

Complimentary Virtual  
Town Hall by GOVERN for IMPACT

**Equity, Diversity, Inclusion, and Justice  
– Why is This the Board’s Business...  
and the Role of the Board**

Thursday, October 6, 2022  
11:30-1:15 pm (Eastern Time)

let's talk

GOVERN for IMPACT

# Introductions



**John Tzountzouris**  
Registrar & CEO  
College of Medical  
Laboratory Technologists  
of Ontario



**Darcy Belisle**  
Lawyer and Certified  
Equity, Diversity, and  
Inclusion Consultant



**Tom Keyse**  
Lawyer and Governance  
Consultant  
Charney Associates



**Karen Fryday-Field**  
Senior Consultant  
Meridian Edge Leadership &  
Governance Consulting  
and  
CEO, GOVERN for IMPACT



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# Agenda

Welcome, Introductions, Purpose of Town Hall	Karen Fryday-Field
The Challenges – More Fully Explored	Darcy Belisle
A Framework for Boards to Address Governance Matters Related to EDI-J	Karen Fryday-Field
Break	
Board Case Example of Moving Forward on EDI-J	John Tzountzouris
Connection Between EDI-J and ESG	Tom Keyse
Discussion	Karen Fryday-Field
Wrap-up	Tom Keyse

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- Take care of yourself
- Respectful listening & speaking
- Reflect before responding
- Openness to diverse viewpoints
- Ask questions and take risks with learning
- Focus on building awareness and understanding

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## Making the Case for DEI-J

Darcy Belisle, MA, JD, CCIP


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## Board Leadership Impact: DEI-J





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## Making the Case for DEI-J


- Business
- Mandate
- Legislation & Compliance
- Ethics




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## Resources




- *The Inclusion Dividend: Why Investing in Diversity & Inclusion Pays Off.* Mason Donovan and Mark Kaplan. 2019.
- *Waiter, is that inclusion in my soup? A new recipe to improve business performance.* Deloitte. 2013.
- *The inclusion imperative for boards: Redefining board responsibilities to support organizational inclusion.* Deloitte. 2019.
- *The Diversity Scorecard: Evaluating the Impact of Diversity on Organizational Performance.* Edward Hubbard. 2015.



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## A Framework for Boards to Address Governance Matters Related to EDI-J

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## The call for systemic change in society and in our organizations has never been louder.

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People are no longer satisfied with superficial or inauthentic intentions of change.

- Board Members, this means we not only need to be prepared to make bold and tough policy decisions; we need to lead and ensure these decisions have impact.

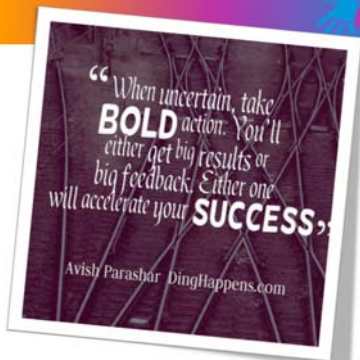


**We can change the world**  
and make it a better place. It is in your hands to make a difference.  
-Nelson Mandela


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**Bold actions are needed to communicate clearly to all stakeholders how adamant organizations/Boards are in addressing injustice, discrimination, inequity, and exclusion.**



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Recognizing that there are key reasons for organizations to address equity, diversity, inclusion, and justice matters...

- Purpose Case
- Business Case
- Legislation and Compliance Case
- Ethics Case
- Human Case

**WHERE DOES THE BOARD FIT IN?**



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**Back to First Principles...The Role of the Board**

- Purpose and Strategic Direction
- Organization Protection
- Assurance
- Connection with Careholders



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If there is a significant societal issue/matter/concern/threat/need, where does the Board fit in?

**Let's Discuss**



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**Ultimate Goals of EDI-J**

An intentional consensus is forming that identifies the ultimate goals of EDI-J as:

- Creating a better, equitable world for everyone,
- Advancing an inclusive culture where people can belong, and
- Improving organizational effectiveness.



