



Dear SASB:

January 28, 2018.

Re: SASB Standards Feedback

I recommend that SASB include disclosure guidelines on how boards of public companies provide oversight and stewardship of the company's material social and environmental risks and opportunities.

I am an authority on the role of the Board of Directors in ESG governance. I am the subject matter expert on ESG governance for Governance Professionals of Canada (GPC), and a faculty member for their updated GPC.D designation. I am a judge for GPC's annual sustainability governance award for boards. I am the ESG subject matter expert faculty member for Directors College Chartered Director Program, C.Dir. I advise companies on ESG governance, and my clients have won sustainability governance awards. I am a past Director and Chair of a regional financial institution, with over 20 years experience as a corporate director. I also advise companies, governments and industry associations on sustainability risk management, strategy and reporting.

I share my credentials with you so that you can understand my perspective.

The Task Force on Climate Related Financial Disclosures provide a framework for disclosure of board oversight of climate risk. **I recommend that this framework be applied across all of SASB industry and topic areas.**

Here is a [best practice framework on Board ESG Governance](#) which I have researched and developed over the past ten years. It is based originally on the first international study conducted on [the role of the board in providing oversight of ESG](#) (which I conducted for The Conference Board of Canada, using the language of CSR.) The [best practice framework](#) provides an overview of over 30 basic, best and leading practices for company boards. It has undergone extensive consultation and incorporates leading guidance from around the world including Ceres and International Corporate Governance Network. I have used this as the basis for a pending publication of The Conference Board of Canada on Best Practices in ESG Governance which I authored.

I recommend that SASB review this [comprehensive document](#) to identify top practices for Board ESG Disclosure.

For sustainability to progress in corporations, it is essential that Boards of Directors enhance their oversight of ESG. A recent [National Association of Corporate Directors survey of directors](#) shows very few boards consider social and environmental issues as top trends that will impact business performance in the next 12 months, suggesting "that most boards continue to see these challenges as peripheral to near-term business success." If SASB develops cross-industry guidance on disclosure of board ESG practices this will have a dramatic affect on sustainability performance. And it will provide industry and financial analysts essential information on how corporate leadership takes account of material sustainability factors, to better inform financial markets. Please contact me if you would like to better understand my perspective or the practices I include in this [benchmark tool](#).

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