



# AMBITION **TO** EXECUTION

2021 / 2022 ANNUAL REVIEW

INSTITUTE OF  
CORPORATE  
DIRECTORS  
*THINK BEYOND  
THE BOARDROOM.*

INSTITUT DES  
ADMINISTRATEURS  
DE SOCIÉTÉS  
*PENSER AU-DELÀ  
DE LA SALLE DU CONSEIL.*



# A MESSAGE FROM THE ICD BOARD CHAIR



**LINDA HOHOL**

Chair  
Institute of Corporate Directors


The challenges facing society, the economy and boards today are monumental. We are experiencing the effects of an unforeseen global pandemic, overlaid with escalating climate concerns, dramatically changing expectations of stakeholders, in particular employees who no longer see their jobs and workplaces in the same way that they once did, as well as increasing inflation, interest rates and supply chain challenges. Perhaps most difficult to comprehend and assess is the end of globalization as we know it.

As a result, the conversations taking place in boardrooms today are changing, needing to make room on already long agendas for discussions and decisions about how to tackle these issues. Assessment of risk is becoming a critically important element of strategic discussions. Boards are increasingly engaging directly with stakeholders

and the art of “listening” is becoming a highly valued leadership attribute.

The very good news in all of this is that Canada has a strong foundation of good governance firmly embedded in its boardrooms. We have principled and thoughtful securities regulation, as well as a culture of continuous improvement and ongoing education in good governance practices, in which the Institute of Corporate Directors (ICD) has played a strong role. This will hold us in good stead as boards navigate the rocky road ahead. And the ICD will continue to stay at the forefront of these issues, offering relevant conversations and programs to assist directors in these challenging times.

I am proud to chair the board of the ICD. During these extraordinary times, I have watched the ICD’s senior management team, under the



“The ICD will continue to stay at the forefront of these issues, offering relevant conversations and programs to assist directors in these challenging times.”

strong leadership of our CEO Rahul Bhardwaj, reshape the business in a digital environment. At the start of the pandemic, when we changed our mindset from how we survive to how we “thrive,” Rahul and the team rose to the challenge.

Our community of 11 Chapters and 145 volunteers also rose to the challenge. They, too, had to pivot, staying relevant in their director communities by assisting in offering programs and events virtually, all the while keeping our 16,500 members engaged and active.

As Chair, I have the privilege of serving alongside 10 diverse and talented directors from across Canada.

This year, we welcome three new directors to our board: Maryse Bertrand, Nora Duke, ICD.D, and Anne McLellan, F.ICD. Maryse, Nora and Anne are highly regarded business leaders and directors from Quebec, Newfoundland and Alberta, respectively. I am delighted to welcome them and look forward to their presence at the board table.

As we welcome them, we say farewell to Mac Van Wielingen, F.ICD, who dedicated his valuable time not just to the ICD board, but as a governance thought leader whose knowledge and experience benefits the whole director community. We also say farewell to Yaprak Baltacioglu, who so capably chaired the ICD’s Governance and Human Resources Committee.

Finally, we say farewell to Jo Mark Zurel, ICD.D, our longest-serving director, who has been on the board for 10 years. Jo Mark’s experience and knowledge of the ICD has been invaluable. He has been a strong and dedicated director.

All will be greatly missed.

And, to the ICD’s 16,500-plus director community, thank you for your membership in the ICD and your commitment to good governance. It is needed now more than ever.

**LINDA HOHOL**

Chair, Institute of Corporate Directors

# A MESSAGE FROM THE ICD PRESIDENT & CEO



**RAHUL K. BHARDWAJ, LL.B., ICD.D**  
President and CEO  
Institute of Corporate Directors

Change isn't what it used to be: It's relentless, everywhere and drives everything business does. It's only going to move faster, push further and make "managing change" not just an essential directors' skill, but the central skill.

