

Environmental and Social Risks and Opportunities: **QUESTIONS FOR DIRECTORS TO ASK**

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Preface

The Corporate Oversight and Governance Board (COGB) of the Chartered Professional Accountants of Canada (CPA Canada) has commissioned this Briefing, *Environmental and Social Risks and Opportunities: Questions for Directors to Ask*, to help boards understand their role in overseeing such risks to the organization.

With this document being published during an unprecedented global pandemic, readers are encouraged to consider environmental and other such societal risks which may appear unlikely but nonetheless carry significant implications for business continuity.

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Introduction

Environmental and social (E&S) issues are evolving to be among the leading disruptive factors that can impact long-term corporate value creation. While E&S issues can create business risks, they can also create opportunities for innovation, new product and service offerings, new market opportunities, and enhanced competitive advantage and business resiliency.

“A company cannot achieve long-term profits without embracing purpose and considering the needs of a broad range of stakeholders.”¹

Examples of E&S issues include climate change, human rights, water management, community relations, workforce health and safety, biodiversity impacts, poverty, inequality and disease. A summary of the typical business implications of selected E&S issues is set out in Appendix A of this Briefing.

Climate change is, by its very nature, an environmental issue with profound, widespread social and economic impacts in the short and long terms. Climate change is already creating operational and financial implications for business. It is considered a top E&S issue for companies given its systemic nature and the increased attention from institutional investors to climate-related financial risks and opportunities. The focus of this Briefing is on E&S issues other than those related to climate change. For guidance on this topic, see CPA Canada’s *Climate Change Briefing: Questions for Directors to Ask*.²

E&S issues are often interconnected and can amplify existing business risks and opportunities. At times, immediate impacts of E&S issues may be difficult to notice, but boards must ensure they are considered as part of their strategic oversight.

1 Larry Fink, *A Fundamental Reshaping of Finance* (www.blackrock.com/corporate/investor-relations/larry-fink-ceo-letter-2020)

2 (www.cpacanada.ca/en/business-and-accounting-resources/strategy-risk-and-governance/corporate-governance/publications/climate-change-questions-directors-should-ask, 2017)

Three trends demonstrate the growing importance of E&S issues to companies and their boards:

1. an evolving view of the purpose that business serves in society and its role in creating value for multiple stakeholders
2. greater investor focus on “ESG” factors in their decision-making, informational needs and company engagement
3. the expanding role of company engagement with stakeholders for achieving long-term value creation³

In 2019, the *Canadian Business Corporations Act* (CBCA) was amended to codify the longstanding common law principle that directors and officers of CBCA corporations are not bound to consider only the interests of shareholders when acting in the best interest of the corporation.⁴ They may also consider the following additional factors:

- the interests of employees, retirees and pensioners, creditors, consumers and governments
- the environment
- the long-term interests of the corporation

Increasingly, investors are recognizing two-way risks associated with E&S issues – the impact of E&S on the company and the company’s impact on the environment and society. They are engaging more often with boards and seeking more reliable information about the financial risks and opportunities of E&S issues on a company’s current performance and its prospects for future value creation.⁵

Investors have long been interested in understanding corporate governance and oversight of material issues. The relatively new element is the recognition that financially material E&S issues should be overseen by the board. Investors want to know how effectively boards are overseeing E&S issues (the “G” of “ESG”). In short, they want to invest in well-governed companies that are creating sustainable, long-term value today and in the future.

3 CPA Canada, *On the Radar: The Business Impact of Environmental and Social Issues* (www.cpacanada.ca/en/business-and-accounting-resources/financial-and-non-financial-reporting/sustainability-environmental-and-social-reporting/publications/business-impact-of-environmental-social-issues, 2018)

4 McMillan LLP, *New Requirements for CBCA Corporations: June 2019 Amendments* (www.mcmillan.ca/New-Requirements-for-CBCA-Corporations-June-2019-Amendments, 2019)

5 FSG, *Where ESG Fails* (www.fsg.org/publications/where-esg-fails, 2019)

The significance and implications of E&S trends and challenges require vigilant oversight by boards that understand today's drivers of long-term business success, the clear shifts in the societal context for doing business, and the ways that E&S issues increasingly affect this landscape.

