

Board of Directors Meeting Minutes

March 27, 2024 – 1:00 p.m. to 4:45 p.m.

March 28, 2024 – 9:00 a.m. to 12:30 p.m.

Head Office Boardroom/MS Teams

Attendees: Mel Norton (Chairperson), Haley Flaro (Vice Chairperson), Adam Donnelly, Mike MacMullin, James Stanley, Denny Vautour, Jason Green, Gaetan Guerette, Tim Petersen (President and CEO)

Regrets: Bert Cyr (March 27th & 28th), Chantal LaFleur (March 27th & March 28th)

Staff Present for the Meeting: David Luther, Laragh Dooley, Carolyn MacDonald, Donna Miller-Wallace (Item 11), Norah Denis (Item 11) Richard Blais (Item 16), Courtney St. Peter

Guest: Caitlin Crowley – MNP (Item 10), Bill Walker – Safety Service (Item 16), Darryl Nickerson – Safety Service (Item 16), Robyn Condon – Safety Services (Item 16)

1. Adoption of Agenda

The Chair of the Board of Directors indicated that due to a quorum issue the Audit Committee could not meet at the scheduled time and the Audit Committee Report, Item 20, has been removed from the agenda. The Chair also indicated that there will be a new in-camera item after item 3 to discuss the WRC.

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

That the Board of Directors adopt the agenda dated December 13&14, 2023 with amendments.

2. Safety Moment

The Board of Directors discussed the importance of torquing tires; it is recommended that once tires are changed to get your vehicle balanced and torqued after 30 kilometers.

3. Declaration of Conflict of Interest

The Chair of Board of Directors asked if any Members had a declaration of Conflict of Interest. One member identified that a policy being contemplated by the Board of Directors during the meeting reflects a case involving their employer and Client.

4. Approval of Minutes

a. Dated December 13th & 14th, 2023

The Board of Directors reviewed the minutes of the Board meeting dated December 13th & 14th, 2023.

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

That the Board of Directors approve the minutes of the meeting dated December 13th & 14th, 2023 as presented.

5. Consent Agenda

a. 2024 Workplan

The Board of Directors reviewed the 2024 workplan as provided in the meeting materials.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors received the 2024 Workplan for information.

b. Mandate Letter Update

The Board of Directors reviewed the Mandate Letter update as provided in the meeting materials.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors received the Mandate Letter update for information.

6. Governance Committee Update

a. Chairperson's Report of Governance Committee meeting of February 21, 2024

The Chair of Governance Committee gave the Board an update on the Committee meeting of February 21, 2024, as provided in the meeting materials.

On motion duly made, seconded, and carried, it was unanimously resolved:
The Board of Directors received the Chairperson's report of the Governance Committee meeting of February 21, 2024.

b. Policy 41-012 Governance – Balancing Decisions

The Governance Committee Chair gave the Board an overview of the proposed changes in Policy 41-012 Governance – Balancing Decision as provided in the meeting materials.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approve Policy 41-012 Governance - Balancing Decisions, Release 16, and rescind Policy 41-012 Governance - Balancing Decisions, Release 15.

c. Policy 41-002 Governance Statement

The Governance Committee Chair gave the Board an overview of the proposed changes in Policy 41-012 Governance Statement as provided in the meeting materials.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approve Policy 41-012 Governance Statement, Release 3, and rescind Policy 41-012 Governance Statement, Release 2.

d. External Policy Consultation Plan

The Governance Committee Chair gave the Board an overview of the proposed external policy consultation plan as provided in the meeting materials.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approve the External Policy Consultation Plan.

e. Committee Structure

The Governance Committee Chair gave the Board an overview of the proposed trial run of the HR & Compensation Committee and Governance Committee merger as provided in the meeting materials. She indicated that management would bring back further analysis on the Finance & Investment and Audit Committee merger.

One Member pointed out that the Terms of Reference will need to be updated to reflect the sale of the Workers' Rehabilitation Centre, General Counsel noted this.

The Board questioned if the mergers were still necessary now that the Board has a full membership. One Member pointed out that even when the Board was full in the past there were still quorum issues. The President & CEO reminded the Board that this is just a trial run and the committee structure can be changed back. The Board then discussed the length of the trial run and determined there should be a committee review after 6 months.

One Member asked how this merger would begin, the Governance Committee Chair indicated that Management would bring back an action to the Governance Committee.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approves starting the process of merging the HR & Compensation Committee and Governance Committee on a trial run and to have a committee evaluation done in the next 6 months.

f. Committee Member Appointment

The Governance Committee Chairperson indicated that Mr. Green expressed an interest in serving on the following committees:

HR & Compensation Committee – voting employer representative;
Fatality Review Committee – alternate employer representative;
Finance & Investment Committee – alternate employer representative.

