

Board of Directors Meeting Minutes

December 6, 2020 – 2:00 to 4:30 p.m.

Webex

Attendees: Mel Norton (Chairperson), Haley Flaro (Vice-Chairperson) Donna McNeill, Gaëtan Guérette, Mike MacMullin, Lucien Sonier, Julie Marr, Tina Soucy, James Stanley, Douglas Jones

Staff Present for the Meeting: Susan Layton, Monica Mallaley

1. Adoption of Agenda

On motion duly made, seconded and carried it was unanimously resolved that the agenda for the Board of Directors meeting dated December 6, 2020 was adopted as presented.

2. Safety Moment

The Committee members discussed the importance of having extra battery packs to charge mobile phones when there is no power.

3. Declarations 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. In-Camera

An in-camera session was held and two motions were adopted:

On motion duly made, seconded and carried, it was unanimously resolved that in 2021, there be an education session on Board/Management communications involving the Board of Directors and the Chief Executive Officer. This item will be brought to the next Governance Committee meeting.

On motion duly made, seconded and carried, it was unanimously resolved that the Human Resources and Compensation Committee prepare a written summary outlining the conversation that took place in the Human Resources and Compensation Committee meeting earlier today.

5. Approval of Minutes

On motion duly made, seconded and carried, it was unanimously resolved that the minutes of the Board of Directors meeting dated October 13, 2020, be approved as written.

On motion duly made, seconded and carried, it was unanimously resolved that the minutes of the October 5, 2020 meeting and the minutes of the October 28, 2020 meeting minutes be stored as private and confidential.

6. Consent Agenda

On motion duly made, seconded and carried, it was unanimously resolved that Item 6a – Policy 37-110 – New Brunswick Industrial Aggregate Earnings and Item 6b – Policy 24-001 – Occupational Health and Safety Philosophy be approved as presented.

7. Chairperson's Report

a. Update on 2020 Board Workplan

On motion duly made, seconded and carried, it was unanimously resolved that the 2020 Board Workplan be received and filed for information.

b. Draft 2021 Board Workplan

The Board reviewed the draft 2021 Board workplan and it was requested that Review Strategic Plan under section 1.0 be changed to “Review and approve if required”.

On motion duly made, seconded and carried, it was unanimously resolved that the draft 2021 Board workplan be approved with the above-mentioned change.

c. Proposed 2021 Board and Committee Schedule

The Chairperson reviewed the draft 2021 Board and Committee meeting schedule and the Board requested that 2021 Board meetings be two half days (afternoon of one day and then the morning of the next) instead of one half day.

The Board also requested that Fatality Review Committee meetings be added and it was decided that the Committee Terms of Reference will be reviewed at the Governance Committee meeting in February, that Committee members be determined and then the 2021 Board and Committee schedule will be updated.

On motion duly made, seconded and carried, it was unanimously resolved that proposed 2021 Board and Committee schedule be approved with the above-mentioned changes.

d. Meeting with Minister Holder

The Chairperson asked the Board members for agenda items for the upcoming meeting with the Minister and the following items were determined:

- Fine revenue from court cases;
- Safety education in secondary schools;
- Update on COVID-19 matters being handled by the WorkSafeNB Prevention team, including inspections, review and approval of operational plans, employer inquiries;
- Minister’s priorities concerning injured workers’ benefits and employers’ issues over the next year;
- Timeframe for legislative review, based on recommendation in the Task Force Report.

The Corporate Secretary will provide the agenda to the Minister’s office.

8. CEO Report

The President & CEO provided an overview of his report which included highlights across each area of the organization.

On motion duly made, seconded and carried, it was unanimously resolved that the CEO report be received and filed for information.

9. Governance Committee Update

a. Update on Chapman Group Project

The Chairperson of the Governance Committee provided an update on the Chapman Group project and said that next steps include looking at core professional development sessions for the Board at the next Governance Committee meeting.

b. Next Steps on Committee and Chair Evaluations

The Chairperson of the Governance Committee said that the Corporate Secretary has been meeting with the Committee chairs to review their results and that this information will be brought to each Committee for discussion and to determine next steps.

c. Update on Board Vacancies

The Chairperson of the Governance Committee said that the employer representative vacancy interviews are scheduled for December 21, 2020, with the Chapman Group.

The Vice Chair and Worker Representative positions have been posted and the deadline for applying is December 21, 2020. Interviews will be held in the new year.

On motion duly made, seconded and carried, it was unanimously resolved that the Governance Committee update (items a, b and c) be received and filed for information.

10. Human Resources and Compensation Committee Update

a. Terms of Reference for HRC Committee

The Chairperson of the Human Resources and Compensation Committee asked that the Terms of Reference go back to the Committee for review at the next meeting.

b. Update on Collective Bargaining Negotiations and Strategy

The Chairperson of the Human Resources and Compensation Committee provided an update on the collective bargaining negotiations and strategy.

c. Working from Home Employee Survey

The Chairperson of the Human Resources and Compensation Committee provided an overview of the Work from Home survey results.

On motion duly made, seconded and carried, it was unanimously resolved that the Human Resources and Compensation Committee update (items a, b and c) be received and filed for information.

11. Audit Committee Update

The Chairperson of the Audit Committee provided an overview of his report to the Board.

On motion duly made, seconded and carried, it was unanimously resolved that Item 11a – Q3 Cyber Security Report, Item 11b – Update on Enterprise Risk Management, Item 11d – Internal Audit 2020 Workplan Report, Item 11e – Management’s Update to Internal Audit’s Recommendations and Item 11f – Internal Audit Report on Annual Planning Process be received and filed for information.

On motion duly made, seconded and carried, it was unanimously resolved that Item 11c – 2020 External Audit Plan and Item 11g – Internal Audit 2021 Proposed Annual Plan be approved as presented.

12. Financial Update as of Q3 and October 31, 2020

The President and CEO provided the financial update and said that as of October 31, 2020, WorkSafeNB is at 105% funded. He also said that liabilities are declining and that the actuaries are working on year-end adjustments which will not be finalized until February or March of 2021.

13. Policy 45-002 – Business Continuity Policy

Policy 45-002 Business Continuity Management was edited to bring it into alignment with organizational writing and formatting standards.

Further to internal consultations, a final section was added setting out the individual roles and responsibilities of WorkSafeNB staff and departments with respect to the organization's business continuity program. Likewise, the key criteria for WorkSafeNB's business continuity program was reworded to account for on-site stakeholders and reordered so that the health and safety of staff and stakeholders is listed as the first priority of business continuity planning. Several new definitions were added to the glossary section on the advice of Enterprise Risk Management, as well as to provide greater clarity to the terminology used throughout.

On motion duly made, seconded and carried, it was unanimously resolved that the Board of Directors approved proposed Policy 45-002 Business Continuity Management, release 3, effective November 26, 2020; and rescinded Policy 45-002 Business Continuity Management, release 2.

14. New Business

a. Application by Local 1866 of the Canadian Union Public Employees to add approximately 28 positions to the bargaining unit

The President and CEO said that notice was received from the Labour and Employment Board of New Brunswick that an application was received from CUPE Local 1866 to add approximately 28 positions to the bargaining unit.

Impacted employees and Management must respond to the Labour Board by December 18, 2020, and the Labour Board will then make their determination.

b. Request for meeting with an Employer group

The Corporate Secretary will follow up with Tina Soucy to get the specifics of this request.

15. Adjourn

Motion to adjourn.

The meeting adjourned at 5:00 p.m.