LOYOLA UNIVERSITY FAMILY BUSINESS CENTER

SUSTAINABILITY & ESG

State of Play

SEPTEMBER 28, 2023



Intro: BDO and your Speaker





With You Today



CHRISTOPHER TOWER

BDO Managing Partner, Sustainability & ESG

About BDO USA

BDO USA HAS 3 BUSINESS LINES WITH SPECIALITIES ACROSS 18 DIFFERENT INDUSTRIES, PRIMARILY FOCUSED ON MIDDLE-MARKET COMPANIES. WE'RE PART OF A \$11.8 BILLION NETWORK IN 167 COUNTRIES.



OUR VISION: Helping people thrive, every day

BDO USA, LLP

+\$2 Revenues

40% 35% 25% Advisory and Other

\$8,274 70
Client Service Personnel
9,647 Offices

750 + Independent Alliance firm locations nationwide



INTRO: BDO and Your Speaker



DEMYSTIFYING: What is Sustainability & ESG?



DRIVERS: Mitigating Risk and Identifying Value Creation



WHERE TO START: The Maturity Roadmap



OVERSIGHT AND ACCOUNTABILITY: Board and Management Oversight

DEEPER DIVE:



- 1. Regulations and Standards
- 2. Reporting and Assurance
- 3. Climate Mitigation
- 4. Supply Chain



CLOSING: Resources and Q&A



BDO aims to help businesses, communities, people and planet thrive through sustainable business practices.

At BDO, we have made sustainability and ESG one of the five strategic imperatives that drive our business strategy. We are building a business that lasts - a business that fulfills our firm's purpose of helping people thrive, every day.

WAYNE BERSON







Launched a Center of Excellence dedicated to Sustainability & ESG



Formalized an ESG Leadership Team to oversee sustainability strategies



Further integrated sustainable practices into our operations

ESG service offerings

Brought to market Sustainability &



Engaged our stakeholders through a materiality assessment





Completed a full greenhouse gas inventory including Scope 1, 2 and 3



Committed to achieve net-zero emissions by 2050 and halve our emissions by 2030



Committed to the Science Based Targets initiative*



Social

Signed the United Nations Global Compact



Reimagined and reaffirmed our commitment to BDO Flex, Our long-standing, dynamic workplace flexibility strategy



Hosted 200+ inclusion activities and communication touchpoints with more than 10,500 participants



Published our inaugural Diversity, Equity and Inclusion (DEI) Transparency Report



Fed nearly 50,000 community members during BDO's semiannual Weeks of Service across the U.S.



Achieved an 89% participation rate among BDO professionals in our annual employee Pulse survey



BDO professionals served in leadership roles for nearly 500 nonprofit organizations



Contributed nearly \$2.5m to charitable and community organizations



600+ BDO professionals volunteered within their local communities for more than 3,000 community service hours

* This commitment was made in February 2023.

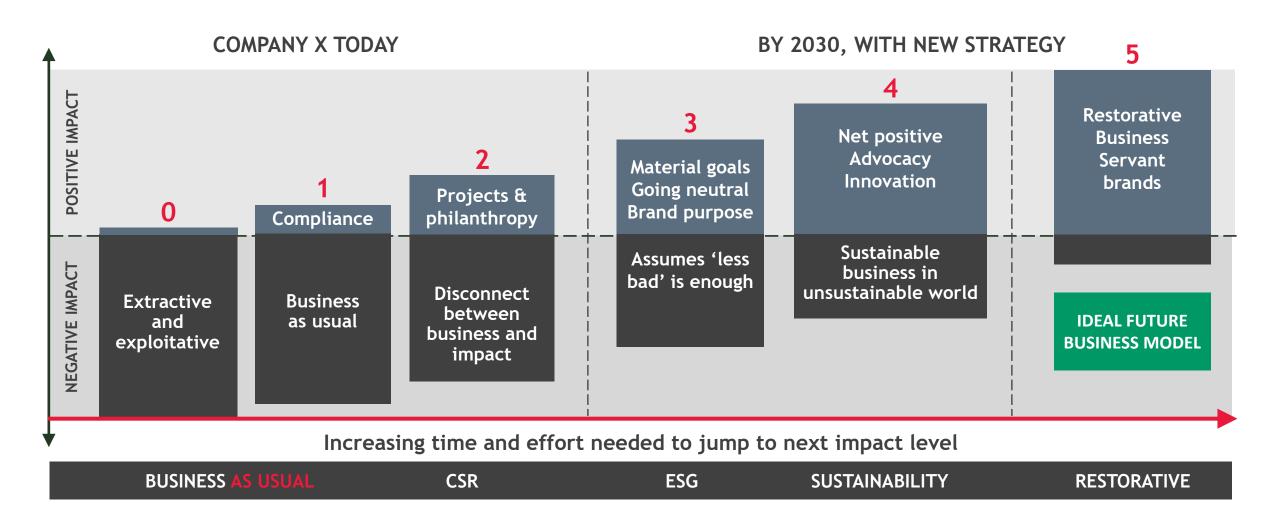


DEMYSTIFYING: What is Sustainability & ESG?