This Briefing offers a “risk and opportunity” lens for evaluating the impact of E&S issues on companies and their implications for value creation and governance. It suggests questions that directors may find useful to consider and, as appropriate, to ask management as part of their oversight of E&S issues.

Part I – Briefing and Questions to Ask

Overview of Environmental and Social Issues and their Business Implications

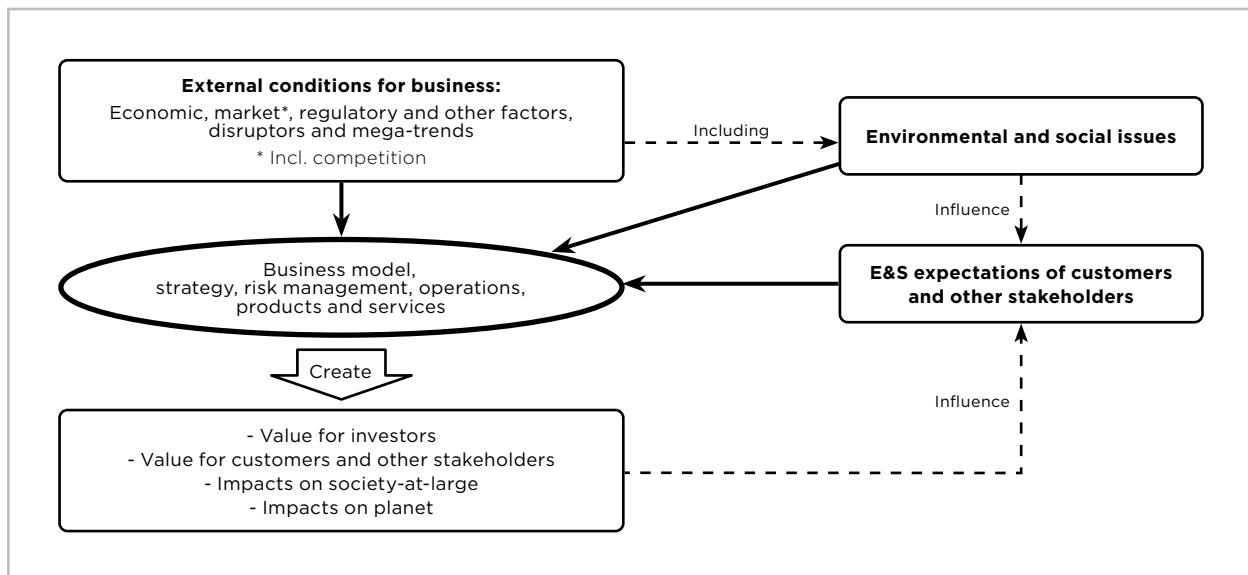
E&S issues are a significant disruptive factor that can materially impact a company's business model and strategy for value creation. Such issues can also impact risk management, availability of resources, and the relationships required to successfully execute on strategy.

Sound governance requires board oversight of the way management integrates considerations of E&S issues and their impacts into all other aspects of managing the business, and the value such consideration creates for all stakeholders.

Investors want to know not only what the E&S related risks are, what opportunities those risks present for the business and what their implications are for value creation (both in the short and longer terms), but also how effective the board is in providing sound E&S governance.

These relationships are depicted below.

FORCES IMPACTING BUSINESS MODEL AND STRATEGY FOR VALUE CREATION



An understanding of relevant E&S issues and their potential significance to a company is the starting point for effective board oversight of the process that management employs to identify, assess and respond to E&S issues.

From an investor's standpoint, the Canadian Pension Plan Investment Board (CPPIB) [2019 Report on Sustainable Investing](#)⁶ discloses the E&S issues that it considered in investment decision-making, and notes that these factors vary by company, industry and geography. Some examples of these issues are outlined below.

