



Meeting Minutes

UHN Board of Trustees

Wednesday May 28, 2025 4:00 PM – 6:00 PM

In Person: Princess Margaret Cancer Centre, 610 University Avenue, Main Floor Boardroom, Room 911, Toronto

Video /Teleconference: Microsoft Teams Meeting

Elected Trustees (Voting)	Dean Connor (Chair) Elizabeth Dowdeswell Janice Fukakusa Stu Kedwell Michael LeClair Kimberly Marshall Peter Menkes Lawrence Pentland Janet Rossant	Lisa Robinson Shirlee Sharkey Peter Wallace Pamela Warren Jaime Watt Darryl White Cornell Wright Trevor Young
Ex-officio (Non-Voting)	Pam Hubley Joseph Kim	Kevin Smith
Regrets	Alia Dharamsi Todd Halpern	Ajay Virmani
Special Standing Guests	Janet Griffin	
Guests – Mohawk Medbuy	Tony Di Emanuelle Peter Longo	
Guests – UHN	Hugh Amiel Michael Caesar Lucas Chartier Anil Chopra Darlene Dasent Doug Earle Marnie Escaf Tom Forbes Carolyn Gosse Brian Hodges Grace Ivo Kyla Kumar	Aimee Langan Andrew Milligan Sarah Muttitt Jan Newton Julie Quenneville Rebecca Repa Mark Spencer Keith Stewart Kathryn Tinckam Marc Toppings Aristotle Voineskos Brad Wouters
Recording Secretary	Lisha Hibbins	

1.0 GENERAL BUSINESS ITEMS

1.1 CALL TO ORDER

Mr. Dean Connor, Chair, called the meeting to order at 4:00 PM, quorum was confirmed, and no conflicts of interest were declared.

The UHN Board of Trustees (the “**Board**”) approved the meeting Agenda, as presented:

***Whereas** the UHN Board of Trustees (the “**Board**”) has reviewed the Agenda for its meeting held on May 28, 2025;*

***Be it resolved that** the Board approves the Agenda for its meeting held on May 28, 2025, as presented.*

1.2 CONSENT AGENDA

The Board approved the Consent Agenda items, as pre-circulated in the meeting package, by unanimous consent:

***Whereas** the UHN Board of Trustees (the “**Board**”) has reviewed the items presented in the Consent Agenda for its meeting of May 28, 2025;*

***Be it resolved that** the Board approves the items presented in the Consent Agenda for its meeting of May 28, 2025 by unanimous consent.*

The resolutions passed by the Board as part of the Consent Agenda are attached hereto as **Schedule A** and form part of these Minutes.

2.0 CHAIR & CEO REPORTS

2.1 CHAIR’S REPORT

Mr. Connor provided the Board with a brief report and advised that the annual Board self-evaluation process, including a survey and meetings with individual trustees, would be launched in early June.

2.2 NAVIGATING THE REALITY OF TARIFFS

Representatives of Mohawk Medbuy, Mr. Tony Di Emanuelle, President & CEO, and Mr. Peter Longo, Chief Operating Officer, provided the Board with an overview of the procurement landscape within the context of new U.S. tariffs, and the evolving and projected impacts on hospitals in Ontario.

2.3 CHIEF EXECUTIVE OFFICER & EXECUTIVE MANAGEMENT REPORT

2.3.1 Chief Executive Officer’s (“CEO”) and Executive Management Report

The Chief Executive Officer’s (“**CEO**”) and Executive Management Report, was pre-circulated in the meeting package. At the meeting, Dr. Kevin Smith, President & CEO, delivered a verbal report, with a focus on the geopolitical and financial landscapes, including operational and research funding challenges.

2.3.2 Risk Management Report

The standing Enterprise Management Risk (“**ERM**”) Report, including a summary of the current top risks by risk category, was pre-circulated in the meeting materials.