The Continuum of Sustainable Business



Sustainability vs. ESG

WHAT'S THE DIFFERENCE?

SUSTAINABILITY

Umbrella Term

- Refers to a company's efforts toward responsible and resilient business practices
- ► The ability to meet the needs of the present without compromising the ability of future generations to meet their own needs (United Nations Brundtland Commission, 1987)

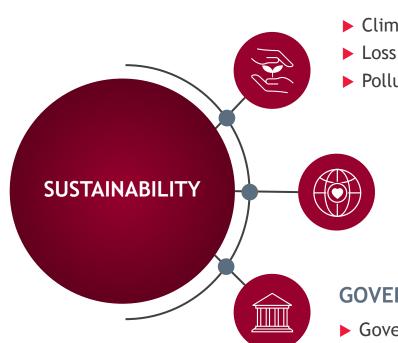
ESG

- A mechanism to quantify and report on a company's sustainability efforts and goals
- Collection of data and measurement of metrics crucial to business managers and investors



Sustainability Measured Through ESG

LIST ISN'T ALL-INCLUSIVE AND VARIES BY RELEVANCE AND IMPORTANCE BY COMPANY AND INDUSTRY



- **ENVIRONMENTAL**
- ▶ Climate change
- ► Loss of biodiversity
- ▶ Pollution

- ▶ Water and waste management
- Deforestation
- ► Renewable energy

- Greenhouse gas emissions
- ► Resource availability
- Sustainable products / packaging

SOCIAL

- ► Health, well-being & safety
- ▶ Diversity, equity & inclusion
- ► Human capital development
- Supply chain standards

- ▶ Innovation of better products and services
- Community and social vitality
- ▶ Employment and wealth generation
- Ownership structure

GOVERNANCE

- ▶ Governing purpose
- Quality of governing body
- ► Stakeholder engagement
- ► Leadership diversity

- ► Risk and opportunity oversight
- ► Lobbying & political contributions
- ► Anti-bribery & corruption
- ► Corporate resiliency

- ► Executive compensation
- ► Ethical behavior
- ► Tax transparency
- ► Data security & data privacy

DRIVERS: Mitigating Risk and Identifying Value Creation





Primary Business Drivers for Sustainability











COMPETITORS

INVESTORS

Investors are increasingly including ESG aspects as active selection criteria. By 2030, around 95% of assets under management are expected to have explicit ESG criteria when evaluating investments.

LEGISLATION

International institutions and regulatory authorities are raising the threshold for disclosure of ESG and sustainability policies and practices, while financial sector regulators are increasing their focus on ESG risks.

GROWTH

Integrating sustainability into a company's business model will enable new products and services as well as help increase profits and improve relationships with key stakeholders.

CONSUMERS

Consumers are changing their consumption habits to reduce their impact on the environment.
Willingness to pay for sustainable products is increasing.

Changes introduced into the competitive landscape by sustainable development influences the way in which companies develop their resources, capabilities and activities, fostering the persistence of competitive

advantages based on knowledge and innovation.

Stakeholder Drivers for Sustainability

INVESTORS

- ► PE and investor requirements
- Transparent ESG disclosures
- Shareholder activism
- ESG ratings

LENDERS

- Sustainable lending
- Green bonds
- Capital/rates based on ESG ratings

REGULATORS

- Expanding regulations
- Pressure for disclosure

CUSTOMERS

- Reputation and brand risk
- Customer/client expectations
- Competitive pressures
- Supply chain responsibility

EMPLOYEES

- Employee expectations
- Exec compensation tied to ESG performance



Benefits of Becoming a More Sustainable Company



Reinforces and enhances corporate image and reputation, and improves employee and customer retention



Defines an innovative vision of the business by identifying non-financial drivers



Improves access to credit and the ability to attract investment



Allows organizations to compete with those already disclosing their sustainability focus



Drives true corporate value creation and
simultaneously benefit
the planet



Satisfies stakeholder expectations and reinforces a social license to operate



Systematically makes
the link between
strategy and financial
performance including
impacts of ESG factors



Identifies monitors and manages non-financial risks correctly



Improves data quality for more effective information management and decision making

Sustainability Creating Value: Innovation and Transformation



ENVIRONMENTAL

Green Materials: green steel and cement, green hydrogen, bioplastics

Climate Technologies: carbon capture, desalinization, Al for agriculture and water tracking