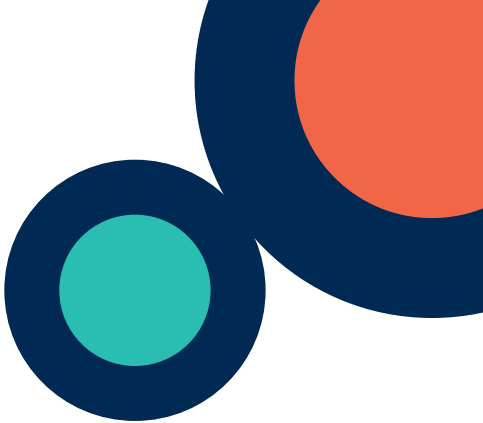
Two years ago, the head of the World Health Organization famously said: "We might be tired of Covid-19. But it is not tired of us." As we head into winter, that aphorism is truer than ever. The same can be said for what followed Covid: the rise of social justice movements; new work environments; life and death issues around mental health; the demand for more equity, diversity and inclusion; the 911-call on sustainability; and of course, the war in Ukraine, whose effects are felt even in the boardrooms of Canada.

Given the volatility unleashed by these volleys of change, boardrooms are dealing with different and more urgent questions about culture, strategy and risk. They are re-evaluating not just their long-term strategies, but their very purpose and pathway to sustainable growth. In fact, directors today have never had to work harder, see further into the future and deal with the kind of crises that can make or break their enterprise within weeks or even days.



Like every organization, the Institute of Corporate Directors (ICD) was forced by the pandemic to pause and consider. But we used that crisis to regroup and grow. This past year, we've moved to help our more than 16,500 members survive this tsunami of change and thrive in it.

- Governing with Courage was the focus of the [2022 ICD National Director Conference](#). Through a day of interactive online sessions delivered on a cutting-edge digital platform, 23 distinguished speakers addressed issues from globalization, corporate performance and leveraging collective genius for innovation, to the importance of economic reconciliation, governing a sustainable future, inclusion in the boardroom, and more.
- On the issue of climate change, we are showing our members how better boardroom performance can drive better organizational performance and create better outcomes for ICD members. Via [Chapter Zero Canada](#), we host the Canadian chapter of the World Economic Forum's Climate Governance Initiative (CGI). Members get direct access to all global CGI events, as well as resources and networks, so that they can stay ahead of the curve with developments in climate governance.
- What change always brings is new leaders. This year, we've supported their rise through a series of online and in-person educational programs, and a database of authoritative information on governance and best practices.



“Like every organization, the ICD was forced by the pandemic to pause and consider. But we used that crisis to regroup and grow.”

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These three initiatives highlight our determination to deliver best-in-class director education. We do this in many ways, including the first multi-module short courses, the first self-directed online learning offering, and the ICD's first course designed especially for board chairs. We'll continue to build on the success of our blended delivery model that optimizes best practices in adult education.

In many ways, we were in the “conversation” business this year, gathering our members on the screen and in person to learn from us and each other about how to turn massive change to our advantage. This coming year, our focus will be on delivering online and in-person programs in the most professional way possible and creating new programs and new ways of learning.

We could have hunkered down this year, as we did during the pandemic's early days, and worked hard just to stay afloat. Instead, we doubled down on our mission to build a stronger, larger, more resilient and more effective director community.

It seems to be working. The work of our Chapters throughout the year didn't miss a beat and earned top marks from our members. Many of our programs were delivered online and with the help of members in the local Chapters. This is hard to do and they came through with flying colours. So, thank you to all of them, as well as to our own ICD staff, for delivering such quality in such quantity. We couldn't do what we do without the commitment and hard work of all our stakeholders, members and Chapters.

At the ICD, we look forward to continuing to provide benefits that help you perform your role as a director more effectively and make a lasting contribution in the boardroom.

I look forward to reconnecting with members across the country in the coming year.