Environmental factors:

- Climate change and GHG emissions
- Energy efficiency
- Air and water pollution
- Water scarcity
- Biodiversity

Social factors:

- Human rights
- Local impact and employment
- Child labour
- Working conditions
- Health and safety
- Anti-corruption

E&S issues can also have significant impacts on corporate supply chains, resulting in financial and operational disruptions. For example, a pharmaceutical company could experience price volatility of key inputs (e.g., active ingredients) for manufacturing prescription drugs, due to unusually high demand for such inputs occurring in the country where the supplier is located. In addition, workforce safety issues can result in operational disruptions after major events occur (e.g., a pandemic), impacting product availability from manufacturers. Directors need to understand E&S issues within their company's supply chain in order to effectively oversee these risks as a board.

Further, younger generations are aligning their purchasing decisions and career prospects with the E&S issues that align with their personal values. As these younger generations enter the workforce and accumulate wealth, companies will be directly impacted if they do not consider and respond to a growing list of E&S issues. Social media can often amplify and accelerate stakeholder concerns about these impacts.

A key feature of board oversight involves strategically assessing the significance of relevant E&S issues in terms of their potential to impair value creation in the short, medium or long term, or to present a business opportunity for innovation and competitive advantage.

⁶ (www.cppib.com/en/how-we-invest/sustainable-investing/investing-reports/#/engagement, 2019)

In doing so, directors apply their judgment to the reasonableness of management's conclusions about significant E&S issues and their implications. This assessment forms the foundation for evaluating the current and potential future impacts of E&S issues, both on the company and in terms of how management has addressed them.

To enable effective oversight of management's process for identifying, assessing and responding to relevant E&S issues, directors may wish to ask questions such as:

1. What environmental and social issues has management identified as potentially significant for the company's business and prospects for value creation?
2. What was management's process for identifying, assessing and responding to company-specific E&S issues?
3. Which stakeholders were considered in determining the most relevant E&S issues for the company, and what materiality definition was used for assessing their significance to the company?

The remainder of this Briefing, presented under six main headings, provides questions for directors to ask about the impacts, risks and opportunities of E&S issues on specific elements of a company's business. The supporting commentary for these questions is included in Part II of this Briefing.

A. Business Model, Strategy and Capital Investment Risks and Opportunities

Questions for directors to ask about the impact of E&S-related risks and opportunities on the company's business model, strategy and capital investments:

1. Does the company's *business model* for value creation and competitiveness remain viable in the long term, considering the collective impact of relevant E&S issues on company assets and operations (including supply chain)?
2. How have relevant E&S issues been integrated into *business strategy*? Which E&S issues were incorporated into a forward-looking scenario analysis (if any) used to develop and evaluate strategy? What assumptions were made in the forward-looking scenario analysis, and are those assumptions reasonable?
3. How have relevant E&S issues been assessed in terms of opportunities to enhance existing business strategy, such as investments in innovation, enhanced product or service competitiveness, new revenue sources or cost savings?
4. How have relevant E&S issues been considered in the context of *capital investments, mergers and acquisitions* as part of overall business strategy?
5. Are relevant E&S issues integrated into the company's overall *enterprise risk management (ERM)* framework and processes?

(Access additional related information and brief commentary on [page 10](#))

B. Operational, Reputational, Regulatory and Legal Risks and Opportunities

Questions for directors to ask about the impact of E&S issues on operations, company reputation, and regulatory and legal compliance obligations:

1. Has management completed a reasonable and adequate assessment of the impact of existing or potential future *regulations* on relevant E&S issues in the company's operating jurisdictions?
2. Has management devoted sufficient resources to preventative actions and *business continuity planning* for relevant E&S issues?
3. What E&S issues have *institutional investors, lenders, employees, customers, communities, governments and/or NGOs* raised with management, and how has management responded?
4. Are we satisfied with management's assessment of the potential for *current or future legal actions* against the company related to E&S issues?

(Access additional related background information and brief commentary on [page 11](#))

C. Financial Impacts

Questions for directors to ask about understanding, tracking and evaluating how E&S issues could impact current and future financial performance and long-term value:

1. Are we satisfied with management's assessment of the current and potential future impacts of relevant E&S issues on *financial performance, liquidity and financial condition*?
2. Are we satisfied that management is tracking and monitoring appropriate *metrics and indicators* to measure the current and potential financial impacts of relevant E&S issues on the company?

