

Board Meeting Minutes

Date	March 3 – 4, 2021	Session type	Closed
Chair	Mel Cappe	Recording secretary	Ashley Haugh
Attendees	<p>Board: Bob Adkins; Kelly Butt; Craig Knight; David Lehberg; Anne McFarlane; Lorraine Muskwa; Dr. Brian Postl, Dunbar Russel; Dr. Jeff Scott; Judy Steele; Glenda Yeates; Victor Young</p> <p>Executive Management Team: Dr. Graham Sher (Chief Executive Officer); Jean-Paul Bédard (Vice-President, Plasma Operations), Judie Leach Bennett (Vice-President, General Counsel and Chief Risk Officer); Dr. Christian Choquet (Vice-President, Quality and Regulatory Affairs); Ralph Michaelis (Chief Information Officer); Andrew Pateman (Vice-President, People, Culture and Performance); Dr. Chantale Pambrun (Co-Acting Vice-President, Medical Affairs and Innovation); Dr. Tanya Petraszko (Co-Acting Vice-President, Medical Affairs and Innovation); Pauline Port (Chief Financial Officer and Vice-President, Corporate Services) Rick Prinzen (Chief Supply Chain Officer and Vice-President, Donor Relations); Ron Vezina (Vice-President, Public Affairs)</p>		
Guests	Suzanne Bergeron, Cheryl Doncaster, Rachel Kenney, Lise Simpson, David Wolfenden		
Regrets			

1. Call to order (M. Cappe)

M. Cappe, Chair, called the meeting to order.

2. Approval of agenda (M. Cappe)

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

3. Declaration of conflict of interest (M. Cappe)

There were no conflicts of interest declared.

4. Chair's report

M. Cappe, board chair, provided the following update:

- Met virtually with the new Manitoba Minister of Health and Seniors Care, Heather Stefanson.
- Met virtually the Ontario Minister of Health, Christine Elliott. Ontario will become Canadian Blood Services' lead province on April 1, 2021 for a two-year period.
- Met virtually with the New Brunswick Minister of Health, Dorothy Shephard.
- Met with the Ontario Parliamentary Assistant to the Minister of Health, Robin Martin. R. Martin will be Ontario's representative and the co-chair of the Director Selection Advisory Committee.

5. Patient story

A short video of Cayleigh Kearns' diagnosis with common variable immune deficiency (CVID) and the lifesaving subcutaneous immunoglobulin she takes at home twice a week was shared with the board.

6. Consent agenda (M. Cappe)

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

6.1 Approval of the minutes

IT WAS RESOLVED THAT the board approves the minutes of the Dec. 1-2, 2020 closed meeting.

6.2 Approval of the minutes

IT WAS RESOLVED THAT the board approves the minutes of the Dec. 3, 2020 open meeting.

6.3 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.

In addition to the written report, the board also discussed the following items from the operations and strategy performance report:

- A large number of first-time donors have been through walk-in appointments. With no walk-in appointments due to the pandemic, attracting and retaining new donors has been more difficult.

6.4 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.

In addition to the written report, the board also discussed the following items from the enterprise risk management report:

- Canadian Blood Services is seeking assurances from vendors regarding their labour practices. A Corporate Social Responsibility strategy is also in development which will further guide the organization in areas such as purchasing.

6.5 Quarterly cybersecurity report

The board received the quarterly cybersecurity report, highlighting the key initiatives and outcomes to advance and mature the posture of cybersecurity at Canadian Blood Services.

- **ACTION:** Updated cybersecurity strategy will be presented to the board later in 2021.

7. COVID-19 (J. Leach Bennett, C. Doncaster, L. Simpson)

The board received an update on key COVID-19 related business activities, including an overview of:

- Stability of operations
- Employee wellness
- COVID-19 convalescent plasma (CCP)
- Vaccine access for Canadian Blood Services' employees
- SARS-CoV-2 seroprevalence study
- Lessons learned

Discussion included:

- Despite the pressures of the pandemic, the organization has remained stable and in a state of control. This includes inventory; demand be projected; critical supplies; quality metrics and reviews; engaged and committed donors; etc.
- In the last quarter there have been some shutdowns due to COVID, Concourse Gate in Ottawa and Kelowna collections, but these have been managed in a controlled manner working in partnership with public health.
- Management continues to pay close attention to employee health and wellness. Employees have had to manage through a lot of change at work, especially frontline employees who must come into a collection site or facility each day, and in their personal lives. The organization continues to provide a variety of enhanced supports and leave options for employees.
- Reduced travel options, especially flight routes, has been a pressure for the organization. Domestic carriers have prioritized Canadian Blood Services' shipments and product has been able to move around the country as necessary. Management continues to work with the federal government / the Public Health Agency of Canada (PHAC) to ensure international stem cell carriers are admitted to the country in a timely manner with the life saving products they transport.
- While the clinical trial for CCP has been halted, employees are proud of their contribution to investigating this important clinical question. Canadian Blood Services is willing to participate in other trials that may come forward.

- Management is working with all levels of governments – federal, PTs / vaccine distribution leads, municipal / public health units to ensure prioritized access to vaccines for Canadian Blood Services as per the National Advisory Committee on Immunization (NACI) guidelines.
- Lessons learned during the pandemic are fed back into the organization immediately and are recorded for future business continuity management improvements and review. The organization continues to be agile and resilient to new circumstances.
- Plan ahead work will ensure the organization is more resilient to any disruption, not just a pandemic-like event.
- During the pandemic, the organization has been able to quickly pivot – i.e., shifted more collections to permanent sites as previous mobile sites weren't accessible (schools, churches, business, etc.); further developed an entrepreneurial spirit to solve problems and adopt technology; etc.
- The board will continue to be updated on COVID activities and lessons learned.
- The board expressed its thanks to all employees for their commitment and dedication during the pandemic.