**RAHUL K. BHARDWAJ, LL.B., ICD.D**  
President and CEO  
Institute of Corporate Directors

# ICD BY THE NUMBERS

**843**

short course participants

**550**

ICD-Rotman Directors Education Program graduates

**414**

ICD-Rotman Governance Essentials (Not-for-Profit) Program

**100**

ICD-Rotman Board Dynamics Program graduates

**412**

research requests received

**352**

board roles posted on the ICD Directors Register

**72**

events hosted virtually and in person

**267**

members accessed the BoardInfo service

**23**

Director Lens Communiqué newsletters published

**6**

*Director Journal* issues published, garnering two honourable mentions at the 2022 National Magazine Awards : B2B

**1,100+**

governance-related resource records in the ICD's Digital Resource Centre

**5%**

increase in membership to **16,816**

**498**

ICD.D graduates

**104**

new boards joined ICD for a total of **809**

# ICD BOARD OF DIRECTORS 2021/22



LINDA HOHOL  
Chair  
Calgary, AB



RAHUL K. BHARDWAJ  
LL.B., ICD.D  
Institute of Corporate Directors



MARYSE BERTRAND  
ICD.D  
Montreal, QC



JEAN PAUL (JP) GLADU  
ICD.D  
Sand Point First Nation, ON



ROBERT PARÉ  
Westmount, QC



ROBERT PHILLIPS  
QC, FICD  
Vancouver, BC



ANDREA ROSEN  
Toronto, ON



ROB G.C. SOBEY  
ICD.D  
Stellarton, NS



MAC VAN WIERINGEN  
FICD  
Calgary, AB



PATRICIA YOUZWA  
Regina, SK



JO MARK ZUREL  
FCPA, FCA, ICD.D  
St. John's, NL

# ICD CHAPTER NETWORK

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The Institute of Corporate Directors (ICD) works to develop and activate directors through its engaged [Chapter network](#). The ICD has 11 Chapters across Canada. Each Chapter hosts professional development and networking events for members to learn best practices from governance experts and share ideas with their peers.

ICD members are also linked to their local Chapter to expand their personal and professional networks. Led by directors who generously volunteer their time and expertise, ICD Chapter Executives deliver high-quality, relevant programming covering important topics and issues.

Chapter events this past year included discussions on cyber security and risk management, HR and the role of the board, board and CEO evaluations, post-pandemic strategy

and stakeholder management, and diverse perspectives on ESG in the corporate and NFP sectors. Chapters also addressed equity, diversity and inclusion (EDI) with a lens on Truth and Reconciliation, and Indigenous perspectives on leadership.

The ICD values and benefits from the leadership of our Chapter Executives, committed volunteers who are experienced directors and leaders in their communities.

# 2021/22

## ICD

### CHAPTER CHAIRS



**CATHY BENNETT, ICD.D**  
Newfoundland and Labrador



**RACHELLE GAGNON, ICD.D**  
Maritimes



**ELAINE BARSALOU**  
Quebec



**SIMON KENNEDY, ICD.D**  
Ottawa



**ROXANNE ANDERSON, ICD.D**  
Ottawa



**RYAN RESCH, ICD.D**  
Greater Toronto Area



**PETER FRIEDMANN, ICD.D**  
Southwestern Ontario



**RICHARD MCCAMMON, ICD.D**  
Southwestern Ontario



**MARILYN BRENNAN, ICD.D**  
Manitoba



**CATHERINE GRYBA, ICD.D**  
Saskatchewan



**KAREN SMITH, C.DIR**  
Saskatchewan



**DON CHYNOWETH, ICD.D**  
Calgary



**TRUDY CURRAN, ICD.D**  
Calgary



**DARREN RAWSON, ICD.D**  
Edmonton



**JOHN DESJARDINS**  
British Columbia



# EDUCATION

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Delivering best-in-class director education remained a top priority, despite continued restrictions on in-person gatherings. Five short courses were successfully launched for online delivery to complement the existing portfolio. They included the first multi-module short courses, the first self-directed online learning offering, and the Institute of Corporate Directors' (ICD) first course program designed especially for board chairs. This new lineup consisted of Board Oversight of Climate Change, Fundamentals of Climate Governance, Board Oversight of Social Issues, Chairing Boards, Digital Transformation from the Boardroom and Enterprise Risk Oversight for Directors (developed in partnership with CPA Canada). We built on the success of our blended delivery model that optimizes best practices in adult education with a combination of self-directed and instructor-led learning, as well as online alumni portals to support the adoption and sustainment of

