

Board meeting minutes

Date	June 20, 2024	Session type	Closed
Chair	Dr. Brian Postl	Recording secretary	Kelsey Stewart
Attendees	<p>Board: Bob Adkins, Marilyn Barrett, Kelly Butt, Dr. Catherine Cook, David Lehberg, Anne McFarlane, David Morhart, Dr. Roona Sinha, Judy Steele, Donnie Wing, Glenda Yeates</p> <p>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), Jody Faught (Vice President, Supply Chain), Dr. Isra Levy (Vice President, Medical Affairs and Innovation, Andrew Pateman (Vice President, People Culture and Performance), Richard Smith (Vice President, Digital Solutions and Technology), Elizabeth Stucker (Vice President, Collections), Eloise Tan (Vice President, Inclusion, Sustainability and Engagement), Ron Vezina (Vice President, Donor Engagement and Public Reputation)</p>		
Guests	Ashley Haugh, David Howe, Andre Kroeger, Lindy McIntyre, Joel Merrick, Ellis Westwood		
Regrets	Bobby Kwon		

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

B. Postl, Chair, called the meeting to order and made a land acknowledgement.

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. Chair's opening remarks (B. Postl)

The chair provided the following update:

- An in-person meeting took place with the Manitoba Minister and Deputy Minister (DM) of Health on April 4.
- An in-person meeting took place with the Alberta Minister and DM of Health on May 30.
- The Saskatchewan Health Minister toured the Regina donor centre on June 12. Thank you to board member R. Sinha for attending the tour with the Minister.
- A reminder for those eligible to donate blood / blood products, summer is always a difficult time to attract donors, so please book an appointment to give.

5. Consent agenda

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

5.1 Approval of the minutes – March 26, 2024 (closed)

IT WAS RESOLVED THAT the board approves the minutes of the March 26, 2024 closed meeting.

5.2 Enterprise risk management - quarterly report

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.

5.3 Quarterly information technology update

The board received an update regarding IT operations, key enterprise projects, risks and emerging issues, and information security.

5.4 Financial summary – Q4 2023-2024 financial review analysis

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

5.5 2024-2025 budget update

The board received a reconciliation of the 2024-2027 corporate plan and the 2024-2025 budget as approved by the members (health ministers).

5.6 Enterprise facility asset management and pacific redevelopment plan update

The board received an update on the enterprise facility asset management (EFAM) transformational initiatives and investment programs. An update was provided on the assessment of Canadian Blood Services pacific operations and the high-level redevelopment plan with its forecast on cost and timing.

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 year ended March 31, 2024.
- Received the 2023-2024 external audit, with a clean audit opinion.
- Reviewed the financial statements for the year-ended March 31, 2024 and recommends for board approval at the open board meeting.
- Received an overview of procurement matters.
- Received an update on Grifols financials.
- Received an update on the enterprise facility asset management.
- Reviewed the internal audit report.
- Received updates on the pension plans (Defined Contributions, Defined Benefits and Executive).
- Reviewed agreements for board notification.
- Reviewed the internal controls over financial management update.
- Received a summary of finance and audit committee function review.
- Received a Grifols governance update.
- Reviewed the internal audit and Internal Controls over Financial Management (ICFM).
- 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 Canadian Blood Services Rare Blood Program.
- Reviewed the 2023 Surveillance Report - the 25th Anniversary Edition.
 - Received an update on the prevalence of pathogens in donations.
 - Received an update on the incidence of reactions for whole blood donations.

- Received quarterly team updates.
- Reviewed the committee risk report.

6.3 Talent management (D. Lehberg)

D. Lehberg, Vice Chair of the talent management committee, shared that the meeting was postponed until mid-July.

6.4 Governance (D. Morhart)

D. Morhart, Chair of the governance committee, provided an update on committee activities, including that the committee:

- Reviewed the feedback from the April 2024 board retreat.
- Began a review of the board committee structure.
- Received a final version of the organization's refreshed Corporate Risk Profile (CRP) v9.0.
- Received the annual report on the performance of the cybersecurity program and management's plans for the fiscal year ahead (2024-2025).
- Received an update on system governance effectiveness activities.
- Received regular updates regarding safe reporting activity; the 2024-2025 governance committee responsibility matrix; timelines for board recruitment, nomination, and election (leading up to the fall 2025 annual general meeting); the board 2023-2024 and 2024-2025 budgets; feedback on the March 2024 meeting; the board quarterly IT report.
- Reviewed the committee risk report.

6.5 Consumer directors (B. Adkins, D. Lehberg)

B. Adkins and D. Lehberg, consumer directors, provided an update on issues of importance to stakeholders, in particular to organizations representing patients that use products or services provided by Canadian Blood Services:

- Patient groups making their voices heard to Hamilton Public Health Committee.
- Support for apology to 2SLGBTQIA+ communities.
- Growing interest in promoting blood donation through the Partners for Life (PFL) program.

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

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

- Received regular business reports, including financial statements, investment and audit reports. Key CBSI performance metrics were reviewed and there were no areas of concern noted.
- Received a report from the investment advisor, Concord, on performance of the investment portfolio and performance of the investment managers, as well as asset allocation modelling scenarios.
- Received an education session on the new accounting standards (IFRS 17 & 9)
- Approved the following:
 - Statutory and Audited Financial Statements
 - Corporate Plan and Budget for fiscal years ending March 2025-2028
 - Annual Insurance Policy Limit Replenishment
 - Routine policy reviews:
 - CBSI Approval of Policy for Insurance Limits
 - CBSI Incident Expense Management Policy
 - CBSI Underwriting Manual
 - Captive Program Review Policy
- Reviewed and discussed the notion of allocating a portion of CBSI premium net assets as part of risk reduction efforts of Canadian Blood Services as the insured.

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

- Received regular business reports, including financial statements, investment reports and the annual premium analysis.
- Approved the following:
 - Audited Financial Statements
 - Corporate Plan and Budget for fiscal years ending March 2025-2028

6.6.1 CBSI and CBSE annual report and financial statements

The Canadian Blood Services board received the CBSI and CBSE annual reports and financial statements.

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

The meeting adjourned at 4:33 p.m. ADT on June 20, 2024.

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