



INSTITUTE OF NEURODIVERSITY ION - CANADA

September 21, 2023

Alberta Securities Commission
Autorité des marchés financiers
British Columbia Securities Commission
Financial and Consumer Services Commission, New Brunswick
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
Nova Scotia Securities Commission
Nunavut Securities Office
Office of the Superintendent of Securities, Newfoundland and Labrador
Ontario Securities Commission
Office of the Superintendent of Securities, Northwest Territories
Office of the Yukon Superintendent of Securities
Superintendent of Securities, Department of Justice and Public Safety, Prince Edward Island

To the attention of:

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Me Philippe Lebel
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Sent by email: comment@osc.gov.on.ca and consultation-en-cours@lautorite.qc.ca

Re: CSA NOTICE AND REQUEST FOR COMMENT PROPOSED
AMENDMENTS TO FORM 58-101F1 *CORPORATE GOVERNANCE DISCLOSURE OF NATIONAL
INSTRUMENT 58-101 DISCLOSURE OF CORPORATE GOVERNANCE PRACTICES*
AND
PROPOSED CHANGES TO NATIONAL POLICY 58-201 *CORPORATE GOVERNANCE GUIDELINES*

Dear Secretary and Me Philippe Lebel,

On behalf of the Institute of Neurodiversity ION – Canada (IONC), thank you for the opportunity to comment on the Proposed Amendments and the Proposed Changes that will impact the disclosure regime of Canadian corporate reporting issuers.

About ION

IONC is the Canadian Chapter of the Institute of Neurodiversity (ION). ION is a global grassroots movement that aims to be the voice of the neurodiversity community by increasing ION membership through country chapters and impacting society primarily in health care, education and employment through advocacy and policy development. ION supports many of the United Nations Sustainable Development Goals (UN SDGs). It seeks to create an inclusive world that understands, represents, and values neurodivergent people equally, improving their lives, increasing prosperity, and acting as a force for good through the alignment of the SDGs.

IONC was established as a Not-for-Profit (NFP) on 2 February 2023 to join the global movement to support and expand ION's mission and advocate for neurodivergent Canadians while collaborating with Canadian organizations. IONC is grateful to participate in this meaningful consultation as a stakeholder representing a community that can benefit from the outcome of this consultation regarding diversity on boards and executive positions disclosure.

There are multiple interpretations of Neurodiversity; its foundational concept is rooted in the academic work of Judy Singer, an Australian sociologist, who in the late 1990s, through her own reflections of lived experiences, led to coin the term¹ and created a new social category on the same level as other social identities groups such as gender, ethnicity, sexual orientation, or disability giving rise to the neurodiversity movement. Singer defined Neurodiversity as a natural occurrence of cognitive variations in the human genome within Earth's population and a subset of biodiversity.²

Neurodiversity recognizes that each person has a unique nervous system with distinct abilities and needs, including those that deviate from the commonly accepted standards due to being diagnosed with conditions such as Attention Deficit/Hyperactivity Disorder (ADHD), Autism Spectrum Disorder (ASD), Tourette's, Dyslexia, Obsessive-compulsive Disorder (OCD), Giftedness, and Bi-polar disorder, all of which are considered neuroatypical or neurodivergent. However, in more recent times, the neurodivergent community has been emphasizing the value of neurological differences and expanded it to include anyone who thinks, learns, and communicates differently while advocating for the rights of this group.³

The neurodiversity movement challenges the traditional deficit-based approach to neurodivergent individuals, which is the default of pathologizing mental health differences and instead advocates for a strength-based approach that recognizes the unique abilities and perspectives of neurodiverse individuals. IONC, as part of the neurodivergent community, aims to provide a supportive community for individuals who identify as neurodivergent and to advocate for their rights and needs.

It is estimated that 15-20 percent of the world's population expresses some form of neurodivergence.⁴ In Canada, one in five people over the age of 15 has one or more disabilities reported, according to the 2017 Canadian Survey on Disability, and are significantly more likely than the average Canadian, to be unemployed and living in poverty.⁵ However, specific statistics on neurodivergent individuals are not provided; not all people who identify as neurodivergent identify as disabled. But more importantly,

neurodivergents and persons with disabilities experience some type of barrierⁱ to opportunities, including employment, perpetuating the marginalization of these groups.

The Consultation

According to the consultation, the main objectives of the proposed amendments and changes of the corporate governance disclosure requirements are to:

- i. increase transparency about diversity, including diversity beyond women, on boards and in executive officer positions;
- ii. provide investors with decision-useful information that enables them to better understand how diversity ties into an issuer's strategic decisions; and
- iii. provide guidance to issuers on corporate governance practices related to board nominations, board renewal and diversity.

These comments are intended to increase cultural awareness of the neurodiversity movement, which is a growing social phenomenon. This movement seeks to participate in policy development to promote acceptance, appreciation, and empathy in both Corporate Canada and society. Through sharing information and addressing questions raised in this consultation, IONC hopes to achieve these policy objectives.