learning beyond the virtual classroom. We also partnered with the Canadian Venture Capital and Private Equity Association (CVCA) in the delivery of a Venture Capital Governance course in June 2022.

[Partner school programming](#), including the ICD-Rotman Directors Education Program (DEP), Governance Essentials (Not-for-Profit) Program and Board Dynamics Program, remained online for most of the year. The DEP transitioned to in-person delivery in many markets during spring 2022, while dedicated virtual cohorts were maintained to address the diverse needs of program participants. The DEP oral examinations continued to be administered online.

## CHAPTER ZERO CANADA

In its second year as host of [Chapter Zero Canada](#), the Canadian chapter of the World Economic Forum's Climate Governance Initiative (CGI), the ICD continued to provide members with

direct access to climate governance events and resources designed to address the unique needs of Canadian directors across all facets of the economy.

As part of its mandate to mobilize the corporate director community through education, two course offerings were launched in fall 2021, leveraging the guidance of our Climate Strategy Advisory board. The first, Fundamentals of Climate Governance, is a self-directed, foundational online module that will advance directors' climate governance awareness to enhance their contributions to climate change discussions in the boardroom. The second, Board Oversight of Climate Change, is a comprehensive, multi-module program designed to build directors' climate competency and enhance their oversight of risk, strategy and disclosure in the context of climate change, optimizing their organizations' long-term competitiveness.



# GOVERNING WITH COURAGE

## 2022 NATIONAL DIRECTOR CONFERENCE

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More than 1,300 board leaders from across the world registered to attend the [2022 ICD National Director Conference](#), delivered online on May 5, 2022. The event provided cutting-edge insights for directors, recognizing that factors outside the boardroom are demanding ongoing reinvention from companies and their boards.

Contentious issues previously beyond directors' purview have required careful yet courageous stewardship. The Conference theme, "Governing with Courage," addressed how directors must embrace challenge and change to lead thriving organizations amid the complex realities of a rapidly evolving world.

Through a day of interactive online sessions delivered on a digital platform, 23 distinguished speakers addressed issues from globalization, corporate performance and leveraging collective genius for innovation, to the importance of economic reconciliation, governing a sustainable future, inclusion in the boardroom, and more.

*Featured speakers included:*

### GLOBALIZATION: STILL A GOOD THING

Diversity is a resource, not a strength, but it can also be used to generate ill. It's easy to use diversity to set people against each other, and having much of it is not an automatic benefit to a country. Canada's strength is a long practice of managing diversity successfully by showing people they have more to gain from co-operation than acrimony.

– David Frum, Senior Writer,  
*The Atlantic*

### CULTIVATING AND LEVERAGING COLLECTIVE GENIUS FOR INNOVATION

Organizations focused on learning fast will have missteps, but they should honestly reflect on them, and question the risk/reward ratio. For boards, this means listening to how senior management talks about decision-making. Are they willing to share concerns? Too often, senior management worries that if they share too many cons, the board will reject the initiative. But taking no risk is the riskiest proposition of all for a company right now.

– Linda Hill, Wallace Brett Donham  
Professor of Business Administration,  
Faculty Chair, Leadership Initiative,  
Harvard Business School

### COURAGE AND COMPLEXITY IN THE BOARDROOM

Boards and management should pay more attention to the second bounce of the ball. When a shock hits, we often think about how to react, and potentially, how to anticipate it. But sometimes it's the second bounce of the ball that's more severe, the secondary effect of that initial shock. Such an event can have financial, reputational and talent implications, among others. When a risk hits us, can we handle the inevitable five or six other risks that follow?

