

Board Meeting Minutes

Date	Sept. 20, 2022	Session type	Closed
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Chair	Dr. Brian Postl	Recording secretary	Ashley Haugh
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Attendees **Board:** Bob Adkins; Kelly Butt; Bobby Kwon; David Lehberg; Anne McFarlane; David Morhart; Lorraine Muskwa; Dr. Jeff Scott; Judy Steele, Glenda Yeates; Victor Young; Donnie Wing

Executive Management Team: Dr. Graham Sher (Chief Executive Officer); Judie Leach Bennett (Vice-President, General Counsel and Chief Risk Officer); Jennifer Camelon (Chief Financial Officer and Vice-President, Corporate Services); Dr. Christian Choquet (Vice-President, Quality and Regulatory Affairs); Dr. Isra Levy (Vice President, Medical Affairs and Innovation); Andrew Pateman (Vice-President, People, Culture and Performance); Rick Prinzen (Chief Supply Chain Officer and Vice-President, Donor Relations); Dr. Yasmin Razack (Chief Diversity Officer); Richard Smith; (Chief Information Officer); Ron Vezina (Vice-President, Public Affairs);

Guests	Laura Blackadar, Katarina Gustafson, Wanda Lefresne, Moira MacIntosh Dr. Chantale Pambrun
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Regrets

1. Call to order and land acknowledgement (B. Postl)

B. Postl, Chair, called the meeting to order.

It was acknowledged that the land the meeting was held on is the traditional territory of the St Lawrence Iroquoians, Anishinabewaki, Mohawk, and Algonquin peoples.

2. Approval of agenda (B. Postl)

After review, **ON MOTION** duly made and seconded, the agenda for the meeting was approved.

3. Declaration of conflict of interest (B. Postl)

There were no conflicts of interest declared.

4. Consent agenda (B. Postl)

After review, **ON MOTION** duly made and seconded, the consent agenda was approved.

4.1 Approval of the minutes

***IT WAS RESOLVED THAT** the board approves the minutes of the June 15-16, 2022 closed meeting.*

4.2 Approval of the minutes

***IT WAS RESOLVED THAT** the board approves the minutes of the June 17, 2022 open board meeting.*

4.3 Operations and strategy performance report

The board received the quarterly operations and strategy performance reports. For operations, the report provides a summary of performance in fresh blood products; plasma protein and related products (PPRP); stem cells; and organ and tissue donation and transplantation. For strategy, the report provides a summary of performance across the five key focus areas of the strategic plan.

4.4 Enterprise risk management

The board received the quarterly corporate risk report. The quarterly report provides a summary of the status of the key risks to the organization's strategic and business objectives.

4.5 Financial summary

The board received an overview of the organization's financial position and results.

4.6 COVID-19 program update

The board received a status report regarding the organization's response to COVID-19 including a summary of the state of operations and changes to COVID-19 policies.

4.7 Director, officer and specific appointments

WHEREAS there were changes to the executive management team of Canadian Blood Services in 2022;

THEREFORE, BE IT RESOLVED THAT:

In addition to the Board Chair and the Vice-Chair, the officers of the corporation are confirmed as:

1. *Dr. Graham Sher, Chief Executive Officer*
2. *Judie Leach Bennett, Vice-President, General Counsel & Chief Risk Officer (Secretary of the corporation)*
3. *Mr. Jean-Paul Bédard, Vice-President, Plasma Operations*
4. *Jennifer Camelon, Chief Financial Officer and Vice-President, Corporate Services*
5. *Dr. Christian Choquet, Vice-President, Quality and Regulatory Affairs*
6. *Dr. Isra Levy, Vice President, Medical Affairs and Innovation*
7. *Andrew Pateman, Vice-President, People, Culture and Performance*
8. *Rick Prinzen, Chief Supply Chain Officer and Vice-President, Donor Relations*
9. *Richard Smith, Chief Information Officer*
10. *Ron Vezina, Vice-President, Public Affairs*
11. *Dr. Yasmin Razack, Chief Diversity Officer*

