

**Present:**

Winston Maharaj, President & CEO (ex officio)

Peter Dyck, Acting Chairperson

Glenn Hildebrand                      Liz Roberts

Jean-Guy Bourgeois                  Sylvia Farley

Ron Koslowsky                      Michael Bereziak                      Yvette Milner

Being a quorum of the Board of Directors under *The Workers Compensation Act*.

**Also Attending:**

Cathy Skinner, General Counsel & Vice President, Compliance & Corporate Services

Heather Baete, Recording Secretary

**In Attendance for Specific Items:**

Shannon Earle, Vice President, Human Resources & Strategy

**Regrets:**

Michael Werier, Chairperson

Marc Lafond, Director

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**Call to Order**

The meeting was called to order at 12:18 p.m. Regrets were received from Marc Lafond.

The President & CEO advised the Board that the Board Chairperson Michael Werier would join the for the *in camera* session via teleconference. In his absence an acting chairperson must be appointed for the meeting.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the appointment of Peter Dyck as Acting Chairperson for the February 27, 2020 Board of Directors meeting.

### **Conflict of Interest Declaration**

There were no conflicts of interest declared, potential or perceived, with respect to the discussions anticipated at this Board meeting.

### **Minutes of Previous Meeting**

The Chairperson presented the minutes from the December 18, 2019 meeting of the Board of Directors.

On motion duly made and carried,

BE IT RESOLVED THAT the minutes of the December 18, 2019 Board of Directors meeting, as revised, are confirmed as a reasonable record.

### **Business Arising**

The Board of Directors received the information provided with the agenda.

### **For Decision**

#### **2019 Annual Report Narrative, including Five Year Plan**

(Board Order No. 01/20)

The Vice President, Human Resources & Strategy joined the meeting. The Board discussed the narrative content of the Annual Report and Five Year Plan and made several suggestions.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve the narrative sections of the 2019 WCB Annual Report and 2020-2024 Five Year Plan and authorize the Chairperson or the President & CEO to approve any further necessary changes.

The Vice President, Human Resources & Strategy left the meeting.

## **AWCBC Governance Summit Delegates**

(Board Order No. 02/20)

The Acting Chairperson introduced this item.

On motion duly made and carried,

BE IT RESOLVED THAT the Board of Directors approve that the delegates to the 2020 Governance Summit be:

- Labour Representatives: Sylvia Farley, Marc Lafond
- Employer Representatives: Ron Koslowsky, Michael Bereziak
- Public Interest Representatives: Glenn Hildebrand, Peter Dyck

## **For Information**

### **Annual Conflict of Interest Declarations**

General Counsel introduced this item noting Board members are asked to complete a conflict of interest declaration annually or whenever necessary.

The Board discussed By-law No 2 and the process for consulting with their constituents on policy matters before the Board. Board members were encouraged to discuss these types of situations with the Chairperson and President & CEO who will take appropriate action.

## **Committee Reports**

The Board of Directors received the following Committee reports as information:

Audit Committee Meeting - February 20, 2020

## **Administration Reports**

The President & CEO provided highlights of his report. The Board discussed the WS&H report and the metrics provided. It was agreed that the Assistant Deputy Minister be invited to attend a future meeting and provide an overview of WS&H annual activities.

The Board of Directors received the information provided with the agenda.

### **Report of the Corporate Secretary**

The Board of Directors received the report for information.

### **Board of Directors Work Plan**

The Board of Directors received the information provided with the agenda.

### **In Camera Discussion**

The Board of Directors adjourned to an *in camera* session.

### **Conclusion**

As all matters coming before the Board had been dealt with, the meeting concluded at 1:25 p.m.