Clean Energy: offshore wind, rooftop solar, hydroelectric pumped storage

Innovative Models: power purchasing agreements, extended producer responsibility



SOCIAL

Supplier Partnerships: supplier diversity, supplier development, prevention of slave labor

New Products: ingredient traceability, clean label transparency, circular design

Human Capital: inclusion networks, LGBTQ+ benefits, diversity tracking and transparency

New Models: Benefit (B) Corporations

I GOVERNANCE

Compensation: transparency in CEO compensation, executive pay tied to ESG performance

Tax transparency: total tax transparency, ESG tax credits and credit transfers/investments

Advocacy: shareholder resolutions, company advocacy/lobbying aligned with ESG strategy

Integrated Reporting: combining ESG (non-financial) with financial reporting

WHERE TO START: The Sustainability Journey





When You Should be Thinking About Sustainability & ESG?

YOU ARE A PUBLIC COMPANY OR PLAN TO GO PUBLIC

SEC's proposed rules would require U.S.listed companies to disclose climaterelated information.

YOU ARE DOING BUSINESS IN EUROPE OR OTHER FOREIGN JURISDICTIONS

- ► Under the EU Corporate Sustainability Reporting Directive (CSRD), non-EU based companies will be impacted if they generate substantial revenue and have employees (e.g., a subsidiary) in the EU.
- ► The EU's proposed Directive on Corporate Sustainability Due Diligence (CSDD) would require organizations to identify, prevent and end adverse human rights and environmental impacts in their operations and value chains.

YOUR STAKEHOLDERS ARE DEMANDING IT

- Large companies have made public ESG commitments (e.g., emissions reduction or net zero targets) and are requiring ESG-related information and data when setting up contractual agreements.
- Customers are asking for information about an organization's ESG approach and how they determined that their products or services can be claimed sustainable.

YOU OPERATE IN CERTAIN U.S. CITIES AND STATES

- Several states and major cities already have their own ESG and sustainability rules.
- ► Competitors are building strategies and reporting ESG progress. Companies not acting are at a disadvantage.

... OR ONLY IN CALIFORNIA

- In California, the sale of new fossil fueled vehicles will be prohibited after 2035.
- California proposed regulations that call for U.S. companies doing business in CA having more than \$1B in revenues to disclose their greenhouse gas emissions in accordance with TCFD standards.

YOUR FAMILY OWNERS ARE REQUESTING ESG INFORMATION AND A FOCUS ON SUSTAINABILITY

Multi-generational involvement in family-owned businesses is resulting in a rise in focus on sustainability related matters. The views amongst the generations may not be aligned.

Key considerations before beginning an ESG journey:



Embrace stakeholder capitalism



Utilize change management best practices



Recognize that lack of internal leadership alignment is a deal killer



Define team roles as a critical first step



Know that it's not a one and done process; it is iterative in nature



Remember that it's a marathon, not a sprint



Consider costs, both financial and human capital

Sustainability Strategy Development Process



READINESS ASSESSMENT

Perform a readiness assessment and competitive benchmarking

MATERIALITY AND STAKEHOLDERS

Define material ESG risks/opportunities and engage key stakeholders

STRATEGIC ROADMAP

Define your strategy for prioritization and action, then set goals and KPIs

DATA COLLECTION AND CONTROLS

Identify processes, systems and controls over ESG data

SUSTAINABILITY REPORTING

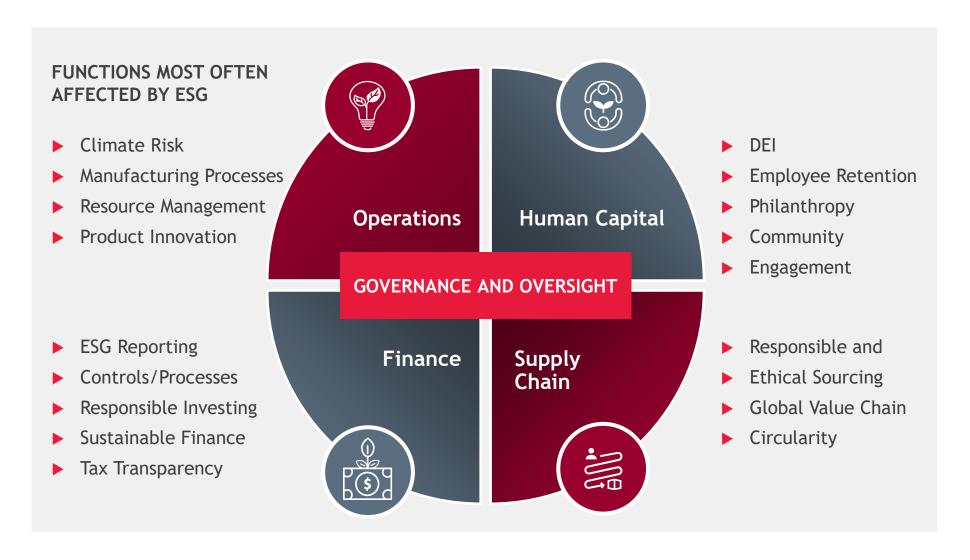
Begin external reporting, using common standards and frameworks

