



## **1. Executive Sponsor**

The Vice President Legal Services, General Counsel and Corporate Secretary is the Executive Sponsor for this policy document and revisions thereafter.

## **2. Definitions**

NIL

## **3. Application, Compliance, and Monitoring**

This section must include the following statement:

“This Policy applies to all CCC employees, consultants, contractors and temporary staff. The Policy Suite Governance Policy (PG-101) shall be consulted regarding Application, Compliance and Monitoring of this document.”

This section is also used to highlight circumstances where the application of the policy shall be limited.

## **4. Context**

As a Crown corporation, CCC is committed to ensuring a high quality of transparency and accountability as a basis of sound corporate governance. Disclosure of information and transparent decision-









CCC is ultimately accountable, through the Minister of International Trade Diversification, to Parliament for the conduct of its affairs. The Minister has the following responsibilities:

- Issuing directives and annual statement of priorities and accountabilities.
- Recommending the appointment of directors
- Recommending corporate plan for approval
- Tabling annual reports in Parliament
- Policy guidance and directives
- Legislative and mandate reviews

## **7. Governance**

Corporate governance is an important tool in achieving accountability. In this regard, CCC adheres to the guidelines and regulations concerning the management and governance of Crown corporations set by the Treasury Board Secretariat of the Government of Canada.

The President and Chief Executive Officer of the Canadian Commercial Corporation is accountable to the Board of Directors.

### **Board of Directors**

As a Crown corporation, an independent Board of Directors governs CCC. The Government of Canada appoints members of the Board of Directors through a merit-based selection process. The Board reports to Parliament through the Minister of International Trade Diversification.

The Board's responsibility is to supervise the direction and management of CCC and oversee its strategic direction.

### **Board Committees**

Led by an independent Chair, CCC's Board of Directors conducts its oversight functions in concert with the following Board committees:

Audit Committee	The purview of the Committee is to oversee and promote a high standard of financial reporting, internal controls, risk management and ethical behaviour for the Corporation.
Governance and Human Resources Committee	<p>The Committee is established to accomplish two principle objectives:</p> <p>I. Governance: Develop and implement practices and procedures to ensure that the Board fulfill its responsibilities in accordance with a high standard of corporate governance.</p> <p>II. Human Resources: Oversee the management of human capital to ensure that CCC attracts and retains the talent needed to deliver on its mandate and business objectives.</p>
Operations Committee	The purview of the Committee is to oversee the Corporation's core service offering to Canadian exporters, from business development, contract structuring to contract management.

Corporate Reporting & Statutory Requirements

CCC's mandate is enunciated in the Canadian Commercial Corporation Act. Pursuant to the *Financial Administration Act*, CCC is required to submit an annual Corporate Plan, which sets CCC's performance measures and objectives. It must also submit an Annual Report to measure performance against these objectives, and report on an operating budget.



- g) Annual reports to Employment and Social Development Canada on our compliance with the *Employment Equity Act*.
- h) Reporting on our compliance with the *Canadian Environmental Assessment Act* and *Financial Administration Act* through our Annual Report.
- i) Travel and Hospitality CCC discloses, on a monthly basis, the travel and hospitality expenses of the Chair of its Board of Directors, all members of the Board of Directors, as well as its CEO, and Vice-Presidents. All such expenditures are directly related to supporting CCC's mandate and are incurred, for example, in support of service delivery, business management, operational meetings, professional development, stakeholder engagement, business development, pursuit advancement, Board meetings and other corporate governance related activities. Information that would normally be withheld under the *Access to Information Act* or the *Privacy Act* is not provided.
- j) *Export and Import Permits Act* amendments to accede to the Arms Trade Treaty may require transactional reporting by CCC through the Minister of Foreign Affairs in a form to be directed by Global Affairs Canada. Bill C-47 contains reporting requirements relating to the issuance of export control permits. The reporting will be required by May 31 annually and the report will be tabled in Parliament.

#### Audits by the Auditor General of Canada (OAG)


As noted above, CCC reports to Parliament through the Minister of International Trade Diversification and as a Crown Corporation is subject to audits by the Auditor General.