Overview of the consultation

The information below summarizes the responses explained in detail later in the letter. The feedback is divided into two sections: General Comments, which cover a variety of topics, and Approach to Diversity, which provides responses to the consultation questions. Below is an overview:

A. General Comments

1. **Neurodiversity Inclusion through a systems approach** – There is a rising understanding of the significance of social identity groups, including neurodivergents, in Diversity, Equity and Inclusion (DEI) initiatives among governments, businesses, and non-profit organizations striving to establish more inclusive work environments. Neurodiversity is essential for employment in Canada, and neurodivergents can address some of the talent and skills shortages. Companies can capitalize on expanded opportunities, which can provide material benefits from including neurodivergent employees.
2. **Challenges of Diversity Washing and the Importance of Measuring Cognitive Diversity** – Recent research on U.S. companies supports the concerns of the risks associated with diversity washing, and that DEI is a complex construct that involves multiple dimensions beyond traditional measures of demographic diversity, which is often promoted, but superior financial performance stems from cognitive diversity. Other research examines the effectiveness of diversity initiatives and unintended consequences, such as tokenism⁶, backfire, negative spillovers, false progress and backlash, and therefore these risks should be mitigated.
3. **Diversity Washing as a Culture and Behaviour Risk** – The recent consultation by the Office of the Superintendent of Financial Institutions (OSFI) on their Culture and Behaviour Risk Guideline for all Federally Regulated Financial Institutions (FRFIs) in

ⁱ According to Accessible Canada Act (ACA), a barrier means anything — including anything physical, architectural, technological or attitudinal, anything that is based on information or communications or anything that is the result of a policy or a practice — that hinders the full and equal participation in society of persons with an impairment, including a physical, mental, intellectual, cognitive, learning, communication or sensory impairment or a functional limitation.

Canada highlights the importance of measuring and monitoring behaviour risks. The concept of diversity washing and holding senior leadership accountable for their DEI efforts are suggested, for inclusion into the culture and behaviour risk framework to mitigate risks of diversity washing and encourage ethical behaviour. This approach would factor aspects of cognitive diversity into the framework.

4. **Mental Health and Neurodiversity** – Many businesses prioritize mental health, and the perspectives of different social identity groups are vital in understanding the distinct mental health challenges faced. This is particularly true for neurodivergent individuals, who often experience mental health problems because of being subjected to organizational structures or practices that are unsuitable for them.
5. **Accessibility** – The guidelines for Accessible Canada Regulations recommend that organizations establish a sound accessibility culture, which involves prioritizing the inclusion of people with accessibility needs and integrating the necessary values, practices, and attitudes into the organizational culture. This approach goes beyond compliance and usability requirements, encouraging positive corporate behaviour and demonstrating true inclusion in diversity efforts.
6. **Untapped Talent Pool** – Many traditional recruitment and employment practices often fail to accommodate the needs of neurodivergent individuals, leading to missed opportunities to benefit from their unique perspectives and talents. This oversight can result in missed chances for productivity gains, quality improvement, innovation, increased employee engagement, trustworthiness and loyalty. Valuing neurodiversity is crucial in gaining a competitive edge and tackling the emerging talent and skills shortage, ultimately contributing to the growth of the Canadian economy.⁷

B. Approach to Diversity

1. **Response to Question #2** – *We are consulting on two alternatives with respect to the requirement to provide disclosure on the approach to diversity (Form A and Form B). Which approach best meets the needs of investors for making investing and voting decisions? Which form best meets the needs of issuers in describing their approach to diversity at the board and executive officer level? Do either of the approaches raise concerns for issuers? Are there certain requirements in either form that you find preferable to the equivalent requirement in the other form? Please explain.*
2. **Response to Question #3** – *Is information on the diversity approach and objectives of issuers with respect to executive officer positions useful for investors? Does this requirement raise concerns for issuers? Please explain. (Please refer to the table entitled “Approach to Diversity – Executive Officer Positions” in Annex A for a description of this proposed requirement)*
3. **Response to Question #4** – *Should issuers be required to disclose data about specified designated groups, consistent with the approach in Form B? Or should issuers be required to disclose data about women only and the identified groups for which they collect data, consistent with the approach in Form A? Please explain. (Please refer to the table entitled “Concept of Diversity” in Annex A for a description of “designated groups” and “identified group”)*
4. **Response to Question #5** – *Would it be beneficial to require reported data to be disclosed in a common tabular format? Does this requirement raise concerns for issuers? Please explain.*

A. General Comments

1. Neurodiversity Inclusion through a systems approach

Social identity categorization enables people to group themselves and others based on social identity, which leads to the formation of communities and collectively often prompts action. It is also a critical aspect of economic decision-making, where people make financial choices based on their identity.⁸

Understanding the nuances of social identity is critical for any leader because aspects of social identity affect how you lead and work with others. In contrast, having the representation of leaders from various social identity groups and ceding power with those groups can support the building of an inclusive culture of trust.⁹

The Employment Equity Act (EEA) Task Force¹⁰ is expected to make recommendations for the amendment to the EEA that should reflect a modernized Canadian society beyond the current four groups (women, Indigenous peoples, persons with disabilities, and members of visible minorities), and for the most part, these four groups can be categorized as “outward facing”. This work is imperative to the Canadian Business Corporation Act (CBCA) diversity disclosure regime as it references these groups in its regulations.¹¹ However, it needs to be clarified whether the changes made to the EEA would impact the designated groups identified under the CBCA.