5. Diversity, equity and inclusion and Indigenization (Y. Razack)

The board received an update on diversity, equity and inclusion (DEI) and Indigenization at Canadian Blood Services, including an overview of key priority actions from the Chief Diversity Officer (CDO), Y. Razack, since her arrival at Canadian Blood Services in December 2021:

- Three-month key priority actions – listening tour; building employee DEI capacity; launching DEI council
- Six-month key priority actions – building a critical consciousness; launching a centre for inclusive excellence
- Nine-month key priority actions – partnerships with diverse donor / registrant communities; implementing Canadian Blood Services' Reconciliation Action Plan (RAP)
- Twelve-month key priority actions – institutional accountability measures

Discussion included:

- The DEI council is working to develop organizational equity outcomes in the following key areas: employee experience and DEI/Indigenization capacity; increasing donor / registrant diversity; addressing systemic racism; Truth and Reconciliation with First Nations, Métis and Inuit (FNMI) communities; and organizational DEI: evidence-based research and data (including determining possible metrics for a future DEI dashboard).
- DEI is being discussed internationally at Alliance of Blood Operator meetings.
- Relationships are being built with different communities / equity deserving groups across the country. It will take time to build and/or repair relationships and gain the trust of some communities, but employees have shown they are willing to take the time to build these essential connections.
- There is a cross divisional team meeting regularly to ensure alignment on DEI and Indigenization issues and that any feedback or concern from staff or donors / registrants can be addressed appropriately and with a DEI and Indigenization lens.

6. Committee reports

6.1 Finance and Audit (J. Steele)

J. Steele, Chair of the Finance and Audit committee, provided an update on committee activities, including that the committee:

- Reviewed the financial results for the three months ended June 30, 2022 and the 2022-2023 forecast.
- Reviewed the internal audit report.
- Received an update on the Fraud Risk Assessment (FRA) scoping exercise.
- Discussed cost escalation for the plasma donor centre construction.
- Review the external auditor evaluation results.
- Reviewed the committee risk report.

6.2 Safety, Research, and Ethics (A. McFarlane)

A. McFarlane, Chair of the Safety, Research, and Ethics committee, provided an update on committee activities, including that the committee:

- Received a report on the activities of the bioethics consultant
- Received an update on donor safety.
- Received quarterly reports regarding supply chain and donor relations; safety initiatives; quality and compliance; innovation and portfolio management; and Link: strengthening our quality management system and culture.
- Reviewed the committee risk report.

6.2.1 Lifetime Achievement Award

*After review and discussion, **ON MOTION**, duly made, seconded and carried, **IT WAS RESOLVED THAT** the board approves the nomination of Dr. Shafique Keshavjee and Dr.*

Norman Kneteman as awardees of the 2022 Canadian Blood Services Lifetime Achievement Award.

6.3 Talent Management (J. Scott)

J. Scott, Chair of the Talent Management committee, provided an update on committee activities, including that the committee:

- Received an update on progress made in the mental health and wellbeing strategy.
- Received an update on the organization's Future of Work program.
- Received a COVID-19 update related to the organization's response to employee health, wellness and resilience.
- Received quarterly reports on occupational health and safety, and labour relations.
- Reviewed the committee risk report.
- Met with the CEO for his quarterly performance update.

6.4 Governance (K. Butt)

K. Butt, Chair of the Governance committee, provided an update on committee activities, including that the committee:

- Discussed IT governance at Canadian Blood Services. Further discussions will take place at the next committee meeting.
- Confirmed that the 2023 board retreat theme will be focused on the donor across a multitude of perspectives and products.
- Received an enterprise risk management (ERM) and business continuity management (BCM) program update.
- Received an update regarding the activities of the joint province and territories / Canadian Blood Services director selection advisory committee (DSAC).
- Reviewed and approved updates to the Governance Handbook.
- Received the Public Affairs report.

- Reviewed the committee risk report.