– Dominic Barton, Global Managing  
Partner Emeritus, McKinsey; Past  
Ambassador of Canada to the  
People's Republic of China;  
Incoming Chair, Rio Tinto

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Conference sessions included:

## THE MEANING OF CORPORATE PERFORMANCE IN 2022

When navigating turbulence and controversy, leaders should approach issues through the lens of their corporate purpose. It can be difficult to do this, as there is much pressure to engage with issues outside your normal lane. Lead and govern with your individual corporate purpose in mind, while keeping an eye on long-term success and value.

– Maria Ghazal, Senior Vice President and Counsel, Business Roundtable

## GOVERNING THE CEO

Management must share clear and succinct information with the board, and the board has to hear the good, the bad and the ugly. The board chair should ensure there is dialogue with the board, not a presentation or performance by the CEO. This way, board members can evaluate the information from their perspective. Together, you can collectively make the best decision for the company.

– Dawn Farrell, Former President and CEO, TransAlta; Chancellor, Mount Royal University; Chair of the Board of The Chemours Company

It's important to have alignment on purpose and values because it takes courage to make the right call even when it's not popular. How you define the right call goes back to purpose and values.

– Charles Brindamour, CEO and Director, Intact Financial Corporation

## IMPACT INVESTING AND SHAREHOLDER ENGAGEMENT

Investors and boards can achieve more by working together. The big challenge for directors is navigating the risk of early adoption versus being too late. Boards can learn from investors who bring an outsider's perspective, across competitors and industries.

– Jennifer Grancio, CEO, Engine No. 1

## BOARD GOVERNANCE AND THE IMPORTANCE OF ECONOMIC RECONCILIATION

Directors should get out of the boardroom and meet with the community. It's important to create that space and learn about the local communities in which you operate.

– Sean Willy, Director, TELUS Corp.; CEO, Des Nedhe Group

Training should be scheduled. This important work can take courage and elicit discomfort, and it often doesn't make the board agenda. It's going to take courage for those with Indigenous roots to speak up and find confidence in that space, and it's going to take courage on the part of those who are listening and learning because these can be uncomfortable topics.

– Alicia Dubois, Co-Chair, Canadian Council for Aboriginal Business

## BEYOND THE RHETORIC: DEFINING CANADA'S DIVERSITY NARRATIVE

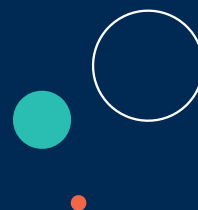
Equity and diversity will not have their intended effects until we embrace inclusion. This is the new frontier of the journey, and it's the only way corporations can reap the benefits of diversity. It's through inclusion that diverse individuals with different perspectives can contribute to, and share in, these benefits. Inclusion is how we build trust with stakeholders.

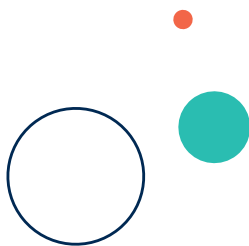
– Rahul Bhargwaj, President and CEO, Institute of Corporate Directors

## BEYOND THE RHETORIC: INCLUSION IN THE BOARDROOM

The board chair has a vital role to play in fostering inclusion in the boardroom. It's important to listen to voices that are new to serving on a board. The chair has to pull people in, listen, and encourage those with quieter voices. If you're sounding out people on controversial issues and topics, you have to make them feel like you have their back, and that no question is too silly.

– Helena Morrissey, Chair, AJ Bell; Founder, 30% Club





## BEYOND THE RHETORIC: WHAT WILL IT ACTUALLY TAKE?

Companies with diversity policies and targets have the best representation on their boards. Chairs should think about diversity not as a tick-box exercise, but as adding fundamental value to the board.