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## A Framework of Policy and Governance Approach Matters

**Vision for Impact of EDI-J – The Connection to Your Purpose (Ends)**

**How Does the Policy Governance System Add Value for Board's Addressing EDI-J?**

**Business Drivers/Operations/Programs/Services Implications**

01 Board Leadership

02 Board Practices and Processes

03 Human Resources

04 Business Drivers/Operations/Programs/Services Implications

05 How Does the Policy Governance System Add Value for Board's Addressing EDI-J?

06 Vision for Impact of EDI-J – The Connection to Your Purpose (Ends)

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## Vision for Impact

- Are EDI-J concepts an integral part of your overall organizational and Board values, vision, outcomes, policies, and practices?
- Is EDI-J embedded in the organizational culture and fabric as a core value, a means of achieving respectful and accessible belonging, source of innovation, a determinant of business success and sustainability?

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## Vision for Impact

- Is your organization proactive and responsive to EDI-J challenges faced by the broader community/society and do you recognize that the organization is a microcosm of the society or broader communities in which your organization exists and operates?
- Does your Board strive for excellence and in doing so recognize that EDI-J thinking and initiatives are part of its success?

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## EDI-J – The Connection to Purpose

**EDI-J – A philosophy for how you exist and operate and/or an actual purpose for your organization.**

A philosophy for how you exist and operate

- We operate with an inclusive and diverse Board and staff ensuring we are ethical, prudent, equitable, and just in our decisions and actions.

A purpose for your organization (an Outcome or End)

- We exist for a future which is just and where everyone belongs.


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## Board Leadership Considerations

- The Board, in its governance leadership role, views achievement of EDI-J as an important part of vision and oversight in the Board's role.
- The Board aspires to be a role model and inspire the organization to make significant achievement in EDI-J.
- The Board is viewed as trustworthy and honest by the careholders/owners and the organization given its policy direction and EDI –J behaviours.
- The Board publicly supports EDI-J related approaches and behaviours, even if they are perceived by some to be controversial.
- The Board ensures EDI-J is systemic, sustainable, and woven into the core being of the organization.

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## Board Practices and Processes

- The organization's governance structure is supported by inclusive practices to mitigate circumstances of power and dominance.
- The Board's recruitment strategy results in transparent and equitable, inclusive, and diverse recruitment of all Board Members (this will not interfere with a skills-based/qualifications based Board).
- The Board creates and takes accountability for its governance process policies and practices ensuring a psychologically and physically safe Board environment.
- Governance/Board Process Policies (e.g. how we set our Board's agenda) ensure EDI-J are practiced by the Board.

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## Human Resources/Relationship with Staff Policy Considerations

- The Board takes accountability for overseeing that the organization leadership creates a psychologically and physically safe workplace.
- The organization's talent management, advancement, and retention processes result in equitable relationships and treatment of employees.
- The organization's reputation for genuine, quality EDI-J efforts enhances its ability to attract diverse and under-represented employees.
- The organization maintains equitable job design, classification, and compensation practices.
- Qualified diverse employees hold positions at all levels and functions demonstrating EDI-J practices.

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## Human Resources/Relationship with Staff Policy Considerations

- The organization's (Board and Administrative) policies and procedures regarding compensation benefits, work-life integration, and flexibility meet the organization's commitment to decent work, psychological safety, and respect for human rights.
- The organization's values regular reputational risk evaluation on several EDI-J matters such as racism, sexism, homophobia, harassment, and discrimination.
- The organization's EDI-J training and learning programs result in behaviour change that advances the organization's strategy and enhances inclusion and equity.

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## Business Drivers/Operations/Programs /Service Implications

- The organization successfully uses diverse teams, groups, networks, beneficiaries, partners, and stakeholders to ensure programs and services are inclusive and equitable.
- The organization services/programs/products are periodically assessed for structural bias and adjustments are made to ensure that unconscious bias does not interfere with practising with EDI-J.
- The organization actively listens and learns about EDI-J matters and issues that individuals may face coming into contact with or using the organization's services/products.