The Governance Chair thanked Mr. Green for stepping forward to fill vacant positions and asked the Board if there were any issues. One Member asked if Mr. Donnelly was moved into the voting position on the Fatality Review Committee. The Governance Committee Chair indicated that yes, Mr. Donnelly was moved into the voting position.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors appoint Jason Green to serve as the following: the voting employer representative on the HR & Compensation Committee; the alternate employer representative on the Fatality Review Committee; and the alternate employer representative on the Finance & Investment Committee.

g. Board & Committee Evaluation Framework – Pivot Consulting

The Governance Committee Chair gave the Board an overview of the framework for the Board & Committee performance evaluations proposed by Pivot. One Member asked the Governance Chairperson what the next steps would be. The

Governance Chair indicated that Pivot will be bringing forward a process and tool for the Governance Committee's approval. Once approved Pivot will begin the evaluation process.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approve the proposed Board & Committee Evaluation Framework provided by Pivot Consulting Inc.

7. HR & Compensation Committee Update

a. Chairperson's Report of HR & Compensation Committee meeting of February 22, 2024

The Chairperson of the HR & Compensation Committee gave the Board an overview of his report for the meeting on February 22, 2024 as provided in the meeting materials.

On motion duly made, seconded, and carried, it was unanimously resolved:
The Board of Directors received the Chairperson's report of the HR & Compensation Committee meeting of February 22, 2024.

8. Audit Committee Update

a. Chairperson's report of Audit Committee meeting of January 15th, 2024, and February 28th, 2024

The Chairperson of the Audit Committee gave the Board an overview of his report for the meeting on February 28, 2024 as provided in the meeting materials. It was noted that the Terms of Reference and Internal Audit Charter was not added to the meeting materials and will be brought back at the next Board meeting.

On motion duly made, seconded, and carried, it was unanimously resolved:
The Board of Directors received the Chairperson's report of the Audit Committee meeting of February 28, 2024

9. Finance & Investment Committee Update

a. Chairperson's report of Finance & Investment Committee of February 29th, 2024

The Chairperson of the Finance & Investment Committee gave an overview of her report for the meeting on February 29, 2024 as provided in the meeting materials.

On motion duly made, seconded, and carried, it was unanimously resolved:
The Board of Directors received the Chairperson's report of the Finance & Investment Committee meeting of February 29, 2024

b. Policy 34-200 Investment Goals & Objectives

The Finance & Investment Committee Chair gave the Board an overview of the proposed changes and updates to Policy 34-200 – Investment Goals & Objects as provided in the meeting materials.

On motion duly made, seconded, and carried, it was unanimously resolved:
That the Board of Directors approve Policy 34-200 – Investment Goals & Objects, Release 18, and rescind Policy 34-200 – Investment Goals & Objects,

Release 17.

c. 2023 Budget Variance

The Finance & Investment Committee Chair gave the Board an overview of the recommendation proposed regarding the movement of the 2023 budget variance, as provided in the meeting materials.

On motion duly made, seconded, and carried, it was unanimously resolved:
That the Board of Directors approve the movement of the 2023 budget variance of \$4.3 million to restricted cash for the purposed of funding WorkSafeNB's modernization roadmap.

10. Modernization Update

The Executive Director of Corporate Communications introduced Caitlin Crowley, Partner at MNP and together gave the Board an overview on the progress of the Modernization roadmap as provided in the meeting materials.

One Member asked how many people are involved in the modernization efforts and if Management sees any resistance from staff? Ms. Dooley indicated that there is a mix of internal staff, external strategic advisors from MNP, and individuals in the business transformation department but there could be 50-60 people involved in any one modernization project. She also mentioned that resistance to change is normal but its important that WorkSafeNB gives their leaders the necessary tool and skills to help staff transition into this change. The President & CEO said that with the feedback received there is a large majority of WorkSafeNB people who are embracing the change.

The Vice-chairperson asked if there could be a high-level dashboard brought to the Board to allow members to monitor the modernization efforts. Ms. Dooley indicated she would be happy to bring something back to the Board.

On motion duly made, seconded, and carried t was unanimously resolved:
That the Board of Directors received the Modernization update for information.

11. Strategic Plan 2025 – 2029

The Executive Director of Strategic Planning, Policy and Risk introduced the Director of Corporate Planning & Operational Performance and the Planning Business Partner. She also indicated that while this is primarily for discussion there is a recommendation to extend the time frame on the strategic plan to five years rather than three.

Donna Miller-Wallace and Norah Denis engaged the Board in a discussion and gave a presentation on WorkSafeNB's strategic planning process from 2025-2029 provided in the meeting materials.