– Maureen Jensen, Past Chair, Ontario Securities Commission; Chair, The Prosperity Project

A worrying number of directors are elected based more on their connections, than competence. We need diversity targets to move the needle.

– Turid Solvang, Past Chair, EcoDa; Founder and CEO, FutureBoards

Quotas are not the best path forward. It's better to tackle D&I in all sectors by providing educational opportunities. We must do more to educate corporations about the advantage of diversity in the workplace, such as increasing productivity and profit, lowering absenteeism and turnover, and improving relationships with staff.

– Vim Kochhar, Former Canadian Senator; Founder, Canadian Foundation for Physically Disabled Persons

## GOVERNING A SUSTAINABLE FUTURE

### **Why net zero changes everything: Governance implications**

The world is quickly waking up to the issue of climate change, and organizations are facing demands by regulatory and financial systems. If corporate directors are to position an organization for future success, they need to skate to where the puck is going – which is net-zero pathways to a net-zero world.

– Dan Wicklum, CEO, the Transition Accelerator

### **The new global baseline for sustainability reporting**

Directors are going to change the world because economies need to change. Many investors are requesting ESG metrics, targets and disclosure. Your CEOs and executive teams are already facing these opportunities and risks. But the conversation that really needs to take place through the standards and disclosures needs to be front and centre in the boardroom.

– Emmanuel Faber, Chair, International Sustainability Standards Board (ISSB), IFRS Foundation

### **Gigatrends and the drive to net positive: How courageous companies thrive by giving more than they take**

CEOs are trying to manage the megatrend of younger people with different beliefs about business and their jobs. Younger millennials are focused on finding a workplace that shares their values. Gen Z believes businesses should focus on solving environmental and social problems, and sees no disconnect with profit. Which companies will attract and retain this talent? This is probably the biggest differentiator for business that boards need to get a handle on.

– Andrew Winston, Author; Manager, Winston Eco-Strategies LLC

# MEET THE 2021/22 ICD FELLOWS

Created in 1997, the [Institute of Corporate Directors' Fellowship Award](#) is the highest distinction for corporate directors in Canada and is presented annually to individuals who have made outstanding contributions to Canadian enterprises and NFP organizations by bringing sound corporate governance leadership to boardrooms across the country.

Fellows are inaugurated by the ICD with the Institute of Corporate Directors Fellow designation (FICD) at the annual ICD Fellowship Awards.



SYLVIA CHROMINSKA, FICD



DOUG HAUGHEY, FICD



JEAN HOUDE, FICD



WENDY KEI, FICD



HERBERT C. PINDER, JR., FICD

# POLICY AND RESEARCH

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The Institute of Corporate Directors (ICD) continues to advance and shape the corporate governance conversation in Canada through its policy initiatives. It also continues to support corporate governance knowledge creation and dissemination through its publications, national events, and other services.

## **ICD MEMBERS HAVE THEIR SAY**

The ICD periodically surveys its membership to understand how directors feel about current events and key issues affecting boards. This year we conducted one [Director Lens Survey](#) in the spring of 2022.

Directors identified global political instability and climate change as the most pressing issues for Canada. When asked to identify the most critical issues for their own organizations, directors focused on the work force, cybersecurity and the pace of technological change.

When asked about the impact of a shift to a low-carbon economy, there was an even split between those who thought it would have a moderate to significant positive impact and those who believed it would have a significant or moderate negative impact.

In an encouraging sign, more directors are indicating that their organizations are moving on from the pandemic, with over a third reporting that their enterprises had recovered.

# ATLANTIC 2030

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The Institute of Corporate Directors (ICD) partnered with our Newfoundland and Labrador and Maritime Chapters to host Atlantic 2030 for a national audience in September 2021.

Directors and business leaders heard from provincial Premiers Andrew Furey (Newfoundland and Labrador), Blaine Higgs (New Brunswick), Tim Houston (Nova Scotia) and Dennis King (Prince Edward Island) as they discussed the future of the Atlantic region and its economic strengths and opportunities. This virtual session also featured nine regional leaders who led discussions in regional economic opportunities, sustainable resource transformation, tourism, and innovation and entrepreneurship.

