

## From The Boardroom to The Engine-room:

A new tool for decision makers
- The Boardroom Issues Filter

"We can only see a short distance ahead, but we can see plenty there that needs to be done"

**ALAN TURING** 



## From The Boardroom to The Engine-room:

A new tool for decision makers - The Boardroom Issues Filter by Bengt Skarstam and Ivor Hopkins

## **ABSTRACT**

The Boardroom Issues Filter is a tool designed to give all decision makers a clear process for reaching considered and appropriate courses of action. The filter has three sifting stages - Values and Ethics, Systems Thinking, and Evolution – so any decision, especially if complex, about a wicked problem or is stakeholder focussed, needs to pass through each stage before it can drop through on its way to be an action for adaptable and responsible change. This article explores and explains the importance of values and ethics, investigates broader systems thinking via the Iceberg Model and Vision Deployment Matrix, and considers how evolution is forcing change on business, using the the retail, oil and gas, and pharmaceutical industries as short examples.

An appendix considers the impact of the Boardroom Issues Filter on the boardroom and its directors as leaders in change agency.



## INTRODUCTION

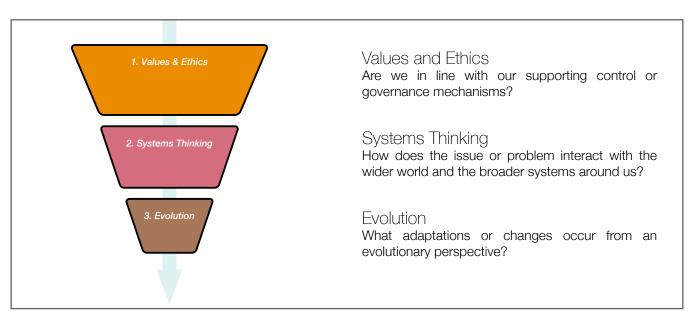


FIG. 1. THE BOARDROOM ISSUES FILTER

"Any decision is better than no decision!" At some point in conversation or in a meeting, a good number of us has probably heard this phrase – and given it only fleeting attention. If we turn the spotlight onto it now, is such a phrase to be admired as the action oriented, go-getting perspective of a person in command? Is it simply posturing? Or does it trouble us, making us feel more than a little concerned, particularly if we are part of the decision making process, and the issue being considered is complicated?

Strategic decision making can be troublesome, time-consuming and contentious, so requires more attention than a glib comment or a knee-jerk reaction. The Boardroom Issues Filter (© Hopkins / Skarstam 2016 ), has been designed as a tool that can be applied to any situations that demand a decision – particularly difficult or complex ones, and ones that have an impact on our stakeholders. The Boardroom Issues Filter is based on three sources: the boardroom is one of the highest levels of collective and dynamic decision making we have in society (the Appendix below deals specifically with this); company and organisational workings are a lot more familiar to many of us than government sessions; the acronym BIF! has a satisfyingly plosive force about it (like

BAM! from action comic-strips), so helps us to punch above our weight.

Three is a magic number, so The Boardroom Issues Filter also has three sections or stages, which are Values and Ethics, Systems Thinking and Evolution and each part is underpinned by a key question, as set out in Fig. 1 above, and which we shall explore in detail in the pages below. We start with Values, the drivers of positive human actions, and its counterpart Ethics, which guides us in doing the right thing.

# THE BOARDROOM ISSUES FILTER

**BIF! Stage 1. Values and Ethics:** Are we in line with our supporting control or governance mechanisms?

Values are our engines and preference selectors, which we take on as part of our socialization (cultural learning and education) and from our experiences, especially when growing up [1]. They are what we hold as important



in our lives, such as kindness, success or wisdom, and they inform the way we act and behave. Generally, we take our values for granted, not really thinking that hard about them, but we all have values and it is a useful activity to identify and articulate them. There are hundreds of values - semantically nuanced - that can be identified, so this means that we need to invest a bit of time in the process of uncovering and highlighting our own.

We also frequently speak about company values, but what we mean is that they are the espoused values of the company, as it is the owners / directors, management and employees who mould their firm around their values. The values synthesized from these stakeholders and then used by the organisation will help drive its activities and give a clear signal, if the values are made public, about what its people regard as important, what they feel has to be valued. This can be extremely beneficial in a variety of business areas and with a variety of stakeholders, particularly in: hiring the right persons; maintaining and motivating employees (especially if the values are revisited internally on a regular basis); igniting customer loyalty; acting as a positive focus in acquisitions and mergers, and enabling creativity via a multi-faceted culture (the opposite of a stifling mono-culture).

