

Meeting Minutes

UHN Board of Trustees

Date: Thursday October 16, 2025 Time: 12:00 – 3:00 PM

Location: Toronto General Hospital, 190 Elizabeth Street, R. Fraser Elliott Building, Board Room (Room 1S-425)

Video /Teleconference: Microsoft Teams Meeting

Trustees (Voting)	Dean Connor Elizabeth Dowdeswell Janice Fukakusa Todd Halpern Stu Kedwell	Mike LeClair Kim Marshall Peter Menkes Lawrence Pentland Richard Rooney	Janet Rossant Shirlee Sharkey Peter Wallace Jaime Watt Cornell Wright
Ex-officio (Non-Voting)	Pamela Hubley	Joseph Kim	Kevin Smith
Regrets	Alia Dharamsi Lisa Robinson	Ajay Virmani Pamela Warren	Darryl White Trevor Young
Standing Guests	Janet Griffin	Jochen Tilk	
Guests	Dina Allam Andrew Boozary Michael Caesar Lucas Chartier Anil Chopra Darlene Dasent Shelley Ditty Marnie Escaf Carolyn Gosse Brian Hodges	Shiran Isaacksz Shaf Keshavjee Kyla Kumar Aimee Langan Joel Montesanti Sarah Muttitt Janet Newton Michael O'Leary Fraser Pennie Rebecca Repa	Keith Stewart Mark Taylor Kathryn Tinckam Marc Toppings Aristotle Voineskos Lauren Whitney Brad Wouters Miyo Yamashita
Recording Secretary	Lisha Hibbins		

MINUTES

1.0 GENERAL BUSINESS ITEMS

1.1 CALL TO ORDER

Mr. Dean Connor, Chair, called the meeting to order at 12:00 PM, quorum was confirmed, and no conflicts of interest were declared. The UHN Board of Trustees (the “**Board**”) approved the meeting Agenda, as circulated:

Whereas the UHN Board of Trustees (the “**Board**”) has reviewed the Agenda for its meetings held on October 16, 2025;

Be it resolved that the Board approves the Agenda for its meeting held on October 16, 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 October 16, 2025;

Be it resolved that the Board approves the items presented in the Consent Agenda for its meeting of October 16, 2025 by unanimous consent.

The resolutions passed by the Committee as part of the Consent Agenda is attached hereto as **Schedule A** and forms part of these Minutes.

2.0 CHAIR & CEO REPORTS

2.1 CHAIR'S REPORT

Mr. Connor welcomed Dr. Michael O'Leary, the new Principal of the Michener Institute of Education at UHN. He also led the Board in a discussion related to the results of the 2025 Board effectiveness evaluation and ongoing Board succession planning, as pre-circulated in the meeting materials.

2.2 MEDICAL ADVISORY COMMITTEE 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 the new Division of Pain Medicine and action plans in place to support the Emergency Department improvement plan.

2.3 CEO AND EXECUTIVE MANAGEMENT REPORT.

2.3.1 Chief Executive Officer's Report

The Chief Executive Officer's Report was pre-circulated in the meeting package. Dr. Kevin Smith, President & CEO, provided the Board with an update on the Ontario healthcare landscape, including funding pressures, the expansion of primary care, and Ontario's new fast-track access to breakthrough cancer drugs. Dr. Smith also led the Board in discussion related to key clinical performance indicators at Q1, with a focus on Emergency Department measures related to the improvement of wait times, length of stay, and ambulance offload times, which are system-wide challenges.

2.3.2 Enterprise 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. Dr. Smith provided an overview of the risk-in-focus, which was related to fraud prevention and controls. It was noted that while the present controls at UHN are strong, ongoing vigilance is required. Risks and controls related to drug diversion were also discussed.

3.0 COMMITTEE ITEMS

3.1 EDUCATION COMMITTEE REPORT

Ms. Shirlee Sharkey, Chair, Education Committee, provided the Board with an update on matters overseen by the committee. Discussion was focused on the findings of the external review of UHN's Education program and the high percentage of Michener graduates who find employment in their fields.