Areas Affected by Sustainability & ESG

LEADERS

In limited cases, companies already have an ESG department, and a person assigned with formal ESG roles and responsibilities. In other cases, depending on the size of the company, we typically engage with:

- CSO
- ► CFO
- Director of Internal Audit
- General Counsel/ VP-Legal
- HR or Marketing, in few instances



10 Key Elements of an Effective Sustainability Strategy



and goals



Active, visible leadership from the top



Policies and procedures set the expectations



Training for board, leadership & employees



Transparency and communication



Accountability up, down and across the organization



Incentives/
compensation/benefits
aligned to ESG measures



Key performance measures, data analytics, dashboards



Program management



Monitoring, auditing and reporting

OVERSIGHT AND ACCOUNTABILITY: Board and Management Oversight





The Board's Role in Sustainable Business





Define oversight responsibility and board committee structure



Identify, monitor and oversee management of non-financial risks correctly



Be alert to controls over data quality for more effective information management, decisionmaking and reporting



Establish management accountability criteria and integration of ESG objectives into overall corporate strategy



Ensure communication and reporting is reflective of prioritized ESG factors, related objectives and tracking of progress

Proactive Risk Management and Oversight is Key

RESPONSIBILITIES ACROSS BOARD, CEO, EXECUTIVE LEADERS AND SENIOR MANAGEMENT

Identifying Business-Relevant ESG Issues

- Current process and assumptions
- Competitor analysis
- Integration into ERM

Prioritizing ESG Risks/Opportunities Based Upon:

- Materiality assessment/risk tolerance
- Stakeholder impacts/expectations engagement
- Market impact, valuation
- Decision-useful information

Clearly Define Board Oversight:

- Identify full board/committee roles
- Update board charters
- Consider disclosure of oversight

Tying to Strategy and Value Creation:

- Establishing short-term and long-term targets, goals and metrics in line with business strategy
- Assessing resource needs internally/externally
- Establishing compensation incentives

Selecting Applicable Frameworks and Methodology

- Assess availability of data
- Process/internal controls for collecting/integrity of data

Defining Performance Accountability

Tracking & monitoring mechanisms

Designing Reliable Reporting

- Selecting appropriate standards/ frameworks
- Designing controls and processes over ESG data
- Identifying communication channels sustainability reports, websites, filings
- Integrating within financial statements

Maintaining ESG as a Regular Board Agenda Item

- Defining and formalizing responsibilities among board/committees/management
- Ensuring continued education on ESG matters

Assessing Need for Third-Party Assurance

- Compliance
- Data integrity

DEEPER DIVE:

- 1. Regulations and Standards
- 2. Reporting and Assurance
- 3. Climate Mitigation
- 4. Supply Chain





1. Regulations and Standards



Regulations are Growing Worldwide

CANADA

- Banks/insurance companies and crown corporations holding more than \$1 billion in assets to adopt TCFD requirements beginning in 2024
- Impending ESG reporting and climate regulation for public entities expected in 2025

USA

- SEC proposed rule on climate change disclosures (published on March 21, 2022)
- Proposed Climate Disclosure
 Requirements for Federal Contractors,
 (published on November 10, 2022)

The growing importance of ESG has caused companies to look for assistance to enhance internal controls around ESG reporting and to formalize the processes for collecting the data.

UK

TCFD (Task Force on Climate-Related Financial Disclosures) mandatory for large companies

EUROPE

- CSRD (Corporate Sustainability Reporting Directive)
- CSDD (Corporate Sustainability Due Diligence)
- EU Taxonomy
- SFDR (Sustainable Finance Disclosure Regulation)

JAPAN

 JFSA (Japan's Financial Services Agency) public statement - listed and unlisted companies to report climaterelated information

CHI

Law passed 8 February 2022 - listed and some unlisted companies to disclose environmental information

INDIA

Business Responsibility and Sustainability Report - top 1,000 listed entities for reporting on a voluntary basis for FY 2021-22 and on a mandatory basis from FY 2022-23

Key Sustainability & ESG Regulations to Watch

U.S. SECURITIES AND EXCHANGE COMMISSION (SEC)

- In May 2022, the SEC <u>proposed</u> rules to enhance and standardize climate-related disclosures for both U.S. public companies and foreign private issuers.
 - Final rules are expected in October 2023.
- In July 2023, the SEC <u>adopted</u> rules requiring the <u>disclosure</u> of cybersecurity risk management, strategy, governance, and incident disclosure for both U.S. public companies and foreign private issuers.
 - The new rule will go into effect for fiscal years ending on or after December 15, 2023.