It is worth noting that in the 2023 federal budget, the government also proposed introducing legislation to create diversity disclosure requirements by amending the Bank Act, the Insurance Act, and the Trust and Loan Companies Act, which will incorporate the principles of the diversity disclosure requirements included in the CBCA, into FRFIs.¹²

Additionally, the federal government has launched the 50-30 Challenge, an initiative between the government, Canadian businesses, and diversity organizations to encourage diversity in organizations that are not mandated. However, this program’s social identity groups, referred to as “equity-deserving groups”, are somewhat different from those under CBCA mainly through its modernized approach in the inclusion of the “2SLGBTQ+ and/or gender and sexually diverse individual” and “non-binary people”,¹³ closer to the designated groups under Form B of the CSA proposal.

In addition to the “outward facing” and “equity-deserving” social identity groups noted above, it is crucial to also consider neurodiversity as a group that deserves equity and recognition in diversity measures. Many organizations, including governments and different industries, such as financial services¹⁴, consulting and technology, have recommended that organizations include neurodiversity in their diversity programs. Here are a few notable examples:

- **Strategies for Neurodiversity Inclusion:** Consulting firms are developing strategies to leverage the value of the overall workforce better and create a more inclusive workplace. They suggest that organizations partner with employment support agencies to source neurodivergent talent, formulate policies for neurodiversity, and take these efforts beyond discrete projects to multiyear commitments with metrics for goals and progress. Firms like EY¹⁵, Deloitte¹⁶, WTW¹⁷, Accenture¹⁸, PwC¹⁹ and KPMG²⁰ recognize the benefits of neurodiversity and are taking steps to promote the inclusion of neurodivergent individuals in their workforce and with their clients.
- **Neurodiversity and National Security:** U.S. Federal agencies are urged to look to the neurodivergent community to fill critical roles in national security. These agencies can harness

the unique cognitive talents of neurodivergent individuals to help solve complex problems and enhance national security.²¹

- **Neurodiversity Hiring Programs or Broader Neurodiversity Inclusion Initiatives:** Many technology companies have their own specific neurodiversity hiring programs and are reporting tremendous success. Examples include Microsoft, IBM, SAP, VMware, Hewlett-Packard, Salesforce, DXC Technology, and Aspiritech.²²

Companies have found numerous benefits through their neurodiversity programs, as reported by the popular Harvard Business Review article “Neurodiversity as a Competitive Advantage”; these advantages include finding and hiring good talent in tough-to-fill skills categories, reduced defect rates, and increased productivity⁶. If Canada could implement neurodiversity inclusion broadly, it could better utilize its labour force and contribute to economic prosperity.

2. Challenges of Diversity Washing and the Importance of Measuring Cognitive Diversity

“Diversity washing” refers to when companies exaggerate their commitment to diversity, equity, and inclusion (DEI) compared to their actual actions.²³ It is like “greenwashing”, where companies claim to be environmentally conscious for marketing reasons but do not actually make any significant efforts towards sustainability.²⁴ Both are concerns for investors and consumers, with more attention being paid currently to the latter with multiple regulators, such as the Securities and Exchange Commission (SEC)²⁵, the Financial Conduct Authority (FCA)²⁶, and the EU regulators²⁷, taking action to prevent greenwashing and other misleading ESG claims. However, without regulatory guidance on DEI measures, diversity washing is a growing concern.²⁸

Academic research has shown that it is crucial to address any misrepresentations of DEI in businesses. Failing to do so could result in negative consequences, such as increased scrutiny, expensive Environmental, Social and Governance (ESG) audits, and damage to customer loyalty.²⁹ Another study shows that using only workforce demographic diversity as a metric for measuring DEI linked to financial performance is insufficient. Other factors must also be considered, such as cognitive diversity and implementing strategies that encourage an equitable and inclusive culture where employees can share their abilities and perspectives, contributing to innovation.³⁰

Although traditional measures of demographic diversity may not be effective in predicting financial performance, the data has value for social purposes and organizational culture, and mandatory disclosure of detailed racial and gender data will help mitigate risks of diversity washing by identifying discrepancies between companies’ public DEI commitments to their DEI practices. However, mandatory collection of demographic data, particularly as it relates to sexual orientation, persons with disabilities and neurodivergents, pose challenges in gathering the data due to privacy laws. Therefore, alternative measurements are needed to be researched to track progress without compromising sensitive information.

The recent decision by the U.S. Supreme Court to end race-based admissions policies at colleges and universities has raised concerns about diversity efforts. This decision sends a message to Corporate America that those opposed to DEI may call their diversity efforts into question, due to the political nature of affirmative action, which is often a key part of many corporations’ DEI strategies.³¹ This outcome is supported by research on the unintended consequences of ineffective diversity initiatives, such as backlash by individuals negatively affected by reverse discrimination, highlighting the need for a

more nuanced and comprehensive understanding of the effects of these initiatives. This understanding is crucial to developing effective strategies that can mitigate the risks associated with DEI efforts.³²

The philosophy of neurodiversity promotes cognitive diversity by embracing various ways of thinking and a broad range of cognitive differences. When combined with diverse social identities and backgrounds, cognitive diversity leads to unique perspectives. However, diversity efforts that only focus on “outward facing” representations of social identities can overlook the value that comes with thinking differently. Measuring cognitive diversity is complex, and there is a risk of diversity washing. Stakeholders, including investors, must be aware of this risk.