(Access additional related background information and brief commentary on [page 11](#))

D. Value of Stakeholder Relationships and Engagement

Questions for directors to ask about relationships with key stakeholders (other than shareholders) and engagement activities to understand their interests, concerns and preferences that may have business implications:

1. How does the company *engage with stakeholders* on E&S issues that could impact the company and the company's impact on society and the environment?
2. Are there any E&S issues of *significant concern raised by key stakeholders* that management has identified as not relevant? If so, what are those issues, what is management's assessment of their potential impact on the company, and how is the company communicating its response to its stakeholders?

3. What is management's assessment of *strengths and challenges* in the company's relationships with stakeholders? How could this positively or negatively impact the company's brand and reputation?

(Access additional related background information and brief commentary on [page 12](#))

E. Internal Monitoring and External Reporting

Questions for directors to ask about internal monitoring for management decision-making and/or external reporting to stakeholders (including shareholders):

1. Are the *metrics and indicators* selected by management appropriate for setting E&S-related targets and for tracking company performance on E&S issues over time? Are these metrics and indicators appropriate for external reporting to shareholders and other stakeholders?
2. Has the company followed a *recognized framework* for external reporting on relevant E&S issues? What internal controls and processes are in place to ensure the *accuracy and reliability* of external reporting on E&S issues and the underlying data used for metrics and indicators?
3. If the company is publicly traded, are its *continuous disclosure filings* in compliance with applicable securities regulators' E&S disclosure requirements?
4. Has management received any *requests from shareholders or other stakeholders* for enhanced disclosure on E&S issues? If so, what are management's responses, and are we satisfied with them?

(Access additional related background information and brief commentary on [page 12](#))

F. Governance and Oversight

Questions for directors to ask about governance and oversight of relevant E&S issues:

1. Does the *board committee structure* and time allocated in board meeting agendas enable appropriate oversight of relevant E&S issues?
2. Does the board collectively have the necessary *expertise and knowledge* for effective oversight of the business implications of relevant E&S issues?
3. Does the company's *code of conduct*, together with the *CEO's leadership*, reinforce the importance of relevant E&S issues throughout the organization?
4. Do the company's *executive compensation* policies, practices, metrics and incentive plans consider and incorporate the management of relevant E&S issues?
5. Have any *investors* expressed *concerns*, through engagement or shareholder resolutions, about the company's governance and oversight of E&S issues and, if so, what is our response?

(Access additional related background information and brief commentary on [page 14](#))

Conclusion

Effective boards oversee decisions made by management about business risks and opportunities from relevant E&S issues. They also seek to understand the company's impact on key stakeholders (not only shareholders) and the potential implications for the company.

The board must continuously monitor trends in E&S issues as they evolve, presenting both risks and opportunities for the company. This includes overseeing management's assessment of the E&S issues that are significant to the company's business model, strategy and operations. Boards should focus on how E&S issues contribute to achieving value for the company. This requires an understanding of how value is created in the short and long terms.

Building trust in a company's response to E&S issues is vital to maintaining its brand and reputation with all stakeholders. As such, effective boards should consider value in the eyes of shareholders as well as other stakeholders, including employees, customers, communities and the broader society. In an age of instant communication enabled by social media, boards should ensure that timely information is provided to all on the company's response to relevant E&S issues.

Part II – Additional Information and Commentary

Business Model, Strategy and Capital Investment Risks and Opportunities **About the impact of E&S-related risks and opportunities on the company's business model, strategy and capital investments:**

Leading companies in all industries are increasingly considering the impact of relevant E&S opportunities and risks⁷ on their business model and strategy.

Business strategies to respond to E&S trends and issues are increasingly affecting intangibles, such as brand value and reputation with customers, and the ability to attract and retain employees. E&S issues may be particularly relevant to business models that depend on supply chains or access to natural resources. Companies can benchmark their E&S performance against sector peers to ensure they continue to stay ahead of the curve and maintain their leadership status as E&S issues evolve.