3.2 QUALITY & SAFETY COMMITTEE 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 progress against the

surgical backlog, the launch of the Safety Culture Survey, the upcoming Quality & Safety Summit, and the expansion of patient experience surveys to include outpatients.

3.3 FINANCE AND AUDIT COMMITTEE

3.3.1 Finance and Audit Committee Report

Mr. Stu Kedwell, Chair, Finance and Audit Committee, provided an update on matters overseen by the committee, as pre-circulated in the meeting package. Mr. Kedwell spoke to the proactive strengthening of financial controls at UHN, including an external review, given recent instances of fraud in the broader public sector. Mr. Kedwell also cited the substantial levels of funding from UHN foundations in support of UHN's clinical care, research, and capital projects.

3.3.2 Chief Financial Officer's Report

Ms. Darlene Dasent, Executive Vice President & Chief Financial Officer, spoke to the CFO Report, as pre-circulated in the meeting package. Topics of focus included UHN's deficit position for the period ending June 30, 2025 and projections for the next quarter. Ms. Dasent also addressed the Hospital Stabilization Plan of the Ministry of Health ("**MOH**"), which aims to address the health system's financial instability. It was noted that UHN had submitted a balanced forecast for year-end, on the assumption that the MOH provides additional funding for the fiscal year. Mitigation plans have been developed, should this incremental funding not materialize.

3.4 HUMAN RESOURCES COMMITTEE REPORT

Mr. Mark Spencer, EVP People & Culture, provided the Board with an update on matters overseen by the Human Resources Committee. Discussion was focused on the new executive development program and leadership succession planning. The Board was advised that an enterprise-wide Staff Engagement Survey was completed in September, and that the results and associated action plan would be brought to the Board at its next meeting. Mr. Spencer also provided an update on the Human Resources Information System and Workforce Management project, noting that contract negotiations and scope refinement were underway.

3.5 RESEARCH COMMITTEE REPORT

Dr. Janet Rossant, Chair, Research Committee, provided the Board with an update on matters overseen by the committee. Discussion was focused on research funding implications arising from US policy changes and ongoing funding advocacy efforts with the government of Canada. Dr. Rossant also provided an update on the Canada Leads initiative.

3.6 REAL ESTATE & CAPITAL STRATEGY COMMITTEE REPORT

Mr. Peter Menkes, Chair, Real Estate & Capital Strategy Committee, provided the Board with an update on matters overseen by the committee. Discussion was focused on the breadth and scope of UHN's capital projects, and included updates on the Toronto Western Tower and 522 University projects.

4.0 ITEMS IN FOCUS - RESEARCH

4.1 RESEARCH AT UHN – OVERVIEW

Dr. Brad Wouters, EVP Science & Research, provided a foundational overview of Research at UHN, as pre-circulated in the meeting package. It was noted that UHN's research enterprise is among the best in the world, and has a unique competitive advantage as a 'one-stop solutions shop' for the discovery, validation, and implementation of novel healthcare solutions across virtually all major areas of global disease burden. The federal research support system has not kept pace with international peers and

UHN continues to launch major strategic research initiatives in areas such as talent, technology, and partnerships to sustain and grow its competitive strengths.

4.2 COMMERCIALIZATION – BI-ANNUAL UPDATE

Dr. Wouters provided the Board with an update on commercialization activities and financials as at Q1 of 2025/26, as pre-circulated in the meeting package. It was noted that UHN Commercialization has advanced key initiatives including new venture transactions, progress on its Commercialization Action Plan, and an evaluation of a possible strategic engagement to enhance AI, data, and digital capabilities.

5.0 OTHER BUSINESS

5.1 PRINCESS MARGARET CANCER FOUNDATION

Ms. Miyo Yamashita, President & CEO, Princess Margaret Cancer Foundation, provided the Board with a preview of the Foundation's fall fundraising campaign.

5.2 IN-CAMERA MEETING

The Board engaged in an in-camera meeting.

5.3 NEXT MEETING

The next meeting is scheduled for Wednesday December 10, 2025.