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## Policies Are About Board Values and Are Created to Stimulate Action Underneath or Aligned With These Policy Decisions

<b>Vision for Impact</b>	<ul style="list-style-type: none"> <li>• Governance/Board Process Policies</li> <li>• Critical Outcomes (Ends) Policies – could be impacted</li> </ul>
<b>Board Leadership &amp; Board Practices and Processes</b>	<ul style="list-style-type: none"> <li>• Governance Philosophy or Approach Policy Decisions</li> <li>• Governance/Board Process Policies</li> </ul>
<b>Human Resources</b>	<ul style="list-style-type: none"> <li>• Executive Boundaries Policy Decisions</li> </ul>
<b>Business Drivers/Operations /Programs/Services Implications</b>	<ul style="list-style-type: none"> <li>• Executive Boundaries Policy Decisions</li> <li>• Board/CEO Relationship Policies</li> </ul>

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## Policies Are About Board Values and Are Created to Stimulate Action Underneath or Aligned With These Policy Decisions

<b>Board Monitoring</b>	<ul style="list-style-type: none"> <li>• Regular Evidence-Based Evaluation as to Whether These Policy Decision are Being Achieved.</li> </ul>
<b>Careholder Connection</b>	<ul style="list-style-type: none"> <li>• Informing the Board of the Values of Those to Whom the Board is Accountable</li> </ul>

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## Resources

1. Collective Equity: A Movement for Creating Communities Where We All Can Breathe, Sonja Hollins-Alexander (ISBN 978-1071844748)
2. Health Equity Impact Assessment Workbook, Ontario Ministry of Health, Spring 2012
3. Global Diversity, Equity, and Inclusion Benchmarks – Standards for Organizations Around the World, 2021 Edition, The Centre for Global Inclusion

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## Board Case Example



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## Why the Board Became Involved

- Legal obligations
  - Government requirements
- Governance obligations
  - Governance Process Policies
- Moral obligations
  - Moral imperative



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## Board Case Example



### Why the Board Became Involved

- Legal obligations
  - Government requirements


### College Performance Measurement Framework

Measure 3.3 The College has a Diversity, Equity and Inclusion (DEI) Plan.

The DEI plan is reflected in the Council's strategic planning activities and appropriately resourced within the organization to support relevant operational initiatives



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## Board Case Example

### Why the Board Became Involved

- Governance obligations
  - Governance Process Policies

“The CMLTO Board recognizes that it has the responsibility of being the primary force pressing CMLTO to be accountable to the broader public and to achieve CMLTO Ends (Critical Outcomes) Policies. The Board ensures that all business of the College is conducted in a transparent, legal, prudent, ethical, and equitable manner.

In the fulfillment of this responsibility, the Board is committed to rigorous, continual improvement of its capacity to govern.”




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## Board Case Example



**Why the Board Became Involved**


- Moral obligations
  - Moral imperative

“That all individuals (volunteers, employees, applicants, registrants, employers, the public) interact with the College (reach their full potential / achieve their goal / benefit from the existence of the College) without barriers.”




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## Board Case Example




**The Journey....To Date**

- Identification of need
- Board self-assessment
- 1<sup>st</sup> Contact – May 2022
- 2<sup>nd</sup> Contact – September 2022
- Principle-Based Approach



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## Board Case Example




**The Journey....To Date**

“...further understanding justice, equity, diversity, and inclusion as important concepts and values which should become part of CMLTO’s core beliefs, organizational DNA, and way of doing business. “


**Principle-Based Approach**

- Vision for Impact
- Board Leadership
- Human Resources
- Regulatory Approach, Programs, and Services.



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## Board Case Example



**The Journey...In The Future**


**Governance**

Revisions to Board policy direction, which steer Board practices and the R/CEO organizational focus and behaviours,

Revisions to Board Recruiting practices (even in light of the fact that approximately half the Board is appointed to CMLTO by the government)

Revisions to Board governance practices and/or processes, and

Board monitoring the Board and R/CEO results in the area of justice, equity, diversity, and inclusion.



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## Board Case Example



### The Journey...In The Future



#### Governance

Through the Board action plan, relevant Board policy will be reviewed and revised.