Because some E&S issues can impact the business over a variety of time horizons, companies can employ forward-looking scenario planning to explore different plausible future scenarios based on assumptions about the nature, impact and timing of E&S issues. The board needs to review, understand and – where appropriate – challenge the key assumptions used by management for scenario analysis as it relates to implications for business model and strategy.

E&S issues can also have operational and financial implications for capital investment decisions, such as major resource development projects or proposed mergers and acquisitions, that are integral elements of strategy. Since capital expenditures tend to be longer-term, these are strategic decisions that should consider the impact of E&S issues throughout the investment horizon.

7 ESG Global Advisors, *It's Never too Early to Start Thinking About an ESG Strategy* (www.esglobaladvisors.com/post/never-too-early-to-start-thinking-about-esg, 2019)

Operational, Reputational, Regulatory and Legal Risks and Opportunities

About the impact of E&S issues on operations, company reputation, and regulatory and legal compliance obligations:

Directors will want to satisfy themselves that risk management strategies employed for E&S issues are consistent with the company’s risk appetite and enterprise risk management framework, taking into consideration the possibility of multiple risks occurring at the same time. Risk “heat maps” and analyses of the magnitude of potential impacts and likelihood of E&S risks occurring are helpful risk assessment tools. Ultimately, E&S issues should be treated like any other business risk and included in the existing systems and processes for identifying and assessing the company’s risks and opportunities.

E&S-related risks, other than those directly associated with business model and strategy, typically fall into four general categories: operational, reputational, regulatory and legal. There are several useful guidance documents boards can use for risk assessments of E&S issues, including CPA Canada’s [A Framework for Board Oversight of Enterprise Risk](#),⁸ and [Enterprise Risk Management – Applying ERM to environmental, social and governance-related risks](#)⁹ by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and the World Business Council on Sustainable Development (WBCSD).

Financial Impacts

About understanding, tracking and evaluating how E&S issues could impact current and future financial performance and long-term value:

E&S issues can impact financial performance and capital expenditures in a variety of ways depending on the company, industry and geography of its operations. The cost and availability of debt and insurance coverage may be affected by the relevant E&S issues for the company. In the longer term, the impact of E&S issues should be evaluated in merger and acquisition (M&A) decisions and in new capital investments.

Revenues can be impacted for reasons such as, but not limited to:

- changes in consumer and seasonal demand for goods and services
- the sale of, or royalties on, innovative technologies
- digital marketing of goods and services
- the speed of obtaining regulatory approvals

8 (www.cpastore.ca/product/a-framework-for-board-oversight-of-enterprise-risk/1518, 2013)

9 (www.wbcsd.org/Programs/Redefining-Value/Business-Decision-Making/Enterprise-Risk-Management/Resources/Applying-Enterprise-Risk-Management-to-Environmental-Social-and-Governance-related-Risks, 2018)

Expenditures can be impacted for reasons such as, but not limited to:

- the need to retrofit, modify or replace existing property, plant or equipment
- savings from resource and energy efficiency and waste reduction
- research and development activities to develop new technologies and product designs
- costs of regulatory penalties or legal actions

Value of Stakeholder Relationships and Engagement

About relationships with key stakeholders (other than shareholders) and engagement activities to understand their interests, concerns and preferences that may have business implications:

Effective stakeholder engagement is essential to long-term value creation, so CPA Canada offers a comprehensive, stand-alone publication that explores practical ways for companies to engage, entitled: [*Stakeholder Engagement - Director Briefing*](#).¹⁰

Stakeholders can be an important source of information in identifying current and future E&S issues that may be critically relevant to developing strategy or represent important risks and opportunities. Therefore, companies that build strong relationships with key stakeholders can improve the likelihood of overall business success.

Stakeholder outreach and engagement is not limited to resource-intensive industries (e.g., oil and gas, mining and metals). It applies to and can benefit a growing number of sectors, such as technology companies, consumer packaged goods and transportation, to name a few.

