receiving an update on the communication strategy related to the Auditor General's report on governance practices.

The Board also discussed agenda items for July which will include strategic planning and a further discussion on rate-setting, including the timing of setting and announcing the 2019 assessment rate.

13 Strategic Planning

The Board noted strategic planning will be done at its July meeting. The Board briefly discussed using the time allotted for this agenda item to perform an early identification of organizational SWOT (strengths, weaknesses, opportunities and threats), but decided it would be most effective to wait until management prepares its report and use that as a framework to conduct its assessment.

14 Stakeholder Consultation

The Board reviewed a letter received by WorkSafeNB staff and the Board from a stakeholder group requesting a mid-year update on key factors affecting the workers' compensation system.

The Board discussed its previous decision to postpone a stakeholder engagement session to September 2018 due to a lack of information to present. However, given the request from the stakeholder group, the Board decided that a meeting would be scheduled in June or July, with WorkSafeNB's consulting actuary present, to present available information related to key drivers in the workers' compensation system.

The Board directed management to respond to the stakeholder letter indicating that a meeting will be held in June or July.

The Board also discussed engaging a local newspaper to do an editorial on issues surrounding the workers' compensation system as an additional way to communicate key information to its stakeholders.

The Board noted that a stakeholder engagement plan will be developed through its strategic planning.

15 Adjourn

Motion to adjourn, and the meeting adjourned for the day at approximately 2:35pm.