For all of us as decision makers, the understanding and use of values are very important, given the responsibility and power that we have. If we look at the key, motivationally distinct basic values, which have been distilled into ten global values, we can see that there are a number of values that sit well in our understanding of what underpins the activities of a decision maker or leadership team, particularly the values of achievement, power, security and stimulation [2].

Where values are understood and embraced as a positive force, ethics seems to wait on the side-lines, regarded as being a bit difficult and dark <sup>[3]</sup>. Values are expansive and the horizons promised by values are endless - but you can squander valuable energy and resources if you are not focussed. This is where ethics comes in to play, as it has a controlling and framing effect, and requires discipline, which explains somewhat why it is perceived as hard. In point of fact, ethics is frequently at the sharpend of business conduct and at the flash-points of difficult decisions, in such areas as supporting speaking out, combatting corruption and engaging with broad

sets of cultural and supply chain issues. Ethics is the powerful counter-balance to values, and operates as the compass in directing the force that values have [4]. Ethics has its roots in philosophy - in the human condition - and it does need to be studied and considered, not only because ethics is fundamentally about right and wrong, but because it deals with the difficult areas of our daily interactions, the right versus right, as well as occasionally, the even more problematical, wrong versus wrong [5], [6].

Many organisations display their values and many actively use them, but few are as consequent as the US apparel and equipment producer and retailer, Patagonia , which has a very strong, values driven mission: "We're in business to save our home planet." There are not many for-profit companies who could make that statement, and there are not many business leaders who have the vision, integrity and grit shown by Yvon and Malinda Chouinard, the company's founders. Their family influence is seen through a sustainably well thought-out business model that flies in the face of accepted business practice because Patagonia is based on their strong values:

Staying true to our core values during forty-plus years in business has helped us create a company we're proud to run and work for. To stay in business for at least forty more, we must defend the place we all call home m.

All companies and organisations are required to follow formal, external control systems, depending on the size and activity of the company. These can be anything from government taxation and required payment structures, to reporting on financial performance and legal requirements such as health and safety, or on how the organisation is set up and led – its governance structures, to following elected guidelines from an industry body, or useful standards, such as those from the International Standards Organisation stable e.g the ISO 14001 (environmental system). Internally, a company or organisation may set up its own codes and policies, some of which require



courage and engagement both in their formulation and in following them. It is here that ethics, in an ethical policy or code of conduct, has its home.

Enron is a classic case of how a company can tick all the right boxes and thereby deliberately bamboozle its stakeholders. Enron had a sixty-four page Code of Ethics which covered all aspects of business behaviour, company values and human rights. The firm had governance and control systems in place, but these company and financial rules, including its Code of Ethics, which would have been projected to its stakeholders and which were certainly lived in parts of Enron's organisation, were manipulated and used as a fig leaf by the company's head, the board, to cover its criminal wrong-doing. The eventual fall from grace of its officers and the collapse of the company is now part of bad business history.

Just as our culture affects us as individuals, a company's culture should originate in, or spring from, values and ethics, which have to be properly championed by the leaders of the organisation. The culture needs to be alive and to be lived so values and ethics need to be referenced continually through promotion, training and use, not left nicely bound on the HR or legal departments' shelves. nor simply posted on the website. This is why values and ethics are the first filter in our Boardroom Issues Filter, because they are so vital. If the decision or situation in question does not pass this first control mechanism of the filter, then it rightfully cannot move into the next stage of the filter, Systems Thinking. Any decision needs to be in line with our supporting control systems, before we take the time and effort of putting it under scrutiny with some deeper thinking to produce, amongst other things, the mental models which cover probabilities, our reasoning and our decision making.

BIF! Stage 2. Systems Thinking: How does the issue or problem interact with the wider world and the broader systems around us?

As outlined above, we live and work with, and under, a whole set of systems and processes. So, how do we perceive and understand our reality and our culture in order both to cope with the impact we exert on the

systems we are part of, and to handle the impact that those systems or processes have on us?