INTERNATIONAL SUSTAINABILITY STANDARDS BOARD (ISSB)

- In June 2023, the IFRS Foundation's ISSB issued their first sustainability disclosure <u>standards</u> for <u>sustainability-related</u> <u>disclosures that are suitable for capital markets</u> <u>worldwide</u>, creating a global baseline for sustainability reporting.
 - The standards will go into effect in 2024.

EUROPEAN UNION COUNCIL

- In February 2022, the EU Commission issued a <u>proposal</u> for the Corporate Sustainability Due Diligence Directive (CSDDD). The Directive sets **mandatory human rights' supply chain due diligence rules** for large companies operating in the EU.
- In November 2022, the EU Parliament <u>adopted</u> the Corporate Sustainability Reporting Directive (CSRD), introducing **mandatory sustainability reporting requirements** for all large companies operating in the EU.
 - The rule will go into effective beginning in 2024.
 - In November 2022, the European Financial Reporting Advisory Group (EFRAG) <u>approved</u> the European Sustainability Reporting Standards (ESRS), <u>setting out the rules and requirements under the CSRD</u>.

CANADA

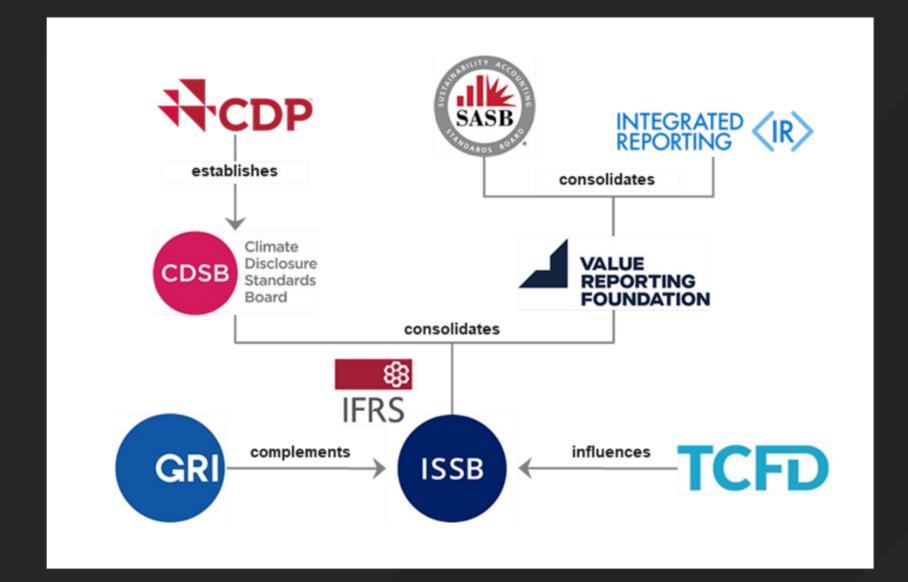
In April 2023, the Canadian Government issued standards pursuant to the <u>Policy on Green Procurement</u>, requiring government suppliers with contracts >\$25 million disclose greenhouse gas (GHG) emissions and adopt a science-based target to reduce emissions in line with the Paris Agreement, Net-Zero Challenge or an equivalent initiative.