3. Diversity Washing as a Culture and Behaviour Risk

OSFI supervises and regulates over 400 federally regulated financial institutions and 1,200 pension plans. Its role is to ensure that these institutions are financially sound and meet their requirements while promoting good risk management and governance practices through a framework of rules and regulations. All of these efforts are aimed at maintaining the stability of the Canadian financial system and strengthening public confidence in it.³³

As one of Canada’s leading regulators, OSFI can be referenced for its Culture and Behaviour Risk work. In a recent consultation, OSFI drafted a guideline on Culture and Behaviour Risk³⁴ to establish its expectations for FRFIs’ management of culture and behaviour risks to support FRFIs’ risk governance and management frameworks.

OSFI’s guideline defines “culture” as the shared values, mindsets, beliefs, and assumptions that shape what is important and the behaviour of individuals within an organization. It also defines “behavioural patterns” as “behaviour norms” and refers to common or typical behaviours across a group. Lastly, it also defines “behaviour risks” as behavioural patterns that threaten a financial institution’s desired culture by being misaligned with it, and/or by increasing financial and non-financial risks.

The guideline emphasizes that senior management and the board of directors are responsible for setting the tone at the top and ensuring that the desired culture is embedded throughout the organization. It also highlights the importance of measuring and monitoring culture and behaviour risks, which can include complacency, excessive risk-taking, poor communication, or a lack of speaking up. It further states that these patterns should be identified and managed proactively. Managing behaviour risks is one of the five principles outlined in the guideline.

This development provides an opportunity to advocate for the inclusion of “diversity washing” as a type of behavioural risk for corporations, represented by senior leadership. OSFI’s guideline can be used as a starting framework for other industries and include diversity washing, as it fits the definition’s criteria. When corporations fail to oversee DEI commitments and neglect to follow through with DEI practices, this creates a misalignment that organizations must monitor. By placing diversity washing under culture and behaviour risk, senior leadership will be held accountable for their DEI efforts.

Furthermore, DEI measures should be part of any developing culture and behaviour risk framework to help mitigate risks of diversity washing by identifying discrepancies between companies’ public DEI commitments to their DEI practices. These measures include reporting on the progress of capturing complex DEI measures, such as how cognitive diversity is used to understand behavioural patterns to help organizations recognize the opportunity that “neurodivergent thinking” brings that aligns, evolves

or disrupts its organizational culture. Organizations should also include aspects of DEI measures in their policies and procedures to encourage the highest ethical behaviour, therefore minimizing diversity washing.

4. Mental Health and Neurodiversity

Mental health affects everyone and is a crucial aspect of employee well-being. There is an awareness that the mental health of a workforce is a contributing factor in the social sustainability of any company, and is included in the “S” in ESG. However, it is not being prioritized enough despite businesses recognizing the importance of supporting their employees’ mental health.

CPA Canada’s leadership recognizes that mental health is a critical issue that must be addressed at the corporate level, not just by Human Resources. They believe that employees are valuable assets, not just expenses. Their ultimate objective is for organizations to disclose investments in social and mental health and benefits usage as a significant part of integrated reporting. This approach will work alongside integrated thinking and become even more crucial with the establishment of the International Sustainability Standards Board (ISSB).³⁵

Some organizations in the industry treat mental health as a social consideration under DEI initiatives and recommend the collection of aggregated mental health data, such as the CFA DEI code (“Mental well-being”), to track and measure signatories’ progress in this area. Another firm, CCLA Investment Management (CCLA), has created two benchmarks to assess and rank companies based on their workplace mental health disclosures; UK’s largest employers listed on the London Stock Exchange by market capitalization with over 10,000 employees on workplace mental health disclosures³⁶, and another one ranking the 100 largest companies on the world stock markets with more than 10,000 employees against the same criteria.³⁷ Both benchmarks are designed as investor tools to drive corporate disclosure and progress on workplace mental health.

However, the narrative on mental health needs to change to provide a better understanding that is not necessarily associated with “illness” to tackle the stigmatization of mental health. Everyone has mental health, just like physical health, and it is natural for humans to fluctuate in both their mental and physical health. It is a misperception that mental health is synonymous with “illness”. “Illness” in the context of mental health and neurodiversity is rooted in the Medical Model of Disability, which frames the challenges and diagnoses as individual medical problems that happen within our bodies without consideration of systemic inputs that may have caused them. Therefore, the onus of the change, healing, or improvement is put on the person.