Systems thinking is first of all a powerful tool to get a broad perspective on our actions (and reactions) to the events we are dealing with. Second, it is a way to understand the interconnectedness of things over time when we are trying to solve problems [9],[10],[11],[12]. Systems thinking works well in situations that are complex and messy, particularly with Wicked Problems (see below), allowing us to see the big picture, work on discovering new possibilities and find ways of supporting change where necessary.

A helpful picture in describing systems thinking is the leeberg Model [13], which has five levels:

- The first level is the tip of the iceberg the event and this is what we can see and are usually acting on. It is the "what is happening?" part.
- The second level is the pattern section, which is where what is happening over time that causes the event at the tip of the iceberg is to be found. This is often overlooked.
- The third level is the systemic structures section, which is the producer or driver of the pattern, such as organisational structure and information systems.
- On level four we have the mental models section which is where structures persist in our minds and consequent behaviours, and where, by challenging and changing our own imagined models, we can get a picture of what is driving the systemic structure.
- Finally, on the fifth level, is vision or deep thinking, which is where we re-work our vision this is transformational on all the other levels above.

The fifth level – the vision level - is the most powerful level at which to intervene since that is the base and the deepest, most fundamental part of the metaphorical iceberg. This means that working from level five - working with vision - upwards, we can work towards the tip of the iceberg that we want. By using systems thinking we can begin to tackle the dangerous problems of, for example, the long term unsustainability that we all face on this earth. As systems thinking is fundamentally about interconnectedness, we need to give some profound thinking to our vision or purpose. This will give us a number of illuminating mental models that will help



us to anticipate any dangerous routes or even dead ends - the tip of the iceberg that we do not want. This, then, gives us the chance to produce and develop alternatives - at the mental models level (level four mentioned above) - that will deliver a less unsustainable output.

With this iceberg model in mind, let us also look at the two aspects of systems thinking that help us to understand the concept more easily: side effects, and interconnectedness. If we explore an ideal event of 'no delays nor accidents on our roads', then we can get the following:

- 1. Event: No delays nor accidents on the roads;
- 2. Pattern: Improved road use and traffic flow (clear rules / better driving skills);
- 3. Systems structure: Technology & training (smarter vehicles and smarter road users; external controls like planning & policing);
- 4. Mental model: Freedom of travel for leisure and work;
- 5. Vision: A socially and environmentally positive personal transit system.

Sitting in a traffic jam - once our frustration has subsided - we might well ponder on alternative scenarios about whether this particular journey was absolutely necessary, or what sitting in a train speeding through the countryside might be like, or whether sci-fi ideas like flying vehicles would cause similar hold-ups. A side effect of the jam might be a light-bulb moment that changes our mental model and brings a novel solution to our traffic misery, which could be the ideal list just outlined above.

Allied to this is interconnectedness, and the fact that systems thinking is about the bigger picture. One challenge that we all have to address strategically is climate change caused by human action [14] which is specifically taken up in the Sustainable Development Goals (SDGs) under SDG Goal 13 Climate Action. The SDGs can be regarded individually but they are systemically interrelated: we will not get far with SDG 13 Climate Action unless we also get involved with SDG 7 Affordable and Clean Energy or SDG 11 Sustainable Cities and Communities.

And the impact of climate change will influence SDG 1 No poverty and SDG 15 Life on land.

Another way to look at systems thinking is via a Vision Deployment Matrix, [15] where we (and our teams) can consider a particular issue from differing perspectives. In the table Fig. 2 (see p.7), the problem being addressed in 'Current Reality: Events' is 'Plastic Waste' – what causes it and how could we deal with it? Applying either of these systems thinking tools helps us to get a perspective on the potential evolutionary and sustainability consequences and impacts of an action on our organisations, on ourselves and on our stakeholders:

we need new business models, new technologies, new policy frameworks, and most importantly, new ways of engaging with each other .

We must facilitate a broad stakeholder focus, which will include future generations and the natural world, and plan our actions with these groups in mind [16], [17]. Such stakeholder engagement is at the core of actions for Personal Responsibility, a concept which is about all of us.

**BIF! Stage 3: Evolution:** What adaptations or changes occur from an evolutionary perspective?

Evolution is a process of adaption to the perpetual natural selection of all living creatures - including us - and the systemic impact this process has on our total environment, social as well as ecological. This process on our planet will only come to an end when the sun enters its final, evolutionary stage in about 500 million years' time [18], [19]. [20]. In the meantime, whatever we as a species do has an impact on our environment and this changed environment will itself then become a new selection pressure that will force another evolutionary adaptation to occur. This is as ongoing as day following night....at least until our sun becomes a Red Giant star and vapourizes the earth.



