

Board Meeting Minutes

Date	Dec. 2, 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: 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); Dr. Isra Levy (Vice President, Medical Affairs and Innovation); Ralph Michaelis (Chief Information Officer); Andrew Pateman (Vice-President, People, Culture and Performance); 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); Dr. Yasmin Razack (Chief Diversity Officer)</p>		
Guests	Ali Ahmed; Cheryl Doncaster; Moira McIntosh; Lindy McIntyre; Mark Seed; Lise Simpson; Sheila Ward; Consultant: Aaron Amorosi		
Regrets	Dr. Graham Sher (Chief Executive Officer)		

1. Call to order and land acknowledgement (M. Cappe)

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

It was acknowledged that the land that the board gathered on is the traditional unceded territory of the Algonquin Anishinaabeg People, whose presence reaches back to time immemorial.

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:

- Dr. Yasmin Razack, Canadian Blood Services' first Chief Diversity Officer, was welcomed to the organization.
- The board congratulated all of the award recipients from the Honouring Canada's Lifeline event that was held on Nov. 29, 2021 and expressed their thanks to the team who organized the event.

5. Consent agenda (M. Cappe)

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

5.1 Approval of the minutes

***IT WAS RESOLVED THAT** the board approves the minutes of the Sept. 20-21, 2021 closed meeting.*

5.2 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:

- In-person donor recruitment (for all parts of the organization) remains suspended due to the pandemic. This has led to a higher reliance on digital recruitment. Donor retention has been strong throughout the pandemic. New donor recruitment (for blood) has not been meeting targets but has increased recently. This is not unique to Canadian Blood Services; other blood operators are reporting similar issues. A new recruitment campaign will launch in February/March 2022 which will hopefully increase awareness of blood donation.
- There continues to be targeted recruitment to racialized and Indigenous communities. Building trust in the organization is an important element of recruitment for these communities. It is also important to examine the processes and practices of Canadian Blood Services that may be inaccessible and inequitable to various communities.
- Additional resources have also been added for recruitment of employees, mainly focused on frontline employees. Diversity, equity and inclusion (DEI) and employee experience are featured in advertisements for new employees.
- Management continually seeks opportunities to increase efficiency and production to decrease costs across the organization while also ensuring that there are safe and sufficient products for Canadian patients.
- Canadian Blood Services has shown it is able to ramp up collections during the pandemic when there is increased demand for blood / blood products. When there are warning signals regarding blood supply, Canadian Blood Services works with the National Emergency Blood Management Committee (NEMBC) to put mitigating measures in place to prevent supply issues.
- COVID-19 continues to disrupt the expected growth trajectory for both immunoglobulin products (intravenous immunoglobulin (IVIg) and subcutaneous immunoglobulin (SCIg)). The demand growth for these products was below projections, although still an increase from the previous year, resulting in higher inventory levels. These products have a long shelf life so there has not been an increase in outdated products due to the higher inventory.

5.3 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.

5.4 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.

In addition to the written report, the board also discussed the following items from the quarterly cybersecurity report:

- Management continually monitors and assesses cybersecurity risks and enhances risk mitigation strategies as necessary. There is also ongoing training and awareness for employees on cybersecurity risks including phishing.

5.5 Financial scorecard

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

5.6 National Facilities Redevelopment Program (NFRP) report

The board received an information update on the status of the National Facilities Redevelopment Program.

6. COVID-19 response and vaccination policy update (J. Leach Bennett, I. Levy, C. Doncaster, S. Drews, L. Simpson)

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

- State of operations
- COVID-19 vaccination policy – employees; volunteers, third-party contractors, and visitors; donors
- Looking ahead
- COVID-19 in the fall and winter 2021- 2022 - Omicron variant; variables influencing respiratory virus circulation patterns; what to do if winter surges might become the norm

Discussion included:

- Despite the pressures of the pandemic, the organization has remained stable and in a state of control. This includes inventory; projected demand; employee health and safety; mental wellness; critical supplies; quality metrics and reviews; engaged and committed donors; etc.

- There continues to be ongoing monitoring and surveillance (for COVID as well as other viruses, pathogens, etc.); the organization will continue to be vigilant.
- General feedback on the fully vaccinated workforce policy has been positive.
- Donors are not currently included in the vaccination policy; however, work is underway to examine this possibility. Donor surveys as well as seroprevalence data indicate that over 96% of donors are vaccinated.
- Canadian Blood Services continues to be involved in seroprevalence work through the federal COVID-19 Immunity Task Force.

7. Management response status report: collaborative performance review and OAGO audit (P. Port, A. Ahmed, S. Ward)

The board received an update on progress in undertaking the management responses to the performance review and Office of the Auditor General of Ontario (OAGO) audit recommendations, including an overview of:

- Status of recommendations – performance review; OAGO audit
- Next steps

Discussion included:

- Recommendations related to data sharing would assist Canadian Blood Services with forecasting, updates to the PPRP formulary, etc.
- There are several recommendations that will require close collaboration and agreement between Canadian Blood Services, provinces and territories (PTs), stakeholders, etc. These recommendation may take several years to resolve before they can be considered completed.

