

MINUTES – BOARD MEETING
8:00am-4:00pm January 17, 2019

Present: Haley Flaro, Douglas Jones, Julie Marr, Tina Soucy, Hector Losier, Jim Stanley, Donna McNeill, Michael MacMullin, Gaëtan Guérette, Lucien Sonier

Absent:

Staff present: Sonia Lanteigne, Susan Layton

Staff present for portion of meeting: Sandra Donnelly, Laragh Dooley, Scott Allaby, Carolyn MacDonald

Also present for a portion of the meeting: Daryl Wilson (consultant)

1 Adoption of Agenda

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

The agenda for the Board of Directors meeting for January 17, 2019 is adopted, as amended.

2 Approval of Minutes of November 29th and 30th, 2018 Meeting

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

The minutes of the Board of Directors meeting held on the 29th and 30th days of November are approved as written.

3 Status of Actions Arising from the November 29 and 30 Meeting

4 Safety Moment

The acting Chairperson discussed the importance of drinking lots of water and staying hydrated, particularly during busy and stressful periods of time.

5 Declaration of 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. One Conflict was declared with respect to a Human Resources matter in item #9.

6 In-Camera Session

7 Consent Agenda

- (a) Revisions to the Governance Committee Terms of Reference;
- (b) Approval of Signing officers; and
- (c) Translation of Policies 21-106 (“Accident Reporting and Application for Benefits”), 21-111 (“Conditions for Entitlement – Occupational Diseases”) and 21-250 (“Permanent Physical Impairment”)

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

The items in the Consent Agenda were approved as presented.

8 Chairperson’s Report

The acting Chairperson welcomed board members to the meeting.

- a) The acting Chairperson discussed:
 - i. next steps on completing the Board Skills Matrix and making the document available to Board Members electronically;
 - ii. Training opportunities for Diligent and Diligent messenger;
 - iii. The Board work plan, which will be a regular item under the Chairperson’s report at all Board meetings on a go forward basis.

9 Human Resources and Compensation Committee Update

a) 2019 Goals, Objective and Performance Measures

Based on the Strategic Plan, staff presented the Key Performance Indicators. The Board discussed wanting additional information related to benchmarking for the measures that were identified as “Baseline” for the 2019 year.

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

The Key Performance Indicators be approved, provided that additional benchmarking information is provided, specifically for the baseline measures, as that information becomes available.

b) Organizational Structure Update

i. Compensation Recommendation related to Reorganization

One Director left the room for this discussion, due to a conflict of interest being declared.

Board members asked a number of questions relating to the impacts to employees, financial considerations and legal risk to WorkSafeNB.

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

Management would return with additional information on item 9(b)(i) that provides further analysis from a financial and risk perspective.

After further discussion on the Board’s role in these types of matters, a second motion was passed as follows:

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

That the above-noted motion be rescinded and the decision related to item 9(b)(i) be deferred to management, as it is an operational matter. Furthermore, the agenda be revised to reflect item 9(b)(i) as an information item.

c) CEO Performance Assessment Template

The Board reviewed the components and format of the CEO Performance Assessment Template and discussed the process for proceeding with the CEO's assessment.

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

The CEO Performance Assessment template be approved as presented. Additionally, the acting Chairperson and the Chair of the Human Resources and Compensation Committee would proceed with the evaluation of the President & CEO.

10 Background on Revised Policy Process

Daryl Wilson gave a presentation entitled "The Board's Role in Developing Policy", which included a review of the applicable Governance policies and a discussion of the Board's role in setting policy.

11 Directors and Officers ("D&O") Insurance

A summary was provided on the coverage provided by D&O Insurance, the benefits, and the next steps on obtaining this insurance for the Directors and Officers of WorkSafeNB.

12 New Policy

a) Violence and Harassment

As part of the Policy review, staff provided information on the legislative provisions requiring this policy together with the applicable legislative requirements in other provinces.

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

The Human Resources and Compensation Committee recommends the approval of Policy 33-100 Violence and Harassment, to the Board of Directors, effective April 1, 2019.

b) New Travel Expense Directive

Management presented revisions to the policies concerning Board Travel expenses, recommending alignment with the Government of New Brunswick rates, pursuant to the recommendation in the Auditor General's Report.