The Executive Director of Strategic Planning, Policy and Risk thanked the Board for their discussion and said it sets a tone for the organization.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of Directors approve that the time frame for WorkSafeNB's new strategic plan be extended from three years to five.

12. Welcome & Continue Agenda

The Chairperson welcomed back Board Members and staffed, thanked everyone for their time, and resumed the meeting.

13. Policies

a. 2023 Results & 2024 Policy Agenda Update

The Executive Director of Strategic Planning, Policy & and Risk and Interim CFO provided the Board with an update on the 2023 Board Priorities and the 2024 workplan as provided in the meeting material.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of directors receive the status update on the 2023 Board Policies and 2024 Workplan.

b. Policy 33-000 – Human Resources

The Executive Director of Strategic Planning, Policy & and Risk and Interim CFO provided the Board with an update on *Policy 33-000 – Human Recourses* as provided in the meeting materials. She indicated that this policy has been updated to reflect the changes pointed out in the December Board meeting.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of directors approve the proposed Policy 33-000 – Human Resources, releases 4, effective March 28, 2024; and rescind Policy 33-000 – Human Resources, release 3.

Policy 21-104 – Conditions for Entitlement – Test of Time, Place and Activity

The Executive Director of Strategic Planning, Policy & and Risk and Interim CFO provided the Board with an update on *Policy 21-104 – Conditions for Entitlement – Test of Time, Place and Activity* as provided in the meeting material.

One Member asked if management has turned their minds to what happened if someone working from home has an injury. Ms. MacDonald indicated that yes management has turned their minds to that, and it is completely circumstantial. Discussion ensued among members.

The Vice-chairperson asked if WorkSafeNB requires employees to sign a work from home agreement. The Executive Director of Strategic Planning, Policy & Risk said that WorkSafeNB does not require employees to sign an agreement. The Vice-chairperson indicated that it may be something WorkSafeNB should consider.

On motion duly made, seconded, and carried it was unanimously resolved:
That the Board of directors approve the proposed Policy 21-104 – Conditions for Entitlement – Test of Time, Place and Activity, releases 5, effective March 28, 2024; and rescind Policy 21-104 – Conditions for Entitlement – Test of Time, Place and Activity, release 4.

c. Policy 25-001 – Medical Aid Principles

The Executive Director of Strategic Planning, Policy & and Risk and Interim CFO provided the Board with an update on *Policy 25-001 – Medical Aid Principles* as provided in the meeting materials.

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

That the Board of directors approve the proposed Policy 25-001 – Medical Aid Principles, releases 8, effective March 28, 2024; and rescind Policy 25-001 – Medical Aid Principles, release 7.

d. Fee Schedule 29-551 – Hearing Aids and Batteries

The Executive Director of Strategic Planning, Policy & and Risk and Interim CFO provided the Board with an update on *Fee Schedule 29-551 – Hearing Aids and Batteries* as provided in the meeting materials.

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

That the Board of directors approve the proposed Fee Schedule 29-551 – Hearing Aids and Batteries, releases 5, effective March 28, 2024; and rescind Fee Schedule 29-551 – Hearing Aids and Batteries, release 4.

14. Legislative Updates

The President & CEO gave the Board an overview of the legislative updates as provided in the meeting materials. Mr. Petersen indicated that the MEC (“Memorandum to Executive Council”) was filed and there was a date to go to cabinet, but it will need to be rescheduled. Discussion ensued among members.

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

That the Board of Directors received the Legislative updates for information.

15. 2024 Stakeholder List

The Executive Director of Corporate Communication and Human Recourses gave an overview of a list of possible Stakeholders the Board may wish to engage with during the coming meetings in 2024. The Board had a discussion on additional stakeholders they wish to engage with.

16. Stakeholder Presentation – Safety Services New Brunswick

Darryl Nickerson (Chairperson), Robyn Condon (Board Member), and Bill Walker (President & CEO) from Safety Services New Brunswick provided a presentation to the Board and engaged in discussion.

Mr. Walker noted a common misconception about Safety Services and that the public tends to think they are government regulated and funded. He indicated that Safety Services is completely not-for-profit and has a self-generating revenue. Mr. Walker also highlighted the safer courses, annual health and safety conference, safety star program and the safety podcast offered by Safety Services New Brunswick.

The Chairperson asked about the composition of the Safety Service’s Board of Directors. Mr. Walker indicated that their by-laws allow for the board to have 24 members at one time and currently there are 22 members serving. Mr. Walker also indicated that the Board is scheduled to meet quarterly, but that Safety Services New

Brunswick has a large executive team. Mr. Nickerson told the Board that WorkSafeNB doesn't often come up in the discussion, he said that Safety Services New Brunswick is dedicated to making New Brunswick safe and that both organizations have the same goal.