Mr. Marc Toppings, Vice President and Chief Legal Officer, provided highlights from the ERM Report with a year-end view of trends related to the top 10 enterprise risks. It was noted that human health resources is no longer a top 10 risk, and that there has been significant improvement in reducing workplace violence.

Dr. Smith led discussion related to the risk-in-focus – shifts in policy and priorities by the U.S. administration. Impacts in the areas of tariffs/trade, research, cyber vulnerabilities, and disease management were discussed. The Board was also informed of new provincial procurement policies that restrict U.S. businesses from new procurements from government entities, including hospitals.

2.3.3 Q4 2024/25 Corporate Scorecard Report

Dr. Smith and Mr. Michael Caesar, Chief Data & Analytics Officer, provided an overview of the 2024/25 Corporate Scorecard Q4 results, as pre-circulated in the meeting package, including a year-end review of performance trends across indicators.

2.3.4 Professional Staff Credentialing at UHN - Overview

Dr. Smith and Dr. Anil Chopra, Vice President, Medical Affairs, provided an overview of professional staff credentialing at UHN, as pre-circulated in the meeting package, including the credentialing process and related diligence, as well as, the Board's role in the process.

3.0 COMMITTEE ITEMS

3.1 QUALITY & SAFETY COMMITTEE

3.1.1 Standing Report

Mr. Cornell Wright, Chair, Quality and Safety Committee, provided an update on matters overseen by the committee, as pre-circulated in the meeting package. Topics of discussion included performance against priority quality and safety indicators, serious safety event analysis, the prevention of hospital-acquired infections, and UHN's infectious diseases program.

3.2 MEDICAL ADVISORY COMMITTEE

3.2.1 Standing Report

Dr. Joseph Kim, Chair of the Medical Advisory Committee ("**MAC**"), provided an update on matters overseen by the committee, as pre-circulated in the meeting package. Topics of discussion included progress against the surgical backlog, efforts to maximize utilization of Epic, and the development of a MAC dashboard focused on key quality and safety indicators. Trustees were also invited to attend an upcoming MAC retreat that will focus on Escalation of Care.

3.3 FINANCE & AUDIT COMMITTEE

4.3.1 Chief Financial Officer's Report

Mr. Stu Kedwell, Chair, Finance and Audit Committee, and Ms. Darlene Dasent, Executive Vice President & Chief Financial Officer, provided an update on matters overseen by the committee, as pre-circulated in the meeting package. Topics of focus included UHN's preliminary financial position at 2024/25 Q4 and operating funding pressures continuing into fiscal year 2025/26.

3.4 REAL ESTATE & CAPITAL STRATEGY COMMITTEE

3.4.1 Real Estate Master Plan – Progress Update

Ms. Rebecca Repa, Executive Vice President, Clinical Performance and Real Estate, provided the Board with an update on UHN's Master Plan, as pre-circulated in the meeting package. Discussion was focused on the evolution of space requirements since the plan's inception based on changing demographics, forecasted volumes and bed requirements, and program growth.

3.5 OTHER COMMITTEE UPDATES

The Board received verbal updates on the work of the Human Resources Committee, Research Committee, and Education Committee, from the committee chairs – Ms. Pam Warren, Ms. Janet Rossant, and Ms. Shirlee Sharkey, respectively.

4.0 OTHER BUSINESS

4.1 IN-CAMERA MEETING

The Board engaged in an in-camera meeting.

4.2 NEXT MEETING

The next meeting is scheduled for Tuesday June 24, 2025.

4.3 ADJOURNMENT

There being no further business, the meeting was adjourned at 6:00 PM.



Dean Connor
Chair, UHN Board of Trustees



Kevin Smith
Secretary, UHN Board of Trustees

SCHEDULE A

Consent Agenda Resolutions

The following are resolutions passed as part of the Consent Agenda by the UHN Board of Trustees at its meeting on May 28, 2025.