Conversely, the Biopsychosocial Model of Disability, supported by the World Health Organization (WHO), considers the person, their health problem, and their social context. It is an individual-centred model that recognizes that biology and physiology are part of the disability, but thoughts, emotions, behaviours (psychology) and societal factors also play a role.³⁸ For many neurodivergents, the social context is a critical factor in their mental health. Implementing policies across organizations, including awareness of accessibility needs, such as flexible working arrangements, psychological safety, and assistive technology to support the cognitive load, can help create work environments that support the mental health of all employees.

5. Accessibility

Accessibility culture is a way of thinking and acting that recognizes the diversity of human abilities and the importance of creating an inclusive environment. It involves creating a culture that values accessibility, promoting awareness and understanding of accessibility issues, and providing training and resources to support accessibility. The Accessible Canada Act (ACA) is a Federal Act to benefit all persons, especially persons with disabilities³⁹, and with the purpose of identifying, removing, and preventing accessibility barriers in built environments, employment, information and communication technologies, communication, procurement of goods and services, delivering programs and services, and transportation.

Creating digital accessibility through the application of universal design principles, including accommodations for cognitive processing differences and sensory sensitivities, as well as the provision of assistive technologies, is crucial for neurodivergent individuals. This approach acknowledges and accommodates the diverse ways in which individuals interact with the world around them. By providing necessary support, neurodivergent individuals can perform their responsibilities and even improve their performance. Most importantly, digital accessibility provides neurodivergents with the right to participate in economic activity, contributing to their overall well-being.

Entities regulated by the federal government, such as banks and telecommunications companies, must comply with Accessible Canada Regulations. The regulations require these entities to involve people with accessibility needs in creating accessibility plans, feedback tools, and progress reports according to the “Nothing about us without us” principleⁱⁱ. Guidelines suggest that organizations establish an accessibility culture⁴⁰ and adopt practices to remove and prevent barriers to the recruitment, retention, and promotion of individuals with accessibility needs, including persons with disabilities.

In contrast, many organizations, including those mandated to disclose under the ACA legislation, are incorporating ESG and DEI into their corporate strategy to increase representation in senior management and their workforce of historically underrepresented groups. It is an approach to demonstrate their commitment to participating in the sustainability economy, which improves their corporate brand and opportunities for access to capital.

However, considerations should be made about the opportunity for using accessibility plans and the accompanying feedback tools and progress reports as a reporting framework to be included in sustainability disclosures that investors and other stakeholders can use to hold organizations accountable for their efforts to integrate accessibility into their organizations, especially if DEI is part of their corporate strategy. This approach would go beyond traditional focus and measures on demographic diversity to incorporate accessibility into their plans, which is an essential ingredient to ensuring that equity and inclusion are built into the process as an integral part of organizational culture regardless of social identity - as a critical aspect of human rights. It is the required shift from DEI to Inclusion, Diversity, Equity and Accessibility (IDEA), making accessibility part of the cultural change.

ⁱⁱ According to the Guidance on the Accessible Canada Regulations, the foundational principle of “Nothing without us” recognizes that persons with disabilities are equal participants in all areas of life. As such, they should be involved in all decision making on policies, programs, practices, and service delivery.

6. Untapped Talent Pool

A growing body of academic research shows that incorporating neurodiversity into workforces and leadership is beneficial. Companies that actively seek out, foster, and allocate resources to include neurodivergent talent have the potential to gain a significant advantage in terms of skill sets, such as pattern recognition, attention to detail, nonlinear thinking, analytical thinking, visual thinking, memory, creativity, hyperfocus and specialization of skills.

Additionally, neurodivergents can provide valuable insights and solutions to complex problems that other neurotypicals might overlook. They possess unique innovation capabilities and may have exceptional skills that are crucial in today's complex work environment. When companies embrace neurodiversity, they gain competitive advantages in many areas, such as productivity, innovation, culture, and talent retention, with spillover effects that benefit the entire workforce.⁴¹

Some of the areas where neurodivergent talent is prevalent but hidden are as follows:

- **Sports and entrepreneurship – high performance and mental health marker:** Elite athletes are increasingly speaking out about their mental health challenges. Simone Biles, Michael Phelps, and Shaquille O'Neal are some of the elite athletes who have talked about their ADHD.⁴² A 2019 study researched if ADHD is more common in athletes than previously thought and postulated that ADHD gives elite athletes a slight edge because of symptoms such as preservation or hyperfocus.⁴³ However, athletes like Biles and Phelps tell their personal stories through a different lens, that they succeed tremendously despite their neurological difference and not because of it.

A study that explored the relationship between ADHD symptoms and entrepreneurial performance found that entrepreneurs with ADHD symptoms can use their positive emotions, such as passion, sustained focus and perseverance, to manage or amplify the impact of ADHD traits, leading to success in their ventures.⁴⁴ Another study found that a high percentage of entrepreneurs surveyed were affected by mental health differences, including ADHD, bipolar disorder, depression, and anxiety. These differences may be related to personality traits linked to entrepreneurship, such as impulsivity and risk-tolerance and risk-taking.⁴⁵

- **Sustainability and technology:** Many organizations consider sustainability a vital aspect of their operations, as it plays a significant role in addressing global challenges. Sustainability is a multifaceted concept encompassing environmental concerns, social equity, and economic development. It has developed over time through different intellectual and political perspectives. Achieving sustainability requires collaboration among individuals, communities, companies, and nations. The UN SDGs offer a roadmap for creating a better and more sustainable future for everyone.