Internal Monitoring and External Reporting

About internal monitoring for management decision-making and/or external reporting to stakeholders (including shareholders):

Oversight of Management Information Systems and Internal Control

Directors need to know that management has implemented appropriate systems, processes and internal controls to gather reliable and timely information about key E&S issues and related performance for:

- management analysis and decision-making purposes
- disclosure to investors, governments and other stakeholders

¹⁰ (www.cpacanada.ca/en/business-and-accounting-resources/strategy-risk-and-governance/corporate-governance/publications/stakeholder-engagement-director-briefing, 2018)

Directors should review and agree on management’s selection of key performance metrics and indicators about E&S performance, and periodically review how the company is progressing against them. These metrics and indicators should be subject to appropriate data collection and reporting systems, and internal controls.

The reliability of information systems and controls is also important for external reports including mandatory government filings, securities filings for public companies (including CEO and CFO certifications for financial reporting), and voluntary reports.

Oversight of External Reporting (Mandatory and Voluntary)

Mandatory reporting

The Canadian Securities Administrators (CSA) continuous disclosure requirements include E&S issues. Where E&S issues have been assessed as financially material under the securities law definition of materiality, specified disclosures are required in financial statements, management’s discussion and analysis (MD&A) reports and annual information forms (AIF).¹¹ To the extent that institutional investors and other stakeholders are interested in a company’s governance regarding E&S issues, disclosures made in CSA-required information circulars, statements of executive compensation and reports on corporate governance practices are also important.¹²

Regulators are paying increasing attention to the adequacy of environmental disclosures. The [CSA Staff Notice 51-333 Environmental Reporting Guidance](#)¹³ and [CSA Staff Notice 51-358 Reporting of Climate Change-related Risks](#)¹⁴ provides guidance for issuers on preparing these disclosures.

When including E&S issues in mandatory securities filings, the definition of materiality applied is the securities law definition, which focuses on investors as primary users of the information. The [Sustainability Accounting Standards Board \(SASB\) standards](#) provide useful guidance on financially material E&S issues by industry and sub-sector.¹⁵ Materiality to investors is not necessarily the same as materiality for a broader set of stakeholders (e.g., customers, employees and communities), who may have different perspectives on the importance of E&S issues to the company.

11 Canadian Securities Administrators, National Instrument 51-102 *Continuous Disclosure Obligations* (www.osc.gov.on.ca/en/SecuritiesLaw_51-102.htm, 2020)

12 Canadian Securities Administrators, National Instrument 58-101 *Disclosure of Corporate Governance Practices* [Collected amendments] (www.osc.gov.on.ca/documents/en/Securities-Category5/ni_20160329_58-101_unofficial-consolidation.pdf, 2015)

13 (www.osc.gov.on.ca/documents/en/Securities-Category5/csa_20101027_51-333_environmental-reporting.pdf, 2010)

14 (www.osc.gov.on.ca/documents/en/Securities-Category5/csa_20190801_51-358_reporting-of-climate-change-related-risks.pdf, 2019)

15 (www.sasb.org/standards-overview/, 2018)

Voluntary reporting

Many companies provide E&S disclosures on a voluntary basis, whether through corporate websites and social media, sustainability reports or responses to surveys and questionnaires such as the CDP. Voluntary reports are typically not subject to the same rigour and scrutiny as mandatory reports. However, it is important for companies to be consistent when discussing E&S issues in voluntary and mandatory reports given that both are in the public domain. Companies should carefully define and explain the definition of materiality used in voluntary reports, particularly when the primary audience for a given report extends beyond only investors.

A variety of frameworks are used for voluntary external reporting about a company's E&S issues and performance. These include the [SASB standards](#),¹⁶ the [Global Reporting Initiative \(GRI\) Standards](#), the [International Integrated Reporting Council \(IIRC\) <IR> Framework](#),¹⁷ and the Task Force on Climate-related Financial Disclosure [Final \(TCFD\) Recommendations Report](#).¹⁸

Governance and Oversight

About governance and oversight of relevant E&S issues:

Boards of directors are expected to promote and support a corporate culture that embeds consideration of E&S issues into decision-making throughout the organization. Leading companies often have a board-approved and monitored “code of business conduct”. Business ethics and transparency are important tools in promoting and reinforcing a strong corporate culture that considers relevant E&S issues on a day-to-day basis.

