

**MINUTES – BOARD MEETING**  
**9:00am-5:30pm November 29, 2018 and 8:00am – 12:00pm November 30, 2018**

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: Laragh Dooley, Scott Allaby, Crispina Caballero,

Also present for a portion of the meeting: Daryl Wilson (consultant), Conrad Ferguson (Morneau Shepell),

**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 November 29 and 30, 2018 is adopted as written.*

**2 Approval of Minutes of October 24 and 25<sup>th</sup>, 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 24<sup>th</sup> and 25<sup>th</sup> days of October are approved as written.*

**Approval of Minutes of November 14, 2018 Conference Call**

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

*The minutes of the Board of Directors conference call held on the 14<sup>th</sup> day of November are approved as written.*

**Approval of Minutes of November 21, 2018 Conference Call**

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

*The minutes of the Board of Directors conference call held on the 21<sup>st</sup> day of November are approved as written.*

### 3 Status of Actions Arising from the October 24 and 25 Meeting

Items were reviewed.

### 4 Safety Moment

The importance of driving carefully this time of year was discussed, particularly given the wildlife on the road.

### 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. No conflicts were declared.

### 6 Consent Agenda

#### (a) Revision to the Governance Committee Terms of Reference

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

*The Terms of Reference for the Governance Committee are approved, as revised to remove the word “nomination” from the title and clarify the Governance Committee’s oversight role of the nomination process, as all recommendations from the Committee will be subject to Board approval.*

### 7 Chairperson’s Report

The acting Chairperson welcomed board members to the meeting.

- a) The acting Chairperson welcomed Daryl Wilson who would be observing the meeting on November 29, 2018 to provide feedback related to WorkSafeNB’s board meeting, as part of the Board’s commitment to continual improvement of its governance processes.

- b) Review of 2019 Board Work Plan

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

*The 2019 Board Work Plan be approved on the basis that it is a working document and will be revised as required.*

- c) Review Board Draft Skills Matrix

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

*The Skill Matrix is approved, as amended to include demographic information.*

- d) Role of Alternates on Committees  
Alternates will be invited to attend all committee meetings.

- e) Review of 2019 Board Budget

**8 President and CEO Report**

Updates were provided on the following:

- Legislative changes;
- Letter from the Transportation Safety Board and
- Hiring of the Chief Financial Officer and Chief Information Officer.

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

*The President and CEO's report is received as submitted.*

**9 2019 Rates**

**a) 2019 Rate Setting Analysis**

As a follow up to the November 21, 2018 conference call, management presented additional analysis on the impact to the 2019 rate setting assumptions based on the proposed legislative change.

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

*To reduce the previously approved 2019 average rate, of \$2.92, by \$0.27 per \$100 of payroll, to \$2.65, on the basis that the proposed bill is passed and proclaimed by the end of 2018 without any material changes.*

4 objections to the above-noted motion were recorded.

**b) Firefighter Rate Revision**

Management reviewed the previously approved 2019 assessment rate under the FCA of \$515 and recommended a rate reduction to \$450.

No motion was made to approve management's recommendation.

**10 Policy Updates**

**a) Privacy and Personal Information Security**

The substantive changes to the policy were reviewed.

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

*To approve Policy 41-007 Privacy and Personal Information Security, (Release No. 003) and Rescind Policy 41-007 Privacy and Personal Information Security, (Release No. 002).*

**b) Policy Changes Resulting from Hearing Loss Policy Approval**

The Board previously approved amendments to the Occupational Hearing Loss Policy 21-112 in September, 2018, which clarified the "date of accident" as it applies to hearing loss. As a result of that policy change, revisions to Policies 21-106, 21-111 and 21-250 were also required to ensure they referenced the "date of accident" definition in Policy 21-112.

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

*To approve the direction to amend policies 21-111, 21-250 and 21-106, based on the presentation from management, but the complete translated policies will be provided to the Board at the next meeting for approval.*

**c) Board Travel Expenses:**

**(i) Board Policy**

Management presented revisions to the polices 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 approve the direction to amend policies 32-401 and 39-205, based on the presentation from management, with the exception of section 19 of Policy 32-401(that allows for meal reimbursement through receipts instead of per diems), which shall remain in place. The complete translated policies will be provided to the Board at the next meeting for approval.*

**(ii)Provide Direction on Aligning Injured Workers' Expenses**

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

*The Board declined to implement the recommendation from management to align the injured workers' expenses with the Government of New Brunswick rates.*

**11 Financial Update**

The acting Chief Financial Officer presented a financial update up until October, 2018.

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

*The acting Chief Financial Officer's report is received as submitted.*

**12 Active Shooter Training**

**13 In-Camera Session**

**14 Audit Committee Report**

The Audit Committee highlighted the findings from the internal audit completed in 2018 and reviewed the upcoming audit schedule for 2019.

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

*The Audit Committee's report is received as submitted and the Audit Committee will review findings from the 2018 internal audit and report back on measures implemented by management to close gaps.*

**15 Adjourn**

MOTION TO ADJOURN