Level of Perspective	Current Reality (diagnosis of the state now)	Desired Future Reality (or state)
1. Events	Plastic waste	No plastic waste
2. Patterns	Discarded plastic everywhere. By 2050 more plastic in our seas than fish	Technologically appropriate and green alternatives
3. Systemic structures	Minimal plastic collection; many types of plastics, including mixes; Fossil fuel resources dwindling.	Use less or no oil; reuse plastic currently in existence
4. Mental Models	Use: cheap, light, ubiquitous, essential, prolongs longevity in other products, throwaway.	Mindset change: valuable resource
5. Vision	Economic enabler	Plastic fantastic – clear process for its eventual end of life

FIG.2 VISION DEPLOYMENT MATRIX

Even if we are not aware of evolutionary theory, all of us will still grapple with considering the inconceivably long stream of time in which we take such a fleeting part. Our religious beliefs and philosophies are a way of trying to understand this but, particularly within a publicly listed business or organisational framework, most of our actions are decidedly short-termist due to shareholder demands, perceived market trends or financial greed. We can only see a very short way into the future and longer term, as the old joke goes, the only things we can be sure of are death and taxes. For anything else, there is no road map to follow so we do not know exactly where we will wind up.

With a few exceptions, for-profit business as it currently operates is unsustainable. Many industries are either out-of-date, as the failure of many high street shops is showing in the UK, or are deliberately ignoring positive eco development, as the oil and gas industry demonstrates. Oil and gas (along with coal) are finite substances – there is only so much underground – and new ideas to get at the old stuff, such as fracking, are not going down well with many of us. The products that we consume from these sources, whether as energy or as plastics, are endangering the planet and our long-term

survival. In the face of climate change all industries must re-think their business modelling. The fossil fuel energy sector in particular, which also includes the governments of oil producing countries, could be at the forefront of renewable energy production, using their considerable skills and wealth to find alternative energy production away from our fossil 'fuels' which should now be left in the ground, rather than focussing on the quantitative growth of oil and gas business as usual. Future generations, we are sure, will be horrified that we have either burnt most of these treasures or used them to produce, for example, giveaway promotional toys that are made in their millions but played with for minutes, only to end up in landfill.

It is not simply the very visible industries that need a shake up. The use of more subtle products, such as life-affirming penicillin, or how we control the use of, as an example, recreational drugs, should also be under serious consideration, because their environmental and social impacts are potentially devastating.

Penicillin has been indispensible for the best part of a century but its use has escalated through over- and misprescription. As a result, through evolution and adaptation over time, strains of bacteria resistant to penicillin have



grown. Further, penicillin is used as an additive in food for livestock, since it gives rise to healthier animals and requires less feed to be used: it is a cost-cutter. However, the side effect has been traces of penicillin entering the human food chain: another selection pressure is now at work and there is a very real danger that penicillin could become ineffective. The result could be disastrous as previously routine medical operations might become deadly because we would be unable to prevent infection. This is a Wicked Problem [21]: "wicked problems have no stopping rule: the search for solutions never stops", so in the case of penicillin the search for new alternatives has to be ongoing as new strains of bacteria continually adapt to the new drugs developed to combat them [22], [16].

Other drugs are proving problematical as well, because the drugs we consume do not stay completely inside our bodies, with small amounts leaching into our water treatment systems [24], [25], [26], where they are not removed by the usual filtering and cleaning procedures. Chemicals from contraceptive preparations are being excreted into our drainage systems: in the case of Stockholm, these chemicals are entering the waters of the archipelago where they are negatively affecting the gender of the fish. Recreational drugs are an issue, too. Sniffed, snorted, ingested and injected into our bodies all over the world, despite the best efforts of governmental and medical interventions, one environmental result is that recreational drug residues are turning up in our water courses and wider nature, as is happening in the UK. Who knows what mind-expanding substances might do to other creatures? This might be amusing, if it were not so serious.