Due to sustainability's complex nature and appeal for social and environmental justice, many neurodivergents are drawn to this work because it is purpose-driven and has the critical mission of positively impacting "people, planet and prosperity" (triple-bottom-line). A survey by a sustainability professional on LinkedIn asked other sustainability professionals if they were neurodivergent. Of the 250 respondents, 57% reported identifying as neurodivergent, whether

diagnosed or undiagnosed. This outcome is unsurprising, as neurodivergents are commonly associated with a heightened sense of justice and fairness.⁴⁶

Technology is a crucial factor in addressing sustainability issues, particularly in terms of innovative technology and cybersecurity. According to research, the latter is becoming increasingly important as a most significant ESG consideration for investors because it is closely linked to financial and investment risks.⁴⁷ The technology industry and many neurodivergent individuals are forming mutually beneficial partnerships, including the cybersecurity industry. Cybersecurity companies benefit from the unique talents of neurodivergents, such as their ability to hyperfocus, be precise, persistent, and identify patterns. In return, many neurodivergents attain economic stability while contributing their skills and talents to society.⁴⁸ However, it is essential to avoid stereotyping regarding neurodiversity in the cybersecurity sector, as not all neurodivergents want to work in cybersecurity. Artificial Intelligence (AI) is another area of growing interest that is a fit for neurodivergent talent.

- **Leadership:** There is a common belief that neurodivergents are not fit to lead in executive positions or on boards. However, research in Organizational Management proposes a model of neurodiversity in leadership that challenges this idea. This model suggests that cognitive traits associated with neurodiversity, such as information search, divergent thinking, novel thinking, associative thinking, hyper-systemizing, attention to detail, and stewardship behaviour, can promote task-focused leadership behaviour. These behaviours can increase the likelihood of influencing others, emerging as leaders, and being perceived as effective. Therefore, neurodiversity may be more closely linked to leadership in complex environments that require these cognitive skills.⁴⁹

Importantly, these are only a few examples of the application of neurodivergent abilities. Prototypical strengths associated with the various conditions do not apply to all neurodivergent individuals – each person has their own set of strengths and abilities that can provide meaningful contributions to society. There is no specific industry, organization, or role to which neurodivergent people should be allocated. Instead, organizational cultures should create inclusive environments that recognize and value individual strengths, regardless of differences, and support challenges so that neurodivergent candidates and employees can apply themselves effectively. If key stakeholders of the Canadian economy, including governments, businesses, and academic institutions, can engage with and adjust to these concepts, skill shortages can be addressed by neurodivergent talent. This approach would drive the innovation needed for Canada to be a strong global partner in supporting economic prosperity.

Concluding Comment

It is essential to consider neurodiversity as a group that deserves equity and recognition in diversity measures. Additionally, addressing concerns related to diversity washing, mental health, and accessibility will contribute to building inclusive work environments and mitigating risks associated with misrepresentations of diversity. IONC's following feedback on the consultation questions aims to foster cultural awareness, promote acceptance, and achieve policy objectives that support neurodivergent individuals and the wider community.

B. Approach to Diversity

Question #2a

Which approach best meets the needs of investors for making investing and voting decisions?

Response

The approach that best meets the needs of investors for making investing and voting decisions is the one that provides the most comprehensive and accurate information on the diversity of an issuer's board and senior management.

"Neurodiversity" or, more accurately, "Neurodivergents" should be included as a distinct social identity group as it seeks its rights for cultural acceptance and allows for a nuanced understanding of intersectionality. These can help build visibility of people who behave, think, and learn differently, providing unique cognitive profiles. Therefore, we request that CSA modify Form B to include "Neurodiversity" or "Neurodivergents" under the same practice of the inclusion for "LGBTQ2SI+ persons".

This "Modified Form B" approach should best meet the investors' needs for making investing and voting decisions. It aligns in principle with current diversity disclosure requirements under CBCA, future expected requirements for FRFIs and the federal government's 50-30 Challenge and will contribute to reducing regulatory fragmentation. A modified Form B approach also provides more transparency needed to hold companies accountable for their diversity efforts and provide measures to mitigate diversity washing.

The inclusion of "Neurodiversity" or "Neurodivergents" as a designated group in the definition of diversity can increase awareness and acceptance of neurodivergents and encourage issuers to consider the unique perspectives and strengths that neurodivergents can bring to the board and executive officer positions.

Question #2b

Which Form best meets the needs of issuers in describing their approach to diversity at the board and executive officer level?

Response

Although **Form A** focuses on an issuer's approach and objectives with respect to board and executive officer positions, providing issuers with more flexibility in their disclosure reporting, it lacks the vital requirement of a **written strategy**. This documented plan would outline the issuer's strategy for promoting diversity on the board, including goals, objectives, and specific actions. A written strategy would provide a more comprehensive and structured framework for diversity efforts, clearly articulating the issuer's approach and desired objectives. This formal document can be reviewed, evaluated, and shared with stakeholders, including investors, to enhance transparency and accountability in diversity efforts.