Topic	Purpose/Resolution
Board of Trustees	
Meeting Minutes: February 26, 2025 (draft) April 22, 2025 (draft)	For Approval Whereas the UHN Board of Trustees (the “ Board ”) has reviewed the minutes of its meetings taking place on February 26, 2025 and April 22, 2025; Be it resolved that the Board approves the minutes of its meetings taking place on February 26, 2025 and April 22, 2025, as presented.
West Park Integration Update — Principles Statement Annual Attestation	For Approval Whereas the UHN Board of Trustees (the “ Board ”) is required to approve an annual attestation of compliance with the terms of the principles statement effected as part of the amalgamation of UHN and West Park Healthcare Centre (the “ Principles Statement ”); And whereas Management attests that UHN is operating in compliance with the Principles Statement and recommends approval of the attestation for the period April 1, 2024 through March 31, 2025 (the “ Attestation ”); Be it resolved that the Board approves the Attestation, as presented.
Board Retreat 2025 - Summary	For Information
Governance & Nominating Committee	
Meeting Minutes Summary: May 5, 2025 (draft)	For Information
Annual Report: Relationship Management and Conflict of Interest	For Information
Human Resources Committee	
Meeting Minutes Summary: May 6, 2025 (draft)	For Information
Quality & Safety Committee	
Meeting Minutes Summary: March 26, 2025 (final) May 14, 2025 (draft)	For Information
Medical Advisory Committee	
Meeting Minutes Summary: April 3, 2025 (final) May 1, 2025 (draft)	For Information
Medical/Dental Staff Appointments	For Approval

Topic	Purpose/Resolution
<u>Attached hereto as Exhibit 1</u>	Whereas the Medical Advisory Committee has reviewed and approved certain medical/dental staff appointments at their meetings of April 3, 2025, and May 1, 2025, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the medical/dental staff appointments, as presented.
Real Estate & Capital Strategy Committee	
Meeting Minutes Summary: April 29, 2025 (draft)	For Information
Standing Report: Non-Ministry of Health Funded Projects	For Information
Standing Report: Ministry of Health Funded Projects	For Information
Finance & Audit Committee	
Meeting Minutes Summary: May 12, 2025 (draft)	For Information
Preliminary Unaudited Financial Results for the year ending March 31, 2025	For Information
Annual Declarations: 2024/25 Service Accountability Agreements (HSAA, MSAA, LSAA)	For Approval Whereas, UHN is required to submit an annual Declaration of Compliance (“Declaration”) to the Ministry of Health in respect of the Hospital Service Accountability Agreement (“HSAA”) and Multi-Sector Service Accountability Agreement (“MSAA”), and to the Ministry of Long-Term Care in respect of the Long-Term Care Service Accountability Agreements (the “LSAA”s); And whereas, Management confirms that, to the best of its knowledge and belief, UHN has fulfilled its obligations: (i) under the HSAA, with the exception noted, for the reporting period ending March 31, 2025, (ii) under the MSAA for the reporting period ending March 31, 2025, and (iii) under the LSAA for each of Lakeside Long Term Care Centre and West Park Long Term Care Centre for the reporting period ending December 31, 2025; And whereas, the Finance & Audit Committee has reviewed the Declarations for each of the HSAA, MSAA, and LSAA’s with Management, and recommends approval by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Declarations, as presented, and authorizes the Board Chair to execute and submit the HSAA and MSAA Declarations on behalf of the Board, and the President & CEO to execute and submit the LSAA Declarations on behalf of the Board.
Annual Report and Attestation: Broader Public Sector Accountability Act (BPSAA)	For Approval Whereas UHN is required to submit an annual attestation of compliance to the Ministry of Health with respect to the Broader Public Sector Accountability Act (“BPSAA”);

