



Summary of proceedings:
Export Development Canada's Advisory Council on
Corporate Sustainability and Responsibility

Date: November 18-19, 2019

Participants

From the CSR Advisory Council:

Anita Ramasastry, Dean Emeritus, University of Washington School of Law- *via video conferencing*

David Wheeler, Co-Founder of the Academy for Sustainable Innovation

Rosemary McCarney, Former Canadian Ambassador and Permanent Representative to the United Nations in Geneva

Marie-Lucie Morin, Corporate Director and member of the Security and Intelligence Review committee

Christa Wessel, Chief Operating Officer and General Counsel at ClearView Strategic Partners Inc

From Export Development Canada (EDC):

Martine Irman, EDC Board Member

Mairead Lavery, President & CEO, and Council Chair

Justine Hendricks, Senior Vice-President, Sustainable Business Enablement

Todd Winterhalt, Senior Vice-President, Communications & Strategy

David Guy, Vice-President, Corporate Sustainability and Responsibility

David Bhamjee, Vice-President, Public Affairs & Corporate Secretary

Absent

Gordon Lambert, Suncor Sustainability Executive in Residence, Ivey School of Business, Western University

Eduardo Bohorquez, Executive Director of Transparencia Mexicana



On November 18 -19, 2019, EDC convened the Fall session of its Advisory Council on CSR. The theme of the meeting was CSR Governance, specifically the roles of the Boards of Directors and emerging trends in this area. EDC welcomed as special guests for the Fall Session two prominent subject matter experts; Ms Jane Nelson – Director of the Corporate Responsibility Initiative at the Harvard Kennedy School, and Coro Strandberg – President of Strandberg Consulting and global expert on sustainability leadership. Ms Nelson and Ms Strandberg provided relevant insight and guidance as EDC’s executive team and the Advisory Council explored together the potential role of EDC’s Board of Directors in overseeing and providing guidance to EDC in fulfilling its strategic CSR objectives.

Relevant points of discussion during the session included:

- a) CSR governance is particularly relevant given that EDC is establishing CSR as one of the cornerstones of its strategic focus. It stands to reason that our Board of Directors would want to, and in fact need to, take an active role in providing oversight to EDC in this area.
- b) Global standards on the roles of Boards of Directors are changing and emergent practices are developing rapidly, particularly in the domain of CSR. It is widely acknowledged that CSR and ESG (Environmental & Social Governance) issues have wide-ranging impacts on any enterprise – particularly a globally oriented one like EDC. For EDC to be at the forefront in this area, we must leverage our Board in providing insight and guidance.
- c) Effective CSR/ESG performers weave CSR/ESG considerations into a cross-section of practices and lines of business
- d) Many leading organizations have begun to incorporate sustainability and responsible business into their respective mission, vision and values statements as a way of anchoring the enterprise in sustainable and responsible business.
- e) Boards of Directors have begun to explore their connections to, and oversight of, their respective enterprise’s internal and external stakeholders
- f) Boards of Directors are increasingly recognizing that they have a role to play in ensuring that CSR practices are up-to-date and relevant for the environment. Furthermore, Boards recognize that these issues are foundational to enterprise value protection and creation.

With this in mind, EDC was encouraged to consider certain options as a means of enhancing the role of its Board of Directors in overseeing EDC’s CSR/ESG practices:

- i) Consider how CSR/ESG issues might receive special Board focus, potentially through its Committee structure, specialized training, establishment of CSR/ESG champions at the Board level, etc.



- ii) Consider how sustainable and responsible business might be more overtly promoted through EDC's purpose mission, values, etc.
- iii) Consider how sustainable and responsible business standards and considerations might be established as part of the core decision-making lens through which all important strategic and operational decisions are made
- iv) Consider alternatives in how EDC Board of Directors might establish "listening posts" amongst internal and external stakeholder groups
- v) Consider how ESG performance might be included in EDC's corporate scorecard.

The Fall session of the CSR Advisory Council re-affirmed the strategic value EDC management derives from this important exercise. EDC's President and Chair are appreciative of the special contributions of Ms Nelson and Ms Strandberg and the invaluable advice of each Advisory Council member in helping EDC continue to mature its sustainable and responsible business performance.