

MEETING OF THE BOARD OF TRUSTEES
Wednesday, June 17, 2020 at 3:50 p.m.
Virtual Meeting

Elected Trustees (Voting)

Brian Porter, Chair

Ross Baker
Dean Connor
Todd Halpern
Stu Kedwell
Peter Menkes
Lawrence Pentland
Janet Rossant
Shirlee Sharkey
Barbara Stymiest
Peter Wallace
Jaime Watt
Cornell Wright

Trustees Appointed by U of T Governing Council (Voting)

Trevor Young
Cheryl Regehr

Ex Officio Trustees (Non-Voting)

Kevin Smith (Chief Executive Officer)
Joy Richards (Chief Nursing Executive)
Mark Osten (President of the Medical Staff Association)
Fei Fei Liu (Chair of the Medical Advisory Committee)
Janice Fukakusa (Chair of the Princess Margaret Foundation Board)
Raj Kothari (Chair of the Toronto General & Western Hospital Foundation Board)

Regrets

None

Guests

None

Recording Secretary

Grace Ivo

Quorum – 40% of Voting Members or 7 Voting Members

1.0 Call to Order

Mr. Marc Toppings, Vice President and Chief Legal Officer, called the meeting to order at 3:50 pm.

2.0 Declaration of Conflict of Interest

Mr. 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:

Finance & Audit Committee

Barbara Stymiest

Governance & Nominating Committee

Brian Porter

Human Resources Committee

Dean Connor

Michener/Education Committee

Cornell Wright

Research Committee

Lawrence Pentland

Quality & Safety Committee

Ross Baker

Information Technology Sub-Committee

John Cieslak

Real Estate and Capital Strategy Sub-Committee

Peter Menkes

3.3 Appointment of Chair of the Medical Advisory Committee

Motion for Approval

That the 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

The Board was advised of three minor changes to Board Committee membership that had been made following the posting of the Board materials.

Independent Trustee Mr. Stu Kedwell will be joining Ms. Barbara Stymiest and Mr. Peter Menkes as a member of the Finance & Audit Committee.

In addition, we have two community members who will be added to the slate of the Real Estate and Capital Strategy Sub-Committee, being a sub-committee of the Finance & Audit Committee, to add further bench strength to the important oversight that such committee has on the Hospital’s development and planning work. .

First, the Board was advised that Ms. Catherine Bertucci-Menchetti, President and CEO of MTB Group, will be joining the Real Estate and Capital Strategy Sub-Committee, bringing overover 28 years of experience in acquisition, development, marketing and construction of major developments throughout Toronto to the Committee. Ms. Bertucci brings with her a breadth of experience including land assemblies, acquisitions, massing studies, zoning and permit procurement, financing and budgeting, design development, marketing, sales and project and construction management.

Second, Mr. David Feldman, President & CEO of Camrost-Feldman Inc., will also be joining the Real Estate and Capital Strategy Sub-Committee. It was noted that under Mr. Feldman’s leadership, Camrost Felcorp pioneered “mixed-use” development in the Greater Toronto Area, creating vibrant communities that include office space and shopping areas to enhance the quality of life for its residents.

With the above noted additions, the Board approved the following motion:

BOARD MOTION

On a motion duly made, seconded and carried, the UHN Board of Trustees approves the membership of the UHN Board Committees and Sub-Committees, as presented and approved by the Governance & Nominating, with any changes to Committee or Sub-Committee membership to be finalized by the Committee Chairs and the Chair of the Governance & Nominating Committee as applicable.

3.5 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 to Ms. Grace Ivo thereafter.

3.6 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 to Ms. Grace Ivo thereafter.

3.7 Board Conflict of Interest Policy - Update

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

4.0 Schedule of Board Meetings 2020/2021/2022

Pre-circulated were the 2020, 2021 and 2022 Board of Trustees' meeting schedules.

5.0 Other Business

There being no further business, the meeting was adjourned at 4:00 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 17, 2020

Date