Topic	Purpose/Resolution
	And whereas, Management confirms that, to the best of its knowledge and belief, UHN has fulfilled its obligations under the BPSAA, with the exception noted, for the reporting period April 1, 2024 through March 31, 2025; And whereas, the Finance and Audit Committee has reviewed and approved the BPSAA attestation for the reporting period April 1, 2024 through March 31, 2025 (the “Attestation”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Attestation, as presented.
Annual Report and Attestation: Fighting Against Forced Labour and Child Labour in Supply Chains Act	For Approval Whereas the Finance and Audit Committee has reviewed and approved the annual report and attestation of compliance related to the <i>Fighting Against Forced Labour and Child Labour in Supply Chains Act, 2024</i> for the period April 1, 2024 through March 31, 2025 (the “Attestation”) and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Attestation, as presented.
2025/26 Operating Plan	For Approval Whereas Management has prepared a preliminary 2025/26 Operating Plan, finalization of such being subject to the 2025/26 funding announcements from the Ministry of Health; And whereas the preliminary 2025/26 Operating Plan encompasses the preliminary 2025/26 Capital Plan; And whereas the Finance and Audit Committee has reviewed and approved the preliminary 2025/26 Operating Plan and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the preliminary 2025/26 Operating Plan, as presented.
2025/26 Capital Plan	For Approval Whereas Management has prepared a preliminary 2025/26 Capital Plan, which comprises part of the preliminary 2025/26 Operating Plan; And whereas the Finance and Audit Committee has reviewed and approved the preliminary 2025/26 Capital Plan representing \$95.3 M of funded capital and \$46.8 M of high priority capital, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the preliminary 2025/26 Capital Plan, as presented.
TRI – Repeal of Integration Resolutions	For Approval Whereas University Health Network (“UHN”) and Toronto Rehabilitation Institute (“TRI”) entered into an Integration and Asset Transfer Agreement dated June 15, 2011 (the “Integration Agreement”) to give effect to the integration of UHN and TRI; And whereas pursuant to the Integration Agreement, UHN agreed to: (1) increase the amount of money it spends on rehabilitation research, (2) allocate efficiency savings created as a result of the Integration to re-invest in post-acute care, and (3) in the event of funding reductions or increases from the Province of Ontario, implement budget reductions or increases on a proportionate basis, such that the post-acute care programs formerly operated by TRI would not be adversely impacted;

Topic	Purpose/Resolution
	And whereas the foregoing commitments were evidenced by UHN by way of a Rehabilitation Research Funding Policy, an Efficiency Savings and Reinvestment Policy, and a Funding Adjustment Policy (the “Policies”), which were approved by the UHN Board of Trustees (the “Board”) at a meeting on June 15, 2011; And whereas UHN and TRI amalgamated to form the Corporation on April 1, 2025; And whereas it is now desirable and in the best interests of the Corporation to repeal the Policies; And whereas the Finance & Audit Committee has approved repealing the Policies and recommends approval of same by the Board; Be it resolved that the Policies are hereby repealed.
Change Order: Project Aspire – Construction Management Services from EllisDon	For Approval Whereas negotiations with EllisDon Corporation are currently underway to procure Construction Management Services for a traditional heating and cooling system with respect to Project Aspire (the “Change Order”), with the Change Order anticipated to be awarded by June 2025; And whereas, UHN’s Signing Authorities and Delegation Policy permits delegation to the Chief Executive Officer and Chief Financial Officer to execute contracts where urgent approval is required and the UHN Board of Trustees (the “Board”) meeting dates do not coincide with required approval timelines; And whereas, Management will develop the funding strategy upon completion of full impact analysis including the updated cost estimates from EllisDon Corporation; And whereas, the Finance and Audit Committee approved the delegation of authority to the Chief Executive Officer and Chief Financial Officer to execute the Change Order at a cost of [REDACTED], and recommends approval of same by the Board; Be it resolved that the Board delegates authority to the Chief Executive Officer and Chief Financial Officer to execute the Change Order, as presented.
Change Order: Project Aspire – Design Consulting Services from DIALOG	For Approval Whereas the Finance and Audit Committee has reviewed and approved a change order for Design Consulting Services from DIALOG related to Project Aspire at a cost of [REDACTED] (the “Change Order”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Change Order, as presented.
Variation: West Park – Site Works Variation and Construction Services	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Construction Services from EllisDon Corporation related to West Park Healthcare Centre at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Procurement, as presented.