Whereas **Form B** requires a **written strategy**, it is only a requirement concerning the board. It would not require disclosure on the consideration of diversity when making executive officer appointments or an issuer's approach to talent management for executive officers. Without this level of disclosure, the information provided would not be comprehensive to measure and monitor issuers' diversity efforts of

senior leadership, which is a critical group as a DEI measure to observe culture and behaviour risk, including diversity washing. *(See comments under #2 and #5).*

Therefore a “Modified Form B” to include required disclosure on the consideration of diversity when making executive officer appointments or an issuer’s approach to talent management for executive officers is recommended.

Question #2c

Do either of the approaches raise concerns for issuers?

Response

No comment.

Question #2d

Are there certain requirements in either form that you find preferable to the equivalent requirement in the other form? Please explain.

Response

Related to the response to Question #2b, **Form A** would make it more helpful for stakeholders, including investors, if there is a **written strategy requirement**. Whereas with **Form B**, the **written strategy requirement** should not be limited to the board only; it should also include executive officer positions.

Form A focuses primarily on the disclosure of targets and their achievement. In contrast, **Form B** goes beyond targets and requires disclosure of **other measurable objectives** related to the representation of designated groups. This broader scope allows issuers to provide additional information on specific goals and initiatives beyond target setting. For example, Accessibility can serve as a complementary goal to the conventional representation of social identity groups and focus on measuring accessibility needs. **Form A** would make it more helpful if it captured information on **other measurable objectives**.

Form A does not require any specific data; if **data** is gathered, it does not need to be presented in a table format like **Form B**. However, the **data** requirement in **Form B** is a better option for collecting information. **Form A** becomes more valuable if it adopts the same **data** requirements as **Form B**.

Question #3a

Is information on the diversity approach and objectives of issuers with respect to executive officer positions useful for investors?

Response

Related to the response to Question #2b, yes, information on the diversity approach and objectives of issuers with respect to executive officer positions is useful for investors. Without this level of disclosure, the information provided would not be comprehensive to measure and monitor issuers’ diversity efforts of senior leadership, which is a critical group as a DEI measure to observe for culture and behaviour risk, including diversity washing. *(See comments under #2 and #5).*

Additionally, research on the impact of female quotas on corporate boards affecting gender equality in the overall job market indicates that having more women in high executive positions can help alleviate backlash. The impact of backlash is notably reduced when there are numerous female top executives, especially when a firm has a female Chief Operating Officer (COO) executive; the COO is usually second

in command to the CEO.⁶ This research has potential implications for other diverse groups, where increasing diverse representation in executive roles can be effective in countering negative responses towards diversity initiatives.

Question #3b

Does this requirement raise concerns for issuers? Please explain. (Please refer to the table entitled “Approach to Diversity – Executive Officer Positions” in Annex A for a description of this proposed requirement)

Response

No comment

Question #4

Should issuers be required to disclose data about specified designated groups, consistent with the approach in Form B? Or should issuers be required to disclose data about women only and the identified groups for which they collect data, consistent with the approach in Form A? Please explain. (Please refer to the table entitled “Concept of Diversity” in Annex A for a description of “designated groups” and “identified group”)

Response

Related to the response to Question #2b: we request that CSA modify Form B to include “Neurodiversity” or, more accurately, “Neurodivergents” under the same practice of the inclusion for “LGBTQ2SI+ persons”. “Neurodiversity” or “Neurodivergent” should be included as a distinct social identity group as it seeks its rights for cultural acceptance and allows for a nuanced understanding of intersectionality. These can help build visibility of people who behave, think, and learn differently, providing unique cognitive profiles. This “Modified Form B” approach should best meet the investors’ needs for making investing and voting decisions. It aligns in principle with current diversity disclosure requirements under CBCA, future expected requirements for FRFIs and the federal government’s 50-30 Challenge and will contribute to reducing regulatory fragmentation. A modified Form B approach also provides more transparency needed to hold companies accountable for their diversity efforts and provide measures to mitigate diversity washing.

However, the reliance on people to self-disclose personal identity data continues to be the greatest challenge in collecting this information, especially from the most marginalized communities, such as neurodiversity and persons with disabilities. Other considerations, such as capturing accessibility needs, are needed to measure diversity outcomes other than reporting on representation.

Accessibility is a universal benefit that applies to everyone and is a human right. Expanding it beyond HR compliance is essential, as it encompasses a broader scope that the board of directors should prioritize at the corporate level.

Only entities under federal regulations are mandated to publish Accessibility Plans following Accessibility Standards, including feedback processes and progress reports. The legislation is intended to develop an accessibility culture in Canadian society and economic development. As it only applies to specific industries and is under federal jurisdiction, its impact is limited to achieving these objectives. To address this gap, accessibility needs to be an aspect of ESG, as it is a human right, and included in organizational culture and consequently factored into executive management compensation practices.

The board and the compensation committee should incentivize CEOs and executives to pursue these objectives making it a measurable item for transparency and accountability. As a result, over time, Accessibility will be a component in organizations' risk frameworks monitored under Culture and Behaviour Risk.