8. Corporate Social Responsibility (R. Vezina, M. MacIntosh, M. Seed, Consultant: A. Amorosi)

The board received an update on Corporate Social Responsibility (CSR) at Canadian Blood Services, including an overview of:

- The case for change
- Global sustainability trends

- CSR leadership attributes
- CSR intent
- CSR journey

Discussion included:

- CSR plays an important role in attracting and retaining employees and is tied to the creating an engaging employee experience key focus area in the strategic plan.
- Canadian Blood Services already undertakes many CSR activities, but there is currently no comprehensive way of reporting or benchmarking CSR progress. The CSR program will bring this to the organization; in addition to enhancing CSR initiatives.
- Employees are excited about the CSR program. Key areas that have been identified by employees for action are DEI, employee wellness and climate change. They also want to ensure there is transparency in setting goals and targets.
- Language is important when addressing CSR issues – e.g., using acronyms such as DEI or discussing DEI as a topic can have the appearance of softening issues that need to be addressed such as transphobia, racism, disability, etc.
- There may need to be agreements with other organizations for some issues – e.g., reducing medical waste.
- Work taking place in the next few months (which includes surveys, interviews, etc. with employees, board, stakeholders, etc.) will help management narrow down the priority focus areas for the CSR program.
- There will be ongoing discussions with the board regarding the scope and cost of CSR activities.
- The enterprise risk management reporting and oversight structure could provide a good model to emulate for the reporting and board oversight for CSR (e.g., the Governance Committee could oversee the implementation of the program with other committees discussing components relevant to their committee and the board reviewing the full reporting).

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:

- Received an update on PPRP inventory.
- Reviewed the financial results for the six months ended Sept. 30, 2021 and a forecast for the remainder of the 2021–2022 fiscal year.
- Received an update on CBSI/E account standards.
- Reviewed the COSO mapping results.
- Reviewed the internal audit plan.
- Approved the renewal of Internal Audit services agreement
- Reviewed the pension summary report.
- Reviewed the committee risk report.

Discussion included:

- The PPRP forecast is developed based on market conditions, discussions with the PTs, etc. Canadian Blood Services holds inventory until it is requested by hospitals. The PTs pay for PPRP based on utilization in their jurisdiction.

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 the New Brunswick cluster of neurological syndrome of unknown cause.
- Management reported that there were no new concerns at this time related to emerging or known pathogens.
- Received a presentation on *Climate Change: impact on microbiological and infectious diseases threats to blood safety*.

- Received an update on the BC floods and the impact on operations.
- Received quarterly reports regarding supply chain and donor relations; safety initiatives; quality and compliance; and Link: strengthening our quality management system and culture.
- Reviewed the committee risk report.

Discussion included:

- Management continues to closely monitor the cluster of neurological syndrome of unknown cause in New Brunswick and follow-up action is being taken as required.

9.3 Talent Management (C. Knight)

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

- Received an update on the organization employee survey that will launch in January 2022.
- 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.
- Deferred the CEO and EMT compensation benchmarking until December 2022.
- Reviewed the committee risk report.
- Met with the CEO for his quarterly performance update.

9.4 Governance (K. Butt)

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

- Considered priority skills and attributes for incoming directors and assigned priority to the following skills: healthcare clinician, health research, IT, and marketing. Additionally, gender parity and racial diversity were also prioritized.
- Reviewed the director recruitment cycle and determined that there would be no framework changes recommended to the PTs at this time.

- Approved a proposal to formalize a board of directors succession plan.
- Approved a refreshed director orientation program.
- Reviewed the results of the National Liaison Committee (NLC) transition.
- Reviewed stakeholder response to the donor sexual behaviour-based screening submission.
- Approved an assumption for the 2022-2023 board budget.
- Approved board committee meetings being held virtual for 2022-2023.
- Reviewed the committee risk report. Based on discussions regarding the impact of the BC floods to the organization, recommended the board receive an update on business continuity planning.
- Approved revisions to the following policies: Approval/reimbursement of CEO expenses; environmental sustainability; and code of conduct.

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

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

- The final National Liaison Committee meeting was held on Nov. 3, 2021.
- Staff are now beginning outreach to develop the new standing engagement bodies and expect the Patient Engagement Forum, as one of these, to be convened in the first part of 2022.
- Stakeholder support for these changes have been strong. The co-chairs will be closely monitoring stakeholder reactions during the transition process.

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 regular business reports, including financial statements and investment reports. Key CBSI performance metrics were reviewed and there were no areas of concern noted.

- Received an update on the status of the captive accounting standards project and next steps.
- Reviewed expenses related to claims.
- Approved the annual update to the CBSI corporate risk profile; an updated CBSI and Canadian Blood Services intercompany agreement; and the premium net asset policy.
- Received an update on the captive review project.
- Participated in a panel interview to better understand the ways that Environmental, Social and Governance (ESG) elements may be integrated into investment decision-making.

CBSE

- Received regular business reports, including financial statements and investment reports.
- Received an update on the status of the captive accounting standards project and next steps.
- Participated in a panel interview to better understand the ways that Environmental, Social and Governance (ESG) elements may be integrated into investment decision-making.

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

The meeting adjourned at 3:20 p.m. ET on Dec. 2, 2021.

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