The Office of the Auditor General of Canada (OAG) serves Parliament by providing it with objective, fact-based information on government programs and activities, gathered through audits. Parliamentarians use OAG reports to oversee government activities and hold the federal government to account for its handling of public funds.

The Auditor General of Canada is an Officer of Parliament who carries out work on behalf of Parliament, and who is accountable to Parliament.

The Auditor General performs annual financial audits and special ex0 1 72.027ghr Ge final






whether financial, human and physical resources are managed economically and efficiently; and whether operations are carried out effectively as required by section 138 of the *Financial Administration Act*.

The Auditor General recently submitted to CCC's Board of Directors its 2018 Special Examination of CCC, which is posted on the CCC website.

## Internal Audit

Internal audits provide CCC with assurance as to the operation of the governance, risk



**Consultation:** CCC continually strives to proactively engage key stakeholders in an

The Access to Information Act is built on the principle that Canadians have a right of access to government information. Access to information provides Canadians with a mechanism to scrutinize the activities of government. By disclosing publicly and by reporting accurately on commercial and non-commercial activities, CCC is able to build public confidence in our capacity to deliver our mandate.

In order to access government information, a request along with the prescribed application fee is made to the government institution responsible for the information being sought, usually through the organization's Access to Information and Privacy (ATIP) Office.

#### Access to Information Act

For CCC, the public right of access to information is balanced against the legitimate need to protect CCC sensitive commercial information and to permit the effective functioning of our Corporation. Accordingly, the *Act* recognizes CCC's right to withhold access to information affecting day-to-day operations, which may include for example:

Commercially sensitive third-party information;

Financial, business or other proprietary information of third parties where disclosure of such information might adversely affect the third party concerned unless permission is given by such third party to disclose such information, including reports and documents prepared by CCC and/or its external counsel or consultants;

Information relating to solicitor-client privilege;

Privileged information including advice, information, views and opinions provided to CCC by professional advisors and consultants, such as legal advice from or correspondence with either internal or external counsel, information relating to matters under negotiation or in legal dispute and disciplinary and investigatory information generated in or for CCC;


#### Access to Information Act Reporting

The CCC ATIP Office is responsible for administering the Access to Information Act and the Privacy Act within the Corporation. It also ensures compliance with the Access to Information and Privacy legislation, regulations and related directives.

CCC's "Annual Report to Parliament on the Access to Information Act" is tabled in Parliament annually and is made available on CCC's website at: <https://www.ccc.ca/en/ccc/about-ccc/disclosure>. In addition, summaries of completed access to information requests by CCC are posted on the Government of Canada Open Government Portal.

#### Info Source

CCC provides information about its functions, programs, activities and related information holdings subject to the Access to Information Act and the Privacy Act. It provides individuals and employees of CCC (current and former) with relevant information to access personal information about themselves held by CCC.



Proactive disclosure

CCC discloses information on the travel and hospitality expenses incurred by its senior level employees (CEO, Vice-Presidents and equivalent levels) as well as Board members on [Canada's Open Government Portal](#).



Policy, Procedure and Practices:

CCC provides information on key governance policies and procedures. For example,

requests, which may be made by telephone, mail or email. CCC shall respond to all requests within a reasonable period of time; it is recommended that requestors provide as much detail about a project or requested documentation as possible in order to assist in the process.

If CCC expects to incur expenses in providing requested information, the requestor will be notified of the expense and may be charged a reasonable fee in accordance with the Treasury Board's Cost Recovery and Charging Policy.

Requestors may request information in either official language; however, CCC will not be responsible for the performance or cost of translation of documents where third-party documentation is in a language other than that requested.

#### Media Disclosures

Transactional information and business results may be announced in news releases in coordination with our exporters and foreign buyers.

## **9. Continuous Improvement**

In the spirit of continuous improvement, CCC is committed to improving the effectiveness of its current transparency and accountability framework that responds to the interests, needs and expectations of stakeholders. CCC will continue to examine peers and industry recognizing the evolving state of transparency and what con(n)oy an0q0.ar1o.17 T