The President & CEO has Safety Services New Brunswick if they ever collaborate with the Government of New Brunswick with consulting and audits. Mr. Nickerson indicated not enough and that he believes there is an opportunity to collaborate more.

One Member asked what kind of safety training is provided at schools. Mr. Walker indicated that that safety star program used to be provided in high schools and post-secondary schools. He told the Board that the Department of Post-Secondary Training and Labour has since removed this program from schools and it is now focused on social development clients and those who are unemployed/underemployed. The Member said that they believed the program should be put back into the schools. Mr. Nickerson agreed and said that provided safety courses as soon as possible is very important in keeping New Brunswickers safe. WorkSafeNB's Vice-president of Prevention indicated that WorkSafeNB is currently working on a pilot project to get safety courses back into schools. Mr. Blais said that the course will be offered in both official languages and the entry grade will be 10.

Mr. Nickerson indicated that Safety Services has a great relationship with WorkSafeNB and said that one thing he would like WorkSafeNB to consider is the possibility of combining both annual health and safety conferences. He said that he believes New Brunswick is too small to have 2 major safety event a year.

The Board thanked Safety Services New Brunswick for coming in and the Chairperson committed to continued collaboration.

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

That the Board of Directors received the Safety Services New Brunswick presentation for information.

PTSD Presumptions

The Executive Director of Strategic Planning, Policy & Risk and Interim CFO engaged the Board in discussion on occupations included in PTSD presumptive legislation across Canada to determine how WorkSafeNB should shape the next phase of stakeholder consultation. Ms. MacDonald indicated that an analysis and consultation plan would come back to the Board in Q3.

A Member said that their preference would be that all New Brunswick Workers are provided with the same level of benefits and that there should be more elevated language to indicate something serious has occurred. The Member said that the diagnosis of PTSD is becoming broader, and the ordinary societal pressures cause issues outside the workplace. The Present & CEO indicated that more jurisdictions have been turning their minds to onset gradual stress. He indicated that management would be happy to do some analysis and research on adding gradual onset stress and bring it back to the Board for discussion.

The Vice-chairperson indicated that she would like to see a jurisdiction scan of how the

practices would look against WorkSafeNB's policies as well as how the consultation will be phased. She also said that she would like to see a human rights analysis.

One Member said that WorkSafeNB and the Board needs to have a full understand of what could happen the door is open. He indicated that graduate onset stress could have some risks but having a medical professional involved and having the right provision in place could be beneficial. Another Member raised that depending on the type of work in an occupation, there will have to provision in place. He indicated that an ER nurse may be entitled easier than a Nurse working in a nursing home.

The President & CEO indicated that staff would do an analysis on gradual onset stress and bring it back to the Board. He also asked the Board if there was a desire for Management to bring back a cost analysis on the additional occupation previous discussed.

The Board agreed to having an analysis and plan brought back on adding onset gradual stress to the benefits and having specific occupations added to the PTSD presumptions.

17. President & CEO's Accountability Report

The President & CEO gave the Board an overview of this quarter's accountability report as provided in the meeting materials.

One Member asked the President & CEO if the effort is to investigate the fishing vessels while they are docked or out on the water. Discussion ensued.

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

That the Board of Directors received the President & CEO Accountability Report for information.

18. Wage Mandate Memo

The President & CEO gave the Board an overview of the recommendation regarding the WorkSafeNB's non-bargaining employees cost-of-living as provided in the meeting materials.

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

That the Board of Directors approve an adjustment to the cost-of-living increase from 2% to 4% for non-bargaining employees, effective January 1, 2024, consistent with the compensation directive received from the minister of Finance and Treasury Board.

19. In-camera Practices

General Counsel & Corporate Secretary gave the Board an overview of the current process of recording in-camera meeting notes and the proposed change as provided in the meeting materials.

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

That the Board of Directors receive the in-camera practices update for information.

20. CEO Performance Review (In-camera)

An in-camera session was held.

21. New Business

The Vicechair indicated to the Board that the chairperson position posting has been approved, the General Counsel informed the Board that on Tuesday the posting went live on KBRS's website, and the Government website and the posting will stay live until the position has been filled.

The Vice-chairperson said that it had been difficult at times to hear throughout the meeting and asked in the technology could be looked at. The President & CEO asked the Board Liaison to reach out to the IT Department to see if a third speaker could be added.

22. In-camera

No in-camera session was held.

Adjourned

Motion to adjourn a 11:47 a.m. on March 28th, 2024.