6.5 Canadian Blood Services Insurance Company Ltd (CBSI) and Canadian Blood Services Captive Insurance Company Ltd (CBSE) (G. Yeates)

G. Yeates, Chair of CBSI/CBSE, provided an update on recent activities:

CBSI

- Received regular business reports, including financial statements and investment reports. Key CBSI performance metrics were reviewed and there were no areas of concern noted.
- Approved the Advisory Claims Panel Terms of Reference.
- Received an update on the performance of the investment portfolio and performance of the investment managers.
- Received an update on the insurance contract (IFRS 17) and financial instrument (IFRS 9) accounting standard implementations.
- Reviewed management's initial responses to recommendations related to the April 2022 business continuity exercise which relate to CBSI.
- Received the first of three planned education sessions to explore the topic of multi-claimant exposure and management of such claims within the captive insurance program. Relevant info will be shared with the Canadian Blood Services board.

The board received the Q1 2022-2023 CBSI report which describes the performance and activities in investment matters, financial position, regulatory compliance, underwriting, claims, and governance.

7. Pathogen Inactivation Technology (PIT) update (I. Levy, W. Lefresne, C. Pambrun)

The board received an update on Canadian Blood Services' adoption of pathogen reduction to safeguard platelets and plasma, including an overview of:

- Value of pathogen inactivation
- Plans to adopt pathogen reduced platelets and plasma – roadmap

- Benefits
- Post-implementation experience – monitoring

Discussion included:

- There is currently no licensed pathogen inactivation technology for red blood cells. Once this occurs, it will provide enhanced protection for unknown pathogens, broaden the eligibility criteria for donors (e.g., eliminate some deferral criteria) and will have efficiency and productivity savings.
- There was close collaboration with prescribers during the successful phase one rollout of pathogen reduced platelets (Ottawa, ON region) which will assist with implementation nationally. Collaboration and education will continue with the rollout of pathogen reduced plasma (SD plasma).
- A small supply of non-pathogen reduced products will be kept in inventory for rare cases where it is required.

8. Corporate social responsibility (R. Vezina, K. Gustafson, M. MacIntosh)

The board received an update on corporate social responsibility (CSR), including an overview of:

- CSR intent
- Background
- Results of the materiality assessment – key highlights; next steps
- Environmental, social and governance (ESG) investing

Discussion included:

- The safety of products will always come first, with CSR providing a lens for informing decision making.
- More and more it is not enough for an organization to have good “products” (or even lifesaving products), consumers want to know an organization’s values align with their personal values before engaging with the organization.

- Prospective employees also have similar expectations in addition to wanting a stable and healthy workforce.
- CSR reporting at Canadian Blood Services will be based on GRI standards. The organization is already meeting many of the standards but is not communicating this work in a comprehensive and visible way.
- CBSI/E and the pension boards will also review or are reviewing CSR and how it applies to them. To guide this work, an ESG investing statement and beliefs have been developed.
- Canadian Blood Services' CSR work, reporting, and implementation will continue to evolve as the environment evolves.

*After review and discussion, **ON MOTION**, duly made, seconded and carried, **IT WAS RESOLVED THAT** the Board approves the environmental, social and governance investing statement and beliefs for Canadian Blood Services as proposed.*

Canadian Blood Services environmental, social and governance investing statement:

Canadian Blood Services incorporates environmental, social and governance (ESG) considerations into its investment decision-making because such factors can be sources of risk and opportunities that could affect its ability to deliver its mandate and promise.

Canadian Blood Services ESG investing beliefs:

Canadian Blood Services believes:

- *It and its related entities have a responsibility to deliver on their respective mandates and promises.*
- *Taking ESG factors into account contributes to complete, integrated management of the full scope of investment risks and opportunities.*
- *ESG factors can be sources of financial and reputational risk.*
- *ESG integration applies to most of its asset classes and portfolio management approaches, including public and private markets and active investment strategies.*



9. New Multi-product Creative Platform (R. Vezina, L. Blackadar, M. MacIntosh)

The board received an overview of the new multi-product creative platform, including an overview of:

- Brand renewal – objectives; insights
- Creative platform – objectives; development; insights
- Make all the difference – video and TV commercial
- Key performance indicators

Discussion included:

- Canadian Blood Services is a trusted name, and this campaign will build on that trust and bring awareness to all product lines – blood, plasma, stems cells, and organs and tissues.
- The campaign will run across a variety of media – newspapers, TV, radio, digital.

ON MOTION duly made and seconded, it was agreed to adjourn the meeting.

The meeting adjourned at 3 p.m. ET on Sept. 20, 2022.

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