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

To address the Auditor General recommendation, the Human Resources and Compensation Committee recommends the Board of Directors approve the following policy changes:

*Approve Directive 32-407.01, "Expenses - Board and Non-bargaining Employees", (release 16) be approved and rescind release 15;
Policy 32-401, "Expenses, Allowances and Per Diems for Part-time Members of the Board of Directors" (release 6) be rescinded; and
Rescind Fee Schedule 39-205, "Expense Rates and Allowances for Part-time Members of the Board of Directors" (release 12).*

13 Policy Updates as a Result of Legislative Change

a) Determining Continued Eligibility for Loss of Earnings Benefits

Updates were made to this policy resulting from legislative change in December, 2018, which provides that benefits are terminated when a personal intervening condition becomes the dominant cause of the worker's inability to return to work or participate in rehabilitation. Additionally, the policy was revised to remove administrative procedures.

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

Policy 21-214 (release 2), "Determining Continued Eligibility for Loss of Earnings Benefits" is approved and release 1 is rescinded and Policy 25-010, "Personal Non-Compensable Intervening Conditions During Rehabilitation", release 4, is also rescinded.

b) Pre-existing Conditions

Updates were made to this policy resulting from legislative change in December, 2018, which establishes that when an injury aggravates a pre-existing condition, compensation reasonably attributable to the injury is payable. Additionally, the policy was revised to remove administrative procedures.

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

Policy 21-101, "Pre-existing Conditions" (release 5) be approved and Policy 21-101 "Conditions for Entitlement - Pre-existing Conditions" (release 4) be rescinded.

14 Policy Updates as a Result of Legislative Change continued

a) Allocation of Claim Cost

Updates were made to this policy resulting from legislative change in December, 2018, which clarified that only the costs associated with an aggravation of a pre-existing condition are paid by the fund. Additionally, the policy was revised to remove administrative procedures.

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

Policy 21-300, "Allocation of Claim Costs" (release 7) be approved and release 6 of this Policy be rescinded.

b) Decision Making

Updates were made to this policy resulting from legislative change in December, 2018, which provided WorkSafeNB with the exclusive jurisdiction to establish policies and determine benefit entitlement. Additionally, the policy was revised to remove administrative procedures.

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

Policy 21-113, "Decision-making" (release 4) be approved and release 3 be rescinded.

c) Medical Aid Principles

Updates were made to this policy resulting from legislative change in December, 2018, providing WorkSafeNB with the authority to determine the necessity, character, and sufficiency of the medical aid for which it will pay. Additionally, the policy was revised to remove administrative procedures.

On motion duly made, seconded and carried it was unanimously resolved that:
Policy 25-001, “Medical Aid – Principles” be approved (release 7) and that release 6 be rescinded.

15 Policy Updates as a Result of legislative Change continued

a) Calculation of Benefits

Updates were made to this policy resulting from legislative change in December, 2018, providing for the waiting period reduction in addition to two new conditions to end benefits. Additionally, the policy was revised to remove administrative procedures.

On motion duly made, seconded and carried it was unanimously resolved that:
Policy 21-210, “Determining Average Earnings” (release 4) be approved and Policy 21-210, “Calculation of Benefits” (release 3) be rescinded.

b) Waiting Period

Updates were made to this policy resulting from legislative change in December, 2018, providing reducing that wait period from two days, starting July 1, 2019, one day starting July 1, 2020, and eliminating the wait period as of July 1, 2021. Additionally, the policy was revised to remove administrative procedures.

On motion duly made, seconded and carried it was unanimously resolved that:
Policy 21-211, “Unpaid Waiting Period” (release 3) be approved and release 2 be rescinded.

16 Stakeholder Consultation

Management reviewed the current methods in which Board Members engage with stakeholders and proposed a new process for Board stakeholder engagement.

On motion duly made, seconded and carried it was unanimously resolved that:
WorkSafeNB will rotate the Board of Directors’ meetings around the Province and schedule sessions with stakeholders to understand their ideas, concerns, and feedback.

17 Financial Update

The acting Chief Financial Officer provided a presentation on preliminary 2018 year end results.

On motion duly made, seconded and carried it was unanimously resolved that:
The acting Chief Financial Officer’s report is received as submitted.

18 CEO Update

The President & CEO provided an update on personnel matters and an update on next steps regarding proposed legislative change.

19 Adjourn

MOTION TO ADJOURN