The Proliferation of Sustainability Reporting Standards



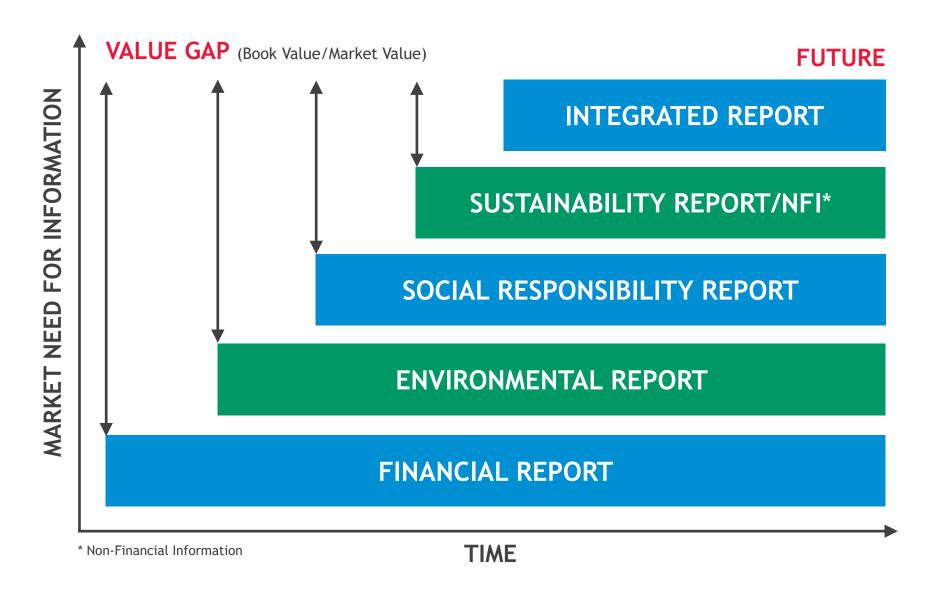
Reporting Standards are Converging



2. Sustainability Reporting and Assurance

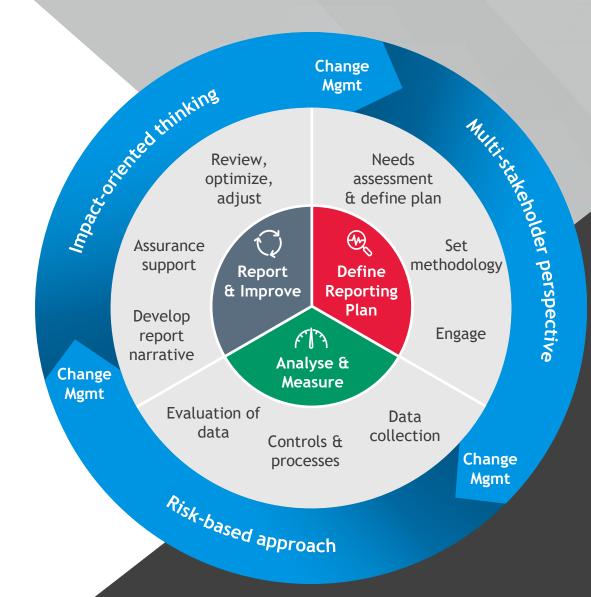


The Evolution of Reporting REPRESENTATION OF VALUE OVER TIME



Reporting Process Phases

Integrating sustainability into a business is a transformation journey and ongoing process of monitoring, modification and rethinking 'how' you can ultimately embed sustainability across the organization.





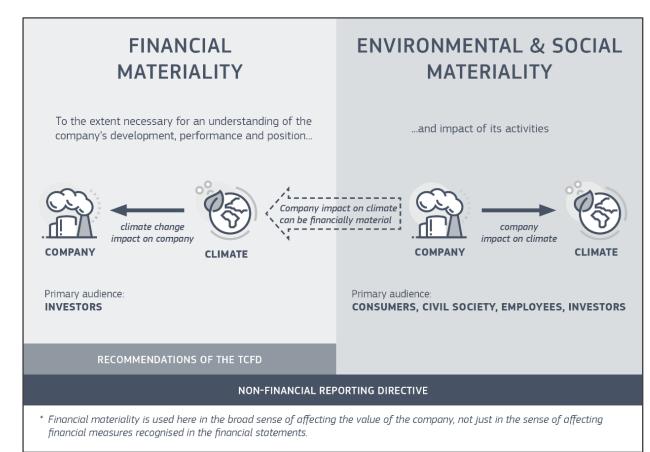
Double Materiality in Sustainability Reporting

The concept of double materiality acknowledges that a company should report simultaneously on sustainability matters that are:

- Financially material in influencing business value
- Material to the market, the environment, and people

The Double Materiality perspective of the Non-Financial Reporting Directive.

IN THE CONTEXT OF LONG-TERM VALUE CREATION:



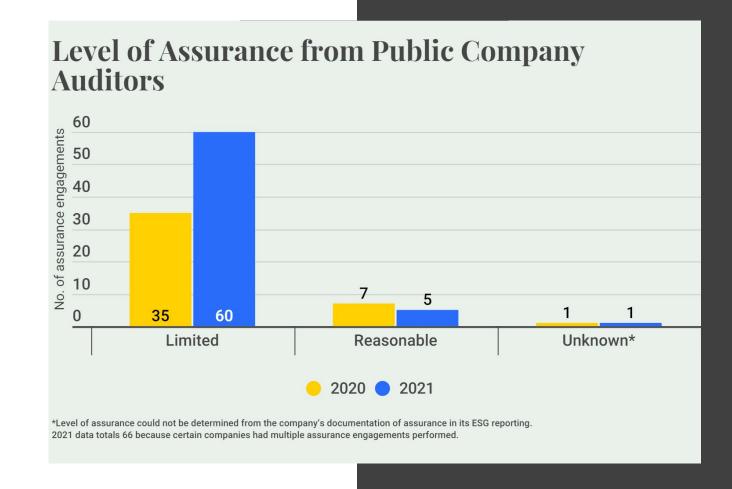
Source: Guidelines on Reporting Climate-related Information