This will then provide a clear mandate for the CMLTO R/CEO to interpret the relevant policies, build operational action plans, and demonstrate measured progress in the relevant areas.



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## Board Case Example



### The Journey...Impressions & Observations



- Leading and participating in the journey
- Focussing on the journey, with outputs as markers of progress
- Assessment of impact (structural, cultural, outcomes)



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## Connection Between EDI-J & ESG

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## What is ESG?

A Board's duties of care and oversight may extend to Environmental, Social and Governance (ESG) concerns, including:

- Climate
- Environment
- Sustainability
- Human Capital
- EDI-J
- Employee Health/Safety
- Human Rights
- Supply Chain
- Risk Management
- Cyber-Security
- Public Policy
- Corporate Social Responsibility



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## How to Think About ESG?

At least two possible perspectives:\*

\*Derived from *ESG Ratings: A Compass without Direction*, by David F. Larker and others, Rock Center for Corporate Governance at Stanford University, posted to SSRN website August 4, 2022.

**Inside-Out** 

The impact an organization has on the welfare of its stakeholders (e.g., employees, suppliers, customers, local community and the environment).  
Improve “ESG quality” by withdrawing from activities that are harmful to stakeholders, or improving organizational practices in affected areas to benefit constituents.

**Outside-In** 

The impact societal and environmental factors have on an organization, and its financial/operational success.  
Improve “ESG quality” by developing a set of risk factors that an organization can plan for or mitigate through strategic planning, targeted investment, or a change in operating activity.

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## How to Enhance Board Engagement with and Oversight of ESG/EDI-J\*

1. Proactively engage with external stakeholders about EDI-J\*\* to ensure you understand their priorities and concerns
2. Embed EDI-J into all discussions with the CEO and executive team
3. Establish a purpose-driven culture at all levels that looks at issues through an EDI-J lens.
4. Educate board members on EDI-J.
5. Apply an EDI-J lens to organizational strategy decision-making

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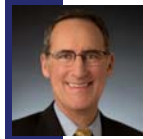



## How to Enhance Board Engagement with and Oversight of ESG/EDI-J\*

6. Identify key material EDI-J factors based on the organization, setting goals and establishing clear metrics for tracking progress toward them
7. Structure the board to engage meaningfully on EDI-J.
8. Change compensation models to account for EDI-J targets.
9. Prioritize an EDI-J mindset when recruiting/appointing/electing board members.
10. Prioritize an EDI-J mindset when hiring an ED/CEO.


\*Derived from Laura Sanderson’s article titled *The Board’s Role in Sustainable Leadership*, published on consulting firm Russell Reynolds Associates’ website, July 27, 2021.  
\*\*I have substituted “EDI-J” for “sustainability” (used in the article to refer to both social and environmental sustainability), but ESG or any ESG topic would be appropriate.

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## GOVERN for IMPACT Panel Member Contact Information

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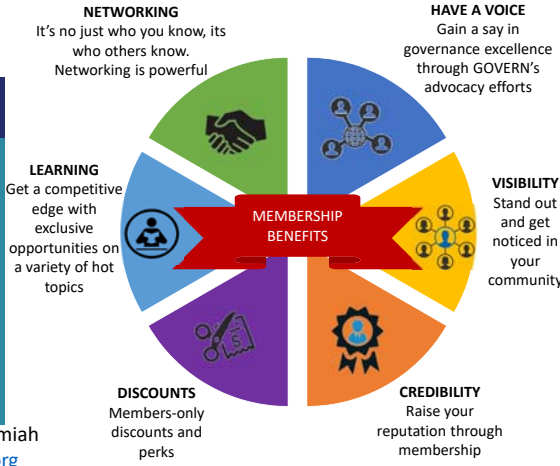
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**WHY JOIN?**

By joining, you get members-only perks, networking opportunities, and exposure for you and your organization. **Get on board and see the difference!**

For more information email Jeremiah at [jdameron@governforimpact.org](mailto:jdameron@governforimpact.org)



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- CREDIBILITY**  
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