

MEETING OF THE BOARD OF TRUSTEES
Wednesday, June 12, 2019 at 3:50 p.m.
MaRS Discovery District – Auditorium
101 College Street

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| Present: | Brian Porter (Chair) |
| Elected Trustees (Voting): | Peter Wallace Cornell Wright Shirlee Sharkey Stu Kedwell Ross Baker Peter Menkes Jaime Watt |
| Ex Officio Trustees (Non-Voting): | Kevin Smith (CEO) Raj Kothari (Chair, TGH/TWHF) |
| Guests: | Cliff Nordal Marc Toppings Darlene Dasent |
| Regrets: | Janet Rossant Doug McGregor Dean Connor Todd Halpern Lawrence Pentland Barbara Stymiest |
| U of T Representatives (Voting): | Cheryl Regehr (Vice-President and Provost) Trevor Young (Dean of Medicine) |
| Ex Officio Trustees (Non-Voting): | Joy Richards (CNO) Fei-Fei Liu (MAC Chair) Eric Horlick (MSA President) Janice Fukakusa (Chair, PMCCF) |
| Recording Secretary: | Grace Ivo |

Quorum – 40% of Voting Members or 7 Voting Members

1.0 Call to Order

Marc Toppings called the meeting to order at 3:50 pm.

2.0 Declaration of Conflict of Interest

Marc Toppings asked that any member of the Board participating in this meeting declare if they have any perceived or known Conflicts of Interest relating to any of the items listed on the Agenda.

There was no declaration of Conflict of Interest from any Board Trustee participating in the meeting.

3.0 Board Business

3.1 Appointment of Board Officers

Motion for Approval

The UHN Board of Trustees approved the following motion, as recommended by the Governance & Nominating Committee:

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees hereby consents to, approves and adopts the above appointment, as recommended by the Governance & Nominating Committee.

Appointment of Officers

Be it resolved that, effective as of the date hereof, the following individuals, being the only persons nominated for such positions, be and they hereby are appointed Officers of UHN for a term of one (1) year or until his or her successor is appointed, subject to the provisions of the Corporation's By-Law No. 2:

- ***Brian Porter, Chair***
- ***Ross Baker, Vice Chair***
- ***Dean Connor, Vice Chair***
- ***Lawrence Pentland, Vice Chair***
- ***Barbara Stymiest, Vice Chair***
- ***Kevin Smith, President***
- ***Kevin Smith, Secretary***

3.2 Appointment of Committee Chairs

Motion for Approval

The UHN Board of Trustees approved the following motion to approve Chairs of the Hospital's respective Board Committees and Subcommittees, in addition to the Chair of the Medical Advisory Committee pursuant to the Hospital's Medical-Dental By-Law. It was noted that all motions had been recommended for approval by the Governance & Nominating Committee.

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees hereby consents to, approves and adopts the following appointment, as recommended by the Governance & Nominating Committee:

Appointment of Committee and Sub-Committee Chairs

Be it resolved that the UHN Board of Trustees appoints the Chairs for the following Committees and Sub-Committees, with Committee and Sub-Committee members to be finalized by the Committee Chairs and Chair of the Governance & Nominating Committee.

Finance & Audit Committee

Barbara Stymiest

Governance & Nominating Committee

Brian Porter

Human Resources Committee

Dean Connor

Michener/Education Committee

Cornell Wright

Research Committee

Lawrence Pentland

Safety & Quality Committee

Ross Baker

Information Technology Sub-Committee

John Cieslak

Real Estate and Capital Strategy Sub-Committee

Doug McGregor

3.3 Appointment of Chair of the Medical Advisory Committee

Motion for Approval

That the UHN Board of Trustees, in accordance with UHN's Medical Dental Staff By-Law No. 2, appoints Dr. Fei Fei Liu as Chair of the Medical Advisory Committee.

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees, in accordance with UHN's Medical Dental Staff By-Law No. 2, appoints Dr. Fei Fei Liu as Chair of the Medical Advisory Committee.

3.4 Appointment of Committee Members

Motion for Approval

The final order of business was the appointment of UHN Board Committee and Subcommittee memberships for the coming Board year. The Board was also advised that, further to the May 22 Board meeting and as recommended by the Governance and Nominating Committee, there was also a motion before the Board to approve the creation of an *ad hoc* committee of the Board – the Accreditation Committee of the Board. It was noted that such committee was to be temporary and to consist of a

cross-representation of Trustees who will prepare for and meet with the on-site surveyors during the Hospital's upcoming Accreditation cycle in September 2019..

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees approve the membership of the UHN Board Committees and Sub-Committees, as presented and approved by the Governance & Nominating Committee for recommendation of approval and appointment by the UHN Board of Trustees.

3.5 Creation of Accreditation Committee of the Board

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees approve the creation of an ad hoc special committee of the UHN Board, the Accreditation Committee, such committee to be temporary and to consist of the individuals listed below, in accordance with s. 4.02.02 of UHN's Administrative By-Law Number 2 and as approved by the Governance & Nominating Committee for recommendation of approval and adoption by the UHN Board of Trustees.

1. **Brian Porter** UHN Board Chair; Chair, Governance & Nominating Committee
2. **Ross Baker**, Chair, Safety and Quality Committee
3. **Dean Connor**, Chair, Human Resources Committee
4. **Lawrence Pentland**, Chair, Research Committee
5. **Janet Rossant**, Member, Research Committee
6. **Shirlee Sharkey**, Member, Safety & Quality Committee
7. **Barbara Stymiest**, Chair, Finance and Audit Committee
8. **Cornell Wright**, Chair, Education Committee

3.6 Code of Workplace Ethics

Pre-circulated for members' information was the Code of Workplace Ethics. Members were asked to sign and return these forms to Mr. Toppings at the meeting or Ms. Grace Ivo thereafter.

3.7 Code of Ethics and Confidentiality Annual Sign-Off

Pre-circulated for members' information was the Confidentiality Annual Sign-off. Members were asked to sign and return these forms to Mr. Toppings at the meeting or Ms. Grace Ivo thereafter.

3.8 Board Conflict of Interest Policy

Pre-circulated for members' information was the UHN Board Conflict of Interest Policy.

3.9 Conflict of Interest Disclosure Form

Pre-circulated for members' signature was the Conflict of Interest Disclosure Form. Members were asked to sign and return these forms to Ms. Grace Ivo.

4.0 Schedule of Board Meetings 2019/2020/2021

Pre-circulated were the 2019, 2020 and 2021 Board of Trustees meeting schedule.

5.0 Other Business

There being no further business, the meeting was adjourned at 3:55 pm.

6.0 Termination

The Chair agrees these meeting minutes are an accurate reflection of the meeting.



Mr. Brian Porter
Chair, Board of Trustees
University Health Network

June 12, 2019

Date