The Need for Assurance on Sustainability Reporting

INSIGHTS FROM THE S&P 500

- ▶ 99% of S&P report sustainability information
- ▶ 65% have had some form of assurance or verification over ESG metrics
- ▶ 18% had assurance from public company audit firm



Source: Center for Audit Quality S&P 500 ESG Reporting and Assurance Analysis as of June 2023



Reporting & Assurance Readiness

BDO has prepared a practice aid of iterative considerations for management and boards to help them assess a company's readiness to report out on its sustainability strategy:

TAKING INVENTORY

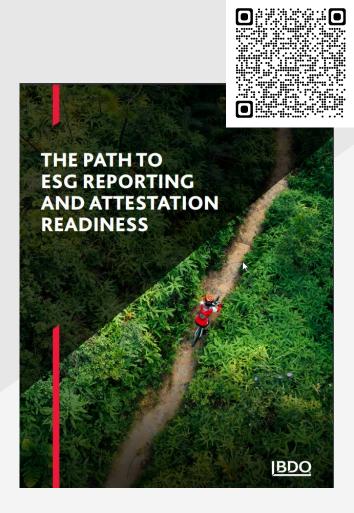
- Materiality assessment
- Competitive landscape
- Corporate story
- Reporting standards & frameworks
- Current state assessment

ESTABLISHING GOVERNANCE OVERSIGHT

- ESG roles
- ESG goals/objectives
- Third party resources
- Progress and accountability
- Continuing education
- Board strategy & ERM agenda

ESG REPORTING READINESS

- Reporting requirements
- Quantitative measures and data
- Data collection (processes, policies, procedures)
- Control effectiveness
- Qualitative information
- Draft disclosures
- Review as reasonable shareholder
- Third party attestation value





4. Climate Mitigation



Emerging Climate Risks Affecting Business

Organizations are facing new types of risks that over the past decade have extremely evolved.

The annual Global Risk Report by the World Economic Forum (WEF) identified the top threats facing our world by likelihood and extent of impact.

ACCORDING TO THE GLOBAL RISK REPORT 2023, 3 OF THE MOST SEVERE RISKS ON A GLOBAL SCALE:





Extreme Weather



Biodiversity loss



Source: World Economic Forum, Global Risks Report 2023, 18th Edition, Insight Report

The Financial Impact of Climate-Related Risks



TRANSITION RISK

The transition to a lower-carbon economy

- ▶ Policy
- **▶** Liability
- ► Technology
- CustomerPreferences



PHYSICAL RISK

The physical impacts of climate change and unsustainable development

- ▶ Flooding
- **▶** Drought
- ► Sea level rise
- ► Heat
- ▶ Wind

POTENTIAL FINANCIAL IMPACTS



Product/operation disruption (e.g. power, transportation, worker, availability)



Supply chain disruptions



Physical damage to assets (and raising insurance cost)



Changes in resources/input prices (e.g., water, energy, food)



Changes in demand for products/services

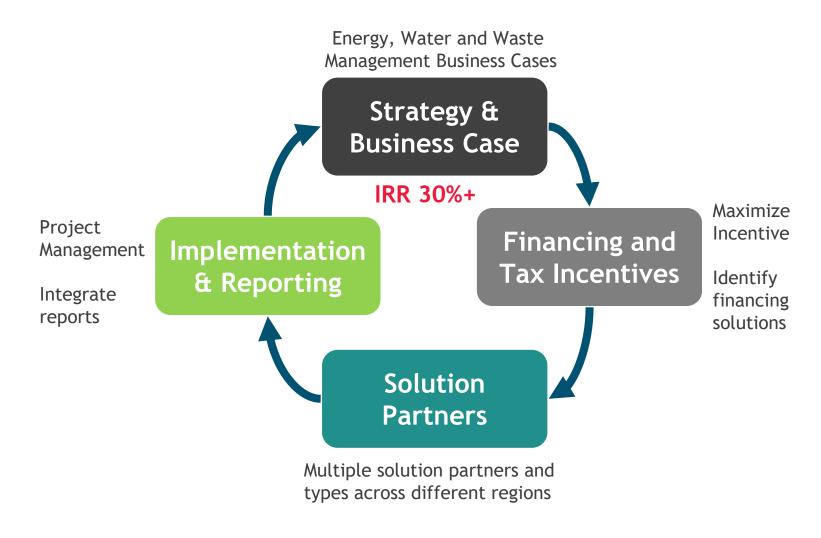
RELEVANT RISK AREAS

- 1. Strategic risk
- 2. Reputational risk
- 3. Operational risk
- 4. Credit risk
- 5. Market risk
- 6. Liquidity risk
- 7. Insurance risk