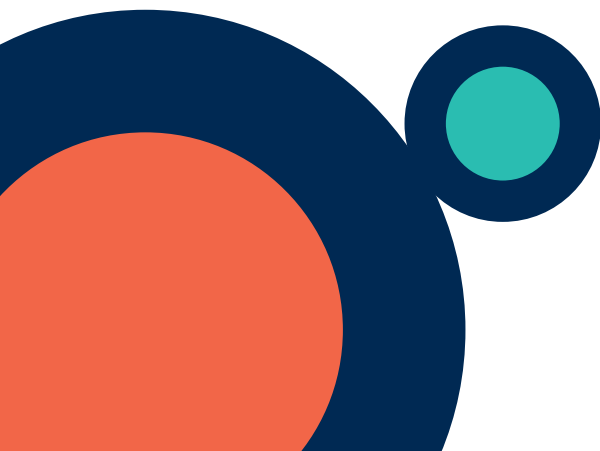
This session was led by Sarah Young from National Public Relations, and featured an economic overview from Deloitte Canada's Chief Economist, Craig Alexander. It was supported by Deloitte's Future of Canada Centre, Emera Inc., Longview Communications and the Port of Belledune.

# LEARNING FROM THE ICD FELLOWS

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This year, we celebrated our new Fellows by producing a series of videos that explored issues of importance to each of them and reflected their governance work and expertise. Each video featured a comprehensive interview with our Fellow, conducted by ICD's President and CEO Rahul Bhardwaj. Following the interviews, we brought together a distinguished group of practitioners and other experts to further examine each of the subjects in depth. The panel discussions were all moderated by Martin Cej, a partner at Longview Communications Inc.

- Our first session featured emeritus professor and philanthropist James (Jim) Fleck and other experts who discussed the arts and culture sector as an economic engine for Canada and examined the challenges thousands of arts boards across the country will face in a post-pandemic environment.
- The second session featured business leader and former Deputy Prime Minister John Manley and expert panelists who explored the role of the corporation in society, including the evolution of the corporate sector's impact on, and responsibilities to, society.
- The next video presentation focused on the purpose of the corporation and featured Isabelle Courville and other experienced directors who discussed the meaning of corporate purpose, its evolving importance, and the key role it plays in strategy.
- Our final session featured energy executive and director Hal Kvisle as well as other experts and seasoned directors who focused their attention on the opportunities and challenges posed to Canada by net-zero commitments and an evolving energy transition.





# POLICY INITIATIVES AND EVENTS

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## 50/30 INITIATIVE

The ICD continues its work with the federal government and other organizational champions of diversity through the 50/30 Challenge, which aims to improve access to positions of influence and leadership for women, racialized persons, people who identify as 2SLGBTQIA+, people living with disabilities and Indigenous people. The ICD is a signatory to the Challenge and has committed to achieving at least 50 per cent gender diversity and 30 per cent other diversity at the board and senior management levels.

## EXAMINING STANDARDS

The ICD co-hosted two events with CPA Canada in the spring of 2022. One examined the future of financial and non-financial reporting standards and the other discussed the proposed International Sustainability Disclosure Standards.

## FAMILY BUSINESS IN THE SPOTLIGHT

A national webinar entitled Family Enterprise Governance was held in April 2022. An experienced panel, including Isabelle Marcoux, Jim Goodfellow and Mindy Mayman, explored the issues confronting family business governance, provided constructive advice about meeting those challenges, and explored some of the rewards provided by serving on family business boards.