Topic	Purpose/Resolution
Annual Report: Cash Management, Investment and Financing Overview	For Information
UHN Investment Strategy Update	For Approval Whereas Management recommends the transfer of \$100 M, via a Custodian, from UHN's BMO operating accounts to investment accounts held with Connor Clark & Lunn Investment Management, MFS Investment Management, and RBC Global Asset Management/PH&N (the "Transfer"); And whereas the Transfer contemplates an allocation of funds based on purpose of funds and risk profile that aligns with the investment principles and goals; And whereas, on the recommendation of the Investment and Financing Advisory Group, the Finance and Audit Committee has reviewed and approved the Transfer, and recommends approval of same by the UHN Board of Trustees (the "Board"); Be it resolved that the Board approves the Transfer, as presented.
UHN Investment Policy Amendments	For Approval Whereas Management has conducted a review of the Investment Policy and recommends amendments with respect to asset mix rebalancing and benchmarking for short-term pooled funds, the performance objectives, and the roles and responsibilities of Management (collectively, the "Amendments"); And whereas, on the recommendation of the Investment and Financing Advisory Group, the Finance and Audit Committee has reviewed and approved the Amendments, and recommend approval of same by the UHN Board of Trustees (the "Board"); Be it resolved that the Board approves the Amendments to the Investment Policy, as presented.
Annual Report: Insurance Coverage	For Information
Contract: Gilead Sciences Inc. – Supply of Yescarta® and Tecartus® CAR-T Cell Products	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Yescarta® and Tecartus® CAR-T cell products from Gilead Sciences Inc. at a cost of [REDACTED] (the "Procurement"), and recommends approval of same by the UHN Board of Trustees (the "Board"); Be it resolved that the Board approves the Procurement, as presented.
Contract: Bristol Myers Squibb – Supply of Breyanzi® CAR-T Cell Products	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Breyanzi® CAR-T cell products from Bristol Myers Squibb at a cost of [REDACTED] (the "Procurement"), and recommends approval of same by the UHN Board of Trustees (the "Board"); Be it resolved that the Board approves the Procurement, as presented.
Contract: Boston Scientific – Supply of	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Cardiac Rhythm Management Products from Boston

Topic	Purpose/Resolution
Cardiac Rhythm Management Products	Scientific Ltd. at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that Board approves the Procurement, as presented.
Contract: Novartis Inc. – Supply of Neoral®, Sandimmune®, Myfortic® and Simulect®	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Neoral®, Sandimmune®, Myfortic® and Simulect® from Novartis Pharmaceuticals Canada Inc. at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Procurement, as presented.
Contract: Rogers Communications Canada Inc. – Mobile Devices and Services	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Mobile Devices and Services from Rogers Communications Canada Inc. at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Procurement, as presented.
Contract: Swisslog Healthcare – PillPick® and BoxPicker® – Automated Pharmacy Packaging, Dispensing and Storage System	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of PillPick® and BoxPicker® from Swisslog Healthcare at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Procurement, as presented.
Contract: H.A.L.O. Tele-Monitoring Inc. – Tele-monitoring services	Whereas the Finance and Audit Committee has reviewed and approved the procurement of tele-monitoring services from H.A.L.O. Tele-Monitoring Inc. at a cost of [REDACTED] (the “Procurement”), and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the Procurement, as presented.
Research Committee	
Meeting Minutes Summary: May 8, 2025 (draft)	For Information
Education Committee / Michener Board	
Meeting Minutes Summary: May 15, 2025 (draft)	For Information
Fiscal Advisory Committee	
Terms of Reference Amendments	For Approval Whereas the Fiscal Advisory Committee approved amendments to its Terms of Reference to reflect the inclusion of union representatives from West Park Healthcare Centre, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the amended Terms of Reference, as presented.