We frequently act in an uncorrelated way and create solutions to one part of a problem at a time, such as infections in humans, illness in livestock or the desire for special highs. Each solution is then subject to selection pressure and starts a process of evolution, thus adding a new selection pressure to the environment. Sometimes we are, on the surface, solving one problem but are actually also sowing the seeds for a new one, either immediately or in the future. The Germans call a long sequence a rat's tail. And, If you follow a rat's tail long enough, you might just find some teeth at the other end ready to bite you.

As decision makers, we need to stop reading from the quantitative growth bible - or at least reinterpret its message - and there are many economists out there who are already proposing the kind of (r)evolutionary economic methods we need to follow if we are to effect a paradigm shift. This also means that acting on single and uncorrelated or isolated actions must be a thing of the past. And we need to accept the fact that our knowledge also follows "(r)evolutionary principles" which means that we are exerting an even more powerful selection pressure on nature due to the application of our growing knowledge-base [27].



## CONCLUSION

As we have discussed, systems thinking and evolutionary considerations allow us to get a handle on complexity [28]. Those businesses, industries and organisations which cannot adapt will fall behind. Patagonia, as mentioned above, is an exceptional company in many ways and its leaders are proactive and eager to deliver change. We are seeing an evolutionary development in business management and leadership, and we are certain all of us would like to see this accelerated.

The Boardroom Issues Filter is for decision makers in the boardroom and for anyone who is in the position of making difficult decisions and needs a bit of BIF! in their tool box. A blue arrow runs through its centre, which is the direction of travel that your situation or decision needs to take. If it fails or you are not sure, pass through the filter once again.

The filter ensures that you actively follow your values and use your ethics, before systems thinking requires you to consider carefully the broadest impacts that your likely decision will have. Finally, evolution adds a temporal element and is about the effect of your potential decision over time:

- what is the path you are going to take?
- how deep is the creativity you are accessing?
- how much courage can you source and show?

Taking courage means that you should consider using the concept of Personal Responsibility to guide your outlook on life and your appropriate actions, and apply the principles of evolutionary thinking in striving for a sustainable world which is focussed on qualitative - not quantitative - growth.

The Boardroom Issues Filter shows that any important decision is worth proper consideration, and this decision supporting process is better to follow than any fast or ill-considered position, and certainly better than the wrong decision. Philosophy gives an intriguing warning:

"The most painful state of being is remembering the future, particularly the one you'll never have."

- SØREN KIERKEGAARD

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## APPENDIX: THE NEW BOARDROOM

## 1. Key roles and characteristics

One of the key roles for a board of directors includes establishing the culture, values and ethics of the company. It is important that the board sets the correct 'tone from the top'. Its directors should also lead by example and ensure that good standards of behaviour (The UK Corporate Governance Code (The Code) [53]) permeate throughout all levels of the organization. This will help prevent misconduct, unethical practices and support the delivery of long-term success.

The most important characteristic for a new board member is to have the capacity to think and act with Personal Responsibility. This means having values, ethics, an understanding of stakeholder theory and processes (such as the theory of evolution and the concept of systems thinking) well integrated in their thinking and underpinning their behaviour [22], [30], [31]. Companies need to appoint executive directors and especially Non-executive Directors (NXDs) who have the right stuff, the integrity and sound moral judgement to support the right direction of the organisation, to occupy their new boardrooms.

The additional requirements for board members, then, are clear. If we add a grain or two of wisdom inherent in personal responsibility and not too much ego, that would almost bring perfection. On the face of it, this requirement for the ideal of a New Renaissance Man / Woman to be on the board would seem to be utopian. Our view is that we have a pressing need, as well as a real responsibility, to find, encourage and train such paragons.

We need change agents here and now, with a thorough, practical, non-executive education: the Institute of Directors <sup>[32]</sup> in London is leading the way on training with its Chartered Director qualification and in its focus on governance, such as featuring The Code on their website <sup>[33]</sup>.

The Code is promoted by financial auditors in the UK and updated on an annual basis. Here are the five

principles, together with key words taken from The Code by way of a short-hand explanation of what the principles deal with:

- a. Leadership: effective board; clear division of responsibilities; chairman leads board; NXDs "should constructively challenge and help proposals on strategy."
- Effectiveness: appropriate skills' set; transparency; proper investment of time; induction and subsequent training; appropriate information; evaluation of board performance; regular elections;
- c. Accountability: understandable assessment of the company position; risk management and assessment; auditor relationship;
- d. Remuneration: to promote long-term success; formal and transparent procedures;
- e. Relations with Shareholders: dialogue on objectives; communication and participation with them.