Strong leadership requires a CEO who upholds the company's code of business conduct. The CEO should demonstrate the requisite expertise and judgment to integrate consideration of material E&S issues into decisions about strategy, risk, stakeholder relations, operational performance and external reporting. Executive compensation plans can be aligned with the successful management of material E&S issues.

To adequately provide oversight of E&S issues, board members need to be sufficiently knowledgeable of relevant E&S issues and informed about the potential impacts to the company, the industry in which it operates and the manner in which E&S issues could impact existing business risks and opportunities. Boards increasingly need to respond to investors' questions, and sometimes those from stakeholders, about the oversight of E&S issues and their impact on the company.

Appendix B of this Briefing provides other useful publications and guidance for directors on governance of material E&S issues.

¹⁶ (www.sasb.org/standards-overview/, 2018)

¹⁷ (integratedreporting.org/the-iirc-2/, 2013)

¹⁸ (www.fsb-tcfd.org/publications/final-recommendations-report/, 2017)

Appendix A – Summary of Typical Business Implications of Selected E&S Issues

The table below is not a complete list of all E&S issues and their business implications. It merely serves as an illustrative example of how E&S issues can impact a company’s business. You can find a more complete listing within the [SASB Materiality Map](#).¹⁹

Environmental issues	Business implications
Water scarcity	Water is an essential resource in many industries, whether for products or operating processes (e.g., cooling, cleaning), as well as for living conditions in communities where businesses operate; future regulation and pricing may be opportunities for innovation and cost saving
Energy use	Energy is an essential input for all types of business, but dependence on fossil fuels threatens energy availability and affordability; development of renewable energy sources and technologies represents major fields of opportunity
Air pollution	Air pollution impacts human health, land use, buildings, biodiversity and water quality; regulation may have cost implications and affect timing of approvals for facilities; opportunities exist for technological innovation to reduce pollution in sectors such as transportation, chemicals, cement and automotive
Waste management and effluents	Product design, production processes and waste disposal practices all have bottom-line as well as environmental impacts; major “do more with less” opportunities exist for cost savings and innovation in product design, operating processes, packaging and end-of-life product disposal

¹⁹ (materiality.sasb.org/, 2018)

Social issues	Typical business implications
Human rights and modern slavery	Non-compliance “at home” and in supply chains with laws and international codes can adversely affect company reputation, ability to attract talent, and approval of new capital projects (“social licence to operate”)
Health and safety	Non-compliance with laws, standards and international codes can adversely affect reputation and ability to attract talent; disease and accidents can impair workforce availability and productivity
Corruption	Non-compliance with U.S., Canadian and foreign countries’ anti-corruption laws can not only be costly in terms of fines and ability to compete for business, but can also be harmful to reputation and permission to operate
Poverty	Poverty affects demand for products and services and ability to pay for them, as well as availability of a healthy and educated workforce; opportunities exist for companies to invest in communities and infrastructure that alleviate poverty, enhance workforce productivity and build thriving markets
Social instability and inequality	These realities are caused by a variety of factors such as political instability, inequality, terrorism, racism, unemployment and religious conflicts, as well as poverty, food and water shortages, and they are often compounded and accelerated by misuse of social media; social unrest and instability can have significant implications for resource availability and supply chain dependability, infrastructure and workforce safety

Appendix B – Additional Sources of Information

Benefits Canada. [ESG playing more into executive compensation: report](#). June 2019.

Canadian Coalition for Good Governance. [The Directors' E&S Guidebook](#). May 2018.

CERES. [Running the Risk: How Corporate Boards Can Oversee Environmental, Social and Governance \(ESG\) Issues](#). November 2019.

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Ethical Corp. [From nice to have to need to have: how companies can push ESG up the boardroom agenda](#). August 2019.

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Harvard Business School, Working Paper 20-056. [Pathways to Materiality: How Sustainability Issues Become Financially Material to Corporations and their Investors](#). November 2019.

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