## SUPPORTING CORPORATE GOVERNANCE SCHOLARSHIP

The ICD's [Canadian Foundation for Governance Research \(CFGR\)](#) continues to fund innovative research on governance issues. This year, we awarded Bertram Scholarships to five outstanding PhD students:

**Mehrsa Ehsani, University of Calgary**

The benefit of good corporate governance for seed-stage, high-growth ventures

**Ke Feng, University of Alberta**

Proxy-advisory firms' influence over information used for shareholder votes

**Yingxiang Li, University of British Columbia**

Conflict of interest and venture capital-affiliated board members

**Isidora Sidorovska, University of Waterloo**

The value of strategic planning for not-for-profit organizations

**Paul Wilton, Ontario Institute for Studies in Education at the University of Toronto**

University board governance: oversight in a financial crisis

# ENGAGING OUR MEMBERS



## A FORWARD-THINKING, AWARD-WINNING MAGAZINE

The ICD's [Director Journal](#), published six times a year, continues its fine work delivering relevant and timely governance and business stories to our members. Throughout the year, *Director Journal* has covered topics such as CEO succession planning, Atlantic Canadian entrepreneurship, the benefit of adding Indigenous perspectives to boards of directors, emerging issues in health-care delivery, design thinking, the journey to net zero, Canada's need for an energy plan and new definitions of corporate performance.

## A TOPICAL AND TIMELY NEWSLETTER

As one of the ICD's most popular digital benefits for members, the [Director Lens Communiqué](#) continues to explore topical board issues. This year, we further diversified our source material by including lessons from Chapter events and ICD Fellows, and guest columns featuring new voices in the governance arena. We also introduced a new "Spotlight on NFP Boards" series to cover topics of particular interest to not-for-profit boards.

Over the year, we published 23 issues on diverse and timely topics such as leadership lessons from Ukraine, the board's role in fostering employee mental health, what directors need to know about the circular economy, and the implications of mixing family with business.

## EVENTS TO EXERCISE YOUR DIRECTOR SKILLS

Directors' Dilemma sessions, hands-on case studies that present participants with simulated real-world board challenges, were presented virtually throughout the year. Such events (one by the Saskatchewan Chapter and two by the Newfoundland and Labrador Chapter) were held in 2021-22 and were all well received by event attendees. One participant noted that "discussions with people who have diverse backgrounds and perspectives is an incredible way to challenge one's own perspective and grow."

## A WEALTH OF RESEARCH MATERIALS AND RESOURCES

The ICD's [BoardInfo service](#) continues to support the research needs of its members. This year, we answered 412 customized requests from 267 members. Topics of interest included equity, diversity and inclusion, succession planning, evaluation, compensation, and risk oversight.

# MEET THE 2021/22 LEADERSHIP TEAM



**RAHUL BHARDWAJ**, LL.B, ICD.D  
President and Chief Executive Officer



**KEN GIBSON**, CPA, CA, CMC, CBV  
Chief Administrative Officer



**ADY JONSOHN**  
Vice President, Education



**JAN DALY MOLLENHAUER**, ICD.D  
Vice President, Sales, Marketing and Membership



**KATHRYN WAKEFIELD**  
Vice President, Chapter Relations

# OUR PURPOSE & BRAND

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The Institute of Corporate Directors (ICD) strives to [lead and demonstrate the value of excellence in directorship](#) and enlightens directors to anticipate, influence, and meet boardroom challenges.

To help with this, late in 2021, ICD introduced a new bilingual visual brand identity, which now appears across all facets of the organization. The design replaces one developed well over a decade ago. The goal of the new look was to contemporize

ICD's communication elements in line with our organizational purpose. This has resulted in a fresh, bold and standardized look that gives ICD more prominence, particularly in a digital context. Notably, the logo includes a call to action that embodies the purpose of the ICD director community:

*"Think beyond the boardroom."*

INSTITUTE OF  
CORPORATE  
DIRECTORS

THINK BEYOND  
THE BOARDROOM.

INSTITUT DES  
ADMINISTRATEURS  
DE SOCIÉTÉS

PENSER AU-DELÀ  
DE LA SALLE DU CONSEIL.