A separate but related initiative under ISSB is seeking feedback on its priorities for the next two years through consultations. Based on research on the information needs of investors, ISSB has identified four potential projects: biodiversity, ecosystems and ecosystem services, human capital, human rights, and integration in reporting. Detailed disclosure under a "Modified Form B" would support ISSB's future projects in creating specific sustainability standards by providing information about a company's approach to diversity. ISSB's research shows that DEI is an aspect of Human Capital, but it is unclear whether accessibility is included in ISSB's Human Rights research. However, this may change through the current consultation with global stakeholders.

Question #5a

Would it be beneficial to require reported data to be disclosed in a common tabular format?

Response

Using a common tabular format for reported data has many benefits. It promotes consistency and comparability, enhances accessibility and readability, and improves efficiency in data analysis. Investors and stakeholders can easily compare information across different issuers and identify trends and patterns in diversity representation.

Question #5b

Does this requirement raise concerns for issuers? Please explain.

Response

No comment

IONC is grateful to Robert D. Austin (Ph.D.), a professor of Information Systems at Ivey Business School, who is also an affiliated faculty member at Harvard Medical School, and Chloe Cameron, a Ph.D. student of Organizational Behaviour at the Ivey Business School. Their insights and contributions during the consultation process were greatly appreciated.

Thank you again for the opportunity to comment on the Proposed Amendments and the Proposed Changes that will impact the disclosure regime of Canadian corporate reporting issuers. If you have any questions regarding this submission, please do not hesitate to contact me at info@ioncanada.ca.

Yours sincerely,

"Kim Shah"

Kim Shah (She/Her)
Chair and President
Institute of Neurodiversity (ION) – Canada

- c.c. Robert D. Austin (Ph.D.), Professor of Information Systems, Ivey Business School
Chloe Cameron, Ph.D. Student, Neurodiversity in Organizations, Ivey Business School
Hon. Mark Holland, Minister of Health of Canada
Hon. Ya'ara Saks, Minister of Mental Health and Addictions and Associate Minister of Health
Hon. Kamal Khera, Minister of Diversity, Inclusion and Persons with Disabilities
Hon. Chrystia Freeland, Deputy Prime Minister and Minister of Finance
Hon. François-Philippe Champagne, Minister of Innovation, Science and Industry

Disclaimer

The concept of neurodiversity is a multifaceted and constantly evolving area of research. It is important to note that diverse individuals and communities may hold their own unique interpretations and viewpoints regarding neurodiversity, which can result in variations in terminology and conceptual frameworks. These differences may occasionally lead to confusion or miscommunication when discussing or studying neurodiversity.

Nevertheless, it is vital to approach this subject matter with an open and receptive mindset and to engage in discussions characterized by respect and inclusivity. Recognizing the wide array of perspectives and experiences within the neurodiversity community can foster increased comprehension and collaboration. Furthermore, it is imperative to consider the context and intentions underlying various definitions and frameworks, as they may align with distinct objectives, values, or priorities.

Ultimately, the overarching goal of neurodiversity is to champion acceptance, inclusiveness, and support for individuals with diverse neurocognitive characteristics. By acknowledging and respecting the diverse perspectives and frameworks within this field, we can collectively strive toward a more comprehensive and inclusive comprehension of neurodiversity.

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September 21, 2023

Re: CSA NOTICE AND REQUEST FOR COMMENT PROPOSED AMENDMENTS TO FORM 58-101F1
CORPORATE GOVERNANCE DISCLOSURE OF NATIONAL INSTRUMENT 58-101 DISCLOSURE OF
CORPORATE GOVERNANCE PRACTICES
AND
PROPOSED CHANGES TO NATIONAL POLICY 58-201 CORPORATE GOVERNANCE GUIDELINES

Dear Secretary and Me Philippe Lebel:

Since 2007, I have been conducting research on best practices in “Neurodiversity Employment” (ND employment). Since 2019, this research has been funded by the Social Sciences and Humanities Research Council (SSHRC) of Canada. Ivey Business School is now arguably one of the world’s leading research centres on this topic; among business schools, it is probably the top ND employment research centre. Thus, our comments on the above issue are based on multi-year, in depth research findings.

I write today to endorse the more detailed recommendations in the CSA comment letter from the Institute of Neurodiversity Canada (IONC). This letter has been developed with input from our research group, and we are substantially in agreement with it.

The primary overall message I wish to highlight in providing this supporting letter is that ***neurodiversity should be a part of any updates to reporting guidelines and disclosure requirements*** concerning corporate governance in the areas of equity, diversity, and inclusion.

The reason this is imperative: according to our estimates, the proportion of people in the population who could be considered neurodivergent might be as high as 20% (though not all these been diagnosed or disclosed). This is too big a number to ignore.

As the IONC letter makes clear also, neurodivergent people who have not traditionally been able to enter the workforce have skills and talents that can make a real difference to Canada’s economic well-being. It is essential, for both economic and social reasons, that we address issues of neurodiversity with urgency like the urgency that motivates us in other areas of equity, diversity, and inclusion.

Should you have further questions about any of this, please do not hesitate to contact me at raustin@ivey.ca.

Sincerely,



Robert D. Austin
Professor