Climate Mitigation Strategies



Mitigation Strategy & Business Case Development

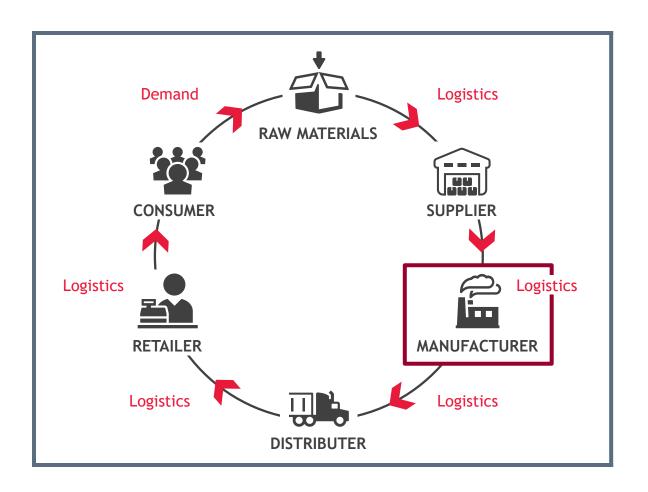


5. Supply Chain Risk



Supply Chain Sustainability Risks and Opportunities

MANUFACTURERS BEAR 90% OF REPUTATIONAL RISK



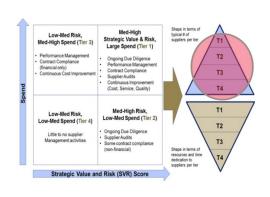
- 10% of GHG emissions
- 5% of jobs
- 7% of accidents
- 90% of reputational risk
- 95% of perceived stakeholder visibility
- 90% of GHG emissions
- 95% of jobs
- 93% of accidents
- 10% of reputational risk
- 5% of perceived stakeholder visibility
- = ESG risks and opportunities are not evenly spread across a products supply chain

Sustainable Supply Chain Mapping and Transparency

Supply Chain Mapping and Transparency aims at better understanding the flow of goods and information across several tiers of suppliers (from raw materials to finished goods). This step is foundational to assess ESG risks and opportunities, as well as to uncover inefficiencies and cost reduction opportunities

SUPPLIER SEGMENTATION AND RISK ASSESSMENT

Classification of spend categories and suppliers based on potential risk and impact on the business



TARGETED SUPPLY CHAIN MAPPING

Identification and mapping of goods and information flows highlighting areas of risk and optimization opportunities



SUPPLY CHAIN COMPLIANCE CONTROLS AND REPORTING

Benchmarking existing controls relative to suppliers' practices in the areas of carbon emission reporting & management, labor practices, EHS and governance



CLOSING: Resources and Q&A





BDO Sustainability & ESG Services

At BDO, we take a practical approach to services, meeting clients where they are in their journey and tailoring our offerings to meet their needs. We break things down in ways that can be immediately applied, focusing on what clearly adds value to an organization.

ESG Strategy & Program Development

Human Capital Management

▶ Development and retention issues management

► Strategy development and refinement

Diversity, equity and inclusion (DEI)

Compensation and benefits

Workplace benchmarking

- ESG risk assessment
- Industry benchmarking
- Materiality assessment
- Stakeholder engagement
- Strategic roadmap

Policy review

Program development

- Framework selection Target-setting
- ESG ratings improvement
- SOX readiness
- Sustainability reporting

ESG Reporting & Assurance

- Framework and metric selection
- Qualitative and quantitative data analysis
- Controls evaluation
- ► Integrated non-financial reporting
- ► Stakeholder communication
- ► Third-party assurance
- Assurance readiness

Supply Chain Sustainability & Resilience

- Analysis of procurement tools
- Global value chain evaluation
- Responsible sourcing
- ▶ Ethical supplier practices
- Supplier diversity
- Supplier due diligence
- Customs and trade compliance
- ▶ FCPA
- ► Fair labor/human rights

Sustainable Finance & Investing

- Impact investing
- Green financing
- ► Sustainable financing
- Exclusionary investing
- Pre-deal due diligence

Community Resilience

- Guidance on local policy decisions
- ► Strategic community investments
- Sustainable financial and equity models
- ESG regulatory compliance (CMS, CFR, FAR)

Resources







Questions?