Such a newly appointed board should work together as a team with a focus on the step-by-step development of their actual business. This should also include the business, as appropriate, of their stakeholders, so that the stakeholders are more integrated into the overall business: this is the real manifestation of a systems thinking principle that the whole is more than the sum of the parts. All stakeholders will gain from a consistent and shared way of acting, underlining the fact that, without interconnectedness through its stakeholders, an organisation is nothing [31].

#### As examples:

- A new director and an NXD needs to scrutinize and understand the company's governance principles and then ensure that they are lived by the leadership team and the entire organisation. Our new board needs to demonstrate the individual personal responsibility of each member, so the board can then follow a collective and superior active responsibility;
- In doing so s/he needs to be independent of any financial connections to any stakeholders except for the annual salary s/he receives for upholding her/his director or NXD position. NO bonuses shall be paid out to the board: there are no extra financial incentives. The focus should be on the personal pride, positive peer recognition and civic



service benefits gained for the work in promoting an excellent joint bottom line. The obvious question is whether being appointed to the board is enough of itself? The answer comes with a strong sense of being part of a common good - this promotes sustainability. Interestingly, in old boardroom terms, a bottom-line focused leader might pursue business growth and unsustainable behaviour at all costs before then acting as an internationally famous philanthropist (perhaps making amends for earlier improper behaviour). There are a number of contemporary examples of this;

- Initiate, develop and manage a proper stakeholder dialogue programme to get feedback on how your stakeholders think the company should develop;
- Use The Boardroom Issues Filter which is designed to help clarify decision making by actively removing all subjects irrelevant to the matter being discussed. The filter has three gradually narrowing subject areas with associated questions that have to be considered against a stakeholder and financial backdrop.

#### 2. Action Stations

In The New Boardroom, we would suggest that its members consider the following points in applying The Boardroom Issues Filter to their decision making processes and include two areas that currently cannot be left off the agendas of board rooms: sustainability (and its long term repercussions), and transparency. The New Boardroom members should:

### a. Individuals

- believe in the power of a new boardroom and be prepared to help mindset change in board members through conviction and continual director education;
- follow the concept of Personal Responsibility <sup>[29]</sup>, which is predicated by a particular emphasis on the understanding and implementation of values and ethics;
- celebrate and use diversity, of gender, of background and of personality in order to prevent a mono-culture or groupthink.

### b. Systems

• take a broader stakeholder view with more deliberate

- interaction with its stakeholders including the environment and future generations and make these stakeholder interests a real part of the organisation's long-term strategy;
- use the three stages of Values & Ethics, Systems
  Thinking and Evolution in The Boardroom Issues
  Filter to help sort the issues and subjects that the
  board will be discussing and actioning.

#### c. Sustainability

- create the position of Director of Sustainability on the board - this role could be an NXD - although the most effective person would be someone who is actually on the ground in the organisation;
- ensure that all companies that work with, and for, their organisation will become part of a Joint Bottom Line system that ensures that their individual bottom lines are part of a consolidated bottom line;
- be a good ancestor. The future generations that will enjoy the benefits initiated by these new board members will thank them profoundly for their farsightedness and stewardship.

As customers and consumers of business goods and services we are all increasingly concerned about the negative impact that business is having, and we are beginning to change our habits to reflect a new dynamic, as Fairtrade, conscious or eco-fashion and responsible travel are showing. Further, trust in business, although not on par with the lack of trust in politicians, is not at all high: more transparency in business operations and in the relationships with governments and industry organisations would enable business to gain more acceptance, which would eventually make their customers happier. And happy customers are good for business.

#### 3. Good Ancestors

Evolutionary principles, systems thinking, values and ethics as well as financial concerns are the considerations that the new board members have to make constantly when taking decisions. And they should remember that all decisions have a stakeholder impact. Now the new board members are ready for their work around practical business matters, such as



being a sounding board for the CEO as well as leading the future-oriented development of the organisation and its goods and services for the benefit of all stakeholders.

Evolution and sustainability are both wicked problems, and the challenges of these processes will hit a board or an unprepared organisation over and over again. Ignoring them will eventually bring the company down because it has not been innovative enough, nor resilient enough, to deal with these life-changing processes.

It requires a special board, and one using The Boardroom Issues Filter, to deliver responsible change now, and for the future.



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