5.4 ADJOURNMENT

There being no further business, the meeting was adjourned at 3:00 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 October 16, 2025.

Topic	Purpose/Resolution
Board of Trustees Meeting Minutes: - June 24, 2025 – Pre Annual Meeting (draft) - June 24, 2025 – Post Annual Meeting (draft)	For Approval Whereas the UHN Board of Trustees (the “Board”) has reviewed the minutes of its meetings taking place on June 24, 2025; Be it resolved that the Board approves the minutes of its meetings taking place on June 24, 2025, as presented.
Work Plan – 2025/26	For Approval Whereas the UHN Board of Trustees (the “Board”) has reviewed its Work Plan for 2025/26; Be it resolved that the Board approves its 2025/26 Work Plan, as presented.
Governance & Nominating Committee Meeting Minutes Summary: September 29, 2025 (draft)	For Information
Board Effectiveness Evaluation Results – 2025	For Information
Oversight of UHN Subsidiaries	For Approval Whereas it is in the best interests of University Health Network (“UHN”) to become the sole Member of West Toronto Advanced Imaging and Toronto Bathurst Surgical Centre (collectively, the “Corporations”), subject to the approval of the Corporations’ respective Boards of Directors; And whereas UHN has already been confirmed as the sole Member of York Long-Term Care Residences; Be it resolved that, on the recommendation of the Governance & Nominating Committee, the UHN Board of Trustees: - approves UHN becoming the sole Member of the Corporations; and - ratifies UHN’s role as sole Member of York Long-Term Care Residences.
HR Committee Meeting Minutes Summary: September 29, 2025 (draft)	For Information
Amendments – Committee Terms of Reference	For Approval Whereas the Human Resources Committee (the “Committee”) has reviewed and approved amendments to its Terms of Reference, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the amended Committee Terms of Reference, as presented.

Topic	Purpose/Resolution
Quality & Safety Committee Meeting Minutes Summary: September 15, 2025 (draft)	For Information
Medical Advisory Committee Meeting Minutes Summaries: - July 3, 2025 (final) - September 4, 2025 (final) - October 2, 2025 (draft)	For Information
Medical/Dental Staff Appointments <i>Attached hereto as Exhibit 1</i>	For Approval Whereas the Medical Advisory Committee has reviewed and approved certain medical/dental staff appointments at their meetings of July 3, 2025, September 4, 2025, and October 2, 2025, and recommends approval of same by the UHN Board of Trustees (the “Board”); it resolved that the Board approves the medical/dental staff appointments, as presented.
New Division of Pain Medicine	For Approval Whereas the Medical Advisory Committee has reviewed and approved a proposal to create a new Division of Pain Medicine (the “Division”) in the Department of Anesthesia, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the creation of the new Division, as presented.
Real Estate & Capital Strategy Committee Meeting Minutes Summary: September 10, 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: September 25, 2025 (draft)	For Information
UHN Financial Statements and HSAA Performance – Q1 2025/26	For Approval Whereas the Finance and Audit Committee has reviewed and approved the UHN Financial Statements for the three months ended June 30, 2025 and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the UHN Financial Statements for the three months ended June 30, 2025, as presented.
Bank Account: Scientific Research and Experimental Development Tax Credit Participation	For Approval Whereas Management is seeking approval to open a new bank account to support the establishment of the Scientific Research and Experimental Development Support Program (the “Program”) at UHN;

Topic	Purpose/Resolution
	And whereas the Finance and Audit Committee has reviewed the Program proposal and approved opening of a new bank account to support establishment of the Program, and recommends approval of same by the UHN Board of Trustees (the “Board”); Be it resolved that the Board approves the opening of a bank account to support the establishment of the Program, as presented.
Contract: Canada – Endovascular Aneurysm Repair Products	For Approval Whereas the Finance and Audit Committee has reviewed and approved the procurement of Endovascular Aneurysm Products from Cook Canada 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: September 17, 2025 (draft)	For Information
Education Committee and Michener Institute Board Meeting Minutes Summaries: October 1, 2025 (draft)	For Information
Biography – New Principal of Michener Institute	For Information