8. Employee mental health update (A. Pateman, S. Bergeron, R. Kenney, D. Wolfenden)

The board received an update on the state of employee mental health and psychological well-being. Discussion included:

- Immediate, short-term, and long-term work is ongoing to monitor and support employee mental health and well-being.
- During the pandemic, additional measures and supports have been put in place to support employees – new leave categories, financial stability, drop-in counselling services, ongoing communication, access to online wellness and fitness programs; etc.
- Frontline and administrative / office (many currently working from home) employees have faced different challenges and experiences, especially during the pandemic. This is all being monitored to ensure appropriate supports are in place now and for the future for all employees.
- Mental health first aid training is being rolled for managers and supervisors and discussions are taking place with the Centre for Addiction and Mental Health (CAMH) regarding further training opportunities.

- Deloitte recently conducted (November 2020) a maturity assessment of the organization's current mental health and wellness offerings. The assessment provided some opportunities to build on the foundation that has already been put in place, as well as assessed maturity on each factor of the National Standard of Canada for Psychological Health and Safety.
- Employee surveys are done on a regular basis, however, some of the quarterly pulse surveys were paused during the pandemic as there were other surveys being issued (e.g., diversity, equity and inclusion; and COVID-related surveys).
- Data from all surveys and assessments are used to develop action plans, continuous improvement, and next steps.
- The ongoing surveys and assessments do show that Canadian Blood Services is within benchmark standards related to employee wellbeing (e.g., for percentage of employees who self-identify as having mental health issues, use of mental health prescription drugs, etc.).
- Management is committed to advancing an updated mental well-being strategy to ensure the ongoing wellness and support of employees.

9. Committee reports

9.1 Finance and Audit (J. Steele)

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

- Approved the 2020-2021 external audit plan.
- Reviewed the internal audit report, including status of outstanding items and open audit issues.
- Approved the internal audit component of the 2021-2022 audit program.
- Received an update on the pension review which outlined actions by the ad-hoc pension review committee.
- Reviewed the projected year-end financial position.
- Received the financial statements and related materials for the period ended December 31, 2020.

- Reviewed the committee risk report.
- Approved the foreign exchange strategy.
- Reviewed amendments to the Defined Benefits Pension Plan Trust Agreement and recommend it for board approval.

*After review and discussion, **ON MOTION**, duly made, seconded and carried, **IT WAS RESOLVED THAT** the board approves amendments to the Canadian Blood Services Defined Benefit Pension Plan Trust Agreements as proposed by the Board of Trustees.*

9.2 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 an update on donor reaction data following COVID-19 changes to donor safety initiatives.
- Received a report on source plasma donor safety.
- Discussed plans to respond to a COVID or other disease outbreak at one of the main operations facilities. The committee suggests that a tabletop exercise be developed to review emergency preparedness measures at both the SREC and Board levels.
- Received quarterly reports regarding donor relations and supply chain; safety initiatives; quality and compliance; and Link: strengthening our quality management system and culture.
- Reviewed the committee risk report.

9.3 Talent Management (C. Knight)

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

- Canadian Blood Services was selected as one of the National Capital Region's Top Employers for 2021.
- Received an update on diversity, equity and inclusion (DEI) activities including management's plans to enroll in the federal government's 50-30 challenge to achieve 50% gender parity on boards and senior management and 30% representation on

boards and senior management of other underrepresented groups. Provided comments on the draft board DEI policy.

- Received a COVID-19 update on employee wellness and resilience.
- Reviewed the committee risk report.
- Met with the CEO for his quarterly performance update.
- Reviewed the CEO performance review survey for 2020-2021.
- Approved the CEO's performance goals for 2021-2022.

9.4 Governance (K. Butt)

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

- Reviewed a broad, board-level DEI policy that affirms Canadian Blood Services' commitment to DEI.
- Received a report on the director recruitment, nomination, and election process
- Discussed opportunities to make membership on the board more attractive and feasible for younger, intra-career candidates, and it was agreed to discuss this further at a future meeting.
- Board members are encouraged to recommend candidates for board membership.
- Received an update on planning for the virtual board retreat.
- Received an update on public affairs activities.
- Reviewed the committee risk report.

9.5 National Liaison (B. Adkins, D. Lehberg)

B. Adkins and D. Lehberg, NLC Co-Chairs, provided an update on recent activities:

- The NLC hasn't met since the last board meeting.
- The Co-Chairs continue to meet with the Public Affairs team regarding enhanced stakeholder communication.



9.6 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 an update on claims activity.
- Reviewed the investment portfolio and performance.
- Met with the newly appointed global equity investment manager.
- Received information regarding the status of the IFRS 17 analysis and approved next steps, which includes funding for engaging a third party.
- Received an update on the progress of both phases of the captive review, the catastrophic modelling and the operational performance review, and approved engagement of the firm to undertake the operational performance review.
- Approved the Audit Plan (for the year ended March 31, 2021); updates to the Primary Blood Risks Liability policy and 5-year renewal; cyber damage and expense updated wording.

CBSE

- Received regular business reports, including financial statements and investment reports.
- Approved the Audit Plan as well as renewal of the Excess Blood Risks Liability policy.

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

The meeting adjourned at 3 p.m. ET on March 4, 2021.

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