



Meeting Minutes

UHN Board of Trustees

Wednesday June 26, 2024 4:30 PM – 4:40 PM

Via Video/Teleconference: Microsoft Teams Meeting

Elected Trustees (Voting)	Dean Connor (Chair) Elizabeth Dowdeswell Janice Fukakusa Todd Halpern Stu Kedwell Michael LeClair Kimberly Marshall Peter Menkes Lawrence Pentland	Ajay Virmani Peter Wallace Darryl White Cornell Wright Trevor Young
Ex-officio (Non-Voting)	Kevin Smith	
Regrets	Alia Dharamsi Patricia Houston Pamela Hubley Joseph Kim Brian Porter	Janet Rossant Shirlee Sharkey Pamela Warren Jaime Watt
Special Standing Guests	Janet Griffin	Richard Rooney
Guests (UHN)	Darlene Dasent Grace Ivo	Joel Montesanti Marc Toppings
Recording Secretary	Lisha Hibbins	

1.0 GENERAL BUSINESS ITEMS

1.1 CALL TO ORDER

Mr. Marc Toppings, Vice President & Chief Legal Officer, led the administrative elements of the meeting on behalf of Mr. Dean Connor, Chair.

Mr. Toppings called the meeting to order at 4:30 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 meeting held on June 26, 2024;*

***Be it resolved that** the Board approves the Agenda for its meeting held on June 26, 2024, as presented.*

2.0 BOARD BUSINESS

2.1 2024/25 BOARD APPOINTMENTS

Appointment of Officers

The Board appointed the officers of UHN, as pre-circulated in the meeting package:

***Whereas**, pursuant to Administrative By-Law No. 5 (the “**By-law**”) of University Health Network (the “**Corporation**”), it is deemed desirable and in the best interests of the Corporation that the following action be taken by the Corporation’s Board of Trustees (the “**Board**”);*

***And whereas**, the Governance and Nominating Committee recommends that the Board hereby consents to, approves, and adopts the following appointment:*

Appointment of Officers

***Be it resolved that**, effective the date hereof, the Board appoints the following individuals as officers of the Corporation 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:*

- **Chair** – Dean Connor
- **Deputy Chair** – Cornell Wright
- **Vice Chair** – Stu Kedwell
- **Vice Chair** – Janet Rossant
- **Vice Chair** – Pamela Warren
- **Chief Executive Officer** – Kevin Smith
- **President** – Kevin Smith
- **Secretary** – Kevin Smith

Appointment of Committee Chairs

The Board appointed the Board Committee chairs, as pre-circulated in the meeting package:

***Whereas**, pursuant to Administrative By-Law No. 5 (the “**By-law**”) of University Health Network (the “**Corporation**”), it is deemed desirable and in the best interests of the Corporation that the following actions be taken by the Corporation’s Board of Trustees (the “**Board**”);*

***And whereas**, the Governance and Nominating Committee recommends that the Board hereby consents to, approves, and adopts the following appointment:*

Appointment of Committee Chairs

Be it resolved that, effective the date hereof, the Board appoints the following individuals as Committee Chairs 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::

- **Finance and Audit** – Stu Kedwell
- **Governance and Nominating** – Dean Connor
- **Human Resources** – Pamela Warren
- **Michener/Education** – Shirlee Sharkey
- **Research** – Janet Rossant
- **Quality and Safety** – Cornell Wright
- **Real Estate and Capital Strategy** – Peter Menkes

Appointment of Committee Members

The Board appointed the voting members of the Board Committees, as pre-circulated in the meeting package:

Whereas, pursuant to Administrative By-Law No. 5 (the “**By-law**”) of University Health Network (the “**Corporation**”), it is deemed desirable and in the best interests of the Corporation that the following actions be taken by the Corporation's Board of Trustees (the “**Board**”);

And whereas, the Governance and Nominating Committee recommends that the Board hereby consents to, approves, and adopts the following appointment:

Appointment of Committee Members

Be it resolved that, effective the date hereof, the Board appoints the following individuals as voting members of Board Committees 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:

Education:

- Dan Andreae
- Todd Halpern
- Judith John
- Lawrence Pentland
- Shirlee Sharkey
- Kevin Smith (ex officio)
- Peter Wallace
- Lynn Wilson

Finance and Audit:

- Alia Dharamsi (ex officio)
- Janice Fukakusa
- Stu Kedwell
- Michael LeClair
- Kimberly Marshall
- Peter Menkes
- Peter Wallace

Governance and Nominating:

- Dean Connor
- Stu Kedwell
- Janet Rossant
- Pamela Warren
- Jaime Watt
- Cornell Wright

Human Resources:

- Dean Connor
- Ajay Virmani
- Pamela Warren
- Jaime Watt
- Cornell Wright

Quality and Safety:

- Lindon Barnes
- Phyllis Berck
- Dean Connor
- Alia Dharamsi (ex officio)
- Elizabeth Dowdeswell
- Pamela Hubley (ex officio)
- Joseph Kim ((ex officio)
- Lawrence Pentland
- Rebecca Repa
- Kevin Smith (ex officio)
- Peter Wallace
- Darryl White
- Cornell Wright

Medical Advisory Committee:

- Joseph Kim (ex officio)
- Kathleen Sheehan (ex officio)
- Patricia Murphy (ex officio)
- Camille Lemieux (ex officio)
- Alia Dharamsi (ex officio)
- Sheila Riazzi (ex officio)
- Susan Abbey (ex officio)
- Mark Bayley (ex officio)
- Marcus Bernardini (ex officio)
- Ralph Gilbert (ex officio)

Real Estate and Capital Strategy:

- Catherine Bertucci-Menchetti
- Stu Kedwell
- Michael LeClair
- Kimberly Marshall
- Peter Menkes
- Kevin Smith (ex officio)
- Trevor Young

Research:

- Elizabeth Dowdeswell
- Tom Ehrlich
- Janice Fukakusa
- Harry Goldgut
- Patricia Houston (UT appointee)
- Pamela Hubley (ex officio)
- Marc Lipton
- Janet Rossant
- Kevin Smith (ex officio)
- Pamela Warren
- Jim Woodgett
- Cornell Wright

- Michael Glogauer (ex officio)
- Keyvan Karkouti (ex officio)
- David Kirsch (ex officio)
- Thomas Forbes (ex officio)
- Efram Mandelcorn (ex officio)
- Peter Rossos (ex officio)
- Heidi Schmidt (ex officio)
- Kathryn Tinckam (ex officio)
- Christian Veillette (ex officio)
- Ian Randall (ex officio)
- Susy Hota (ex officio)
- Morris Sherman (ex officio)
- Lucas Chartier
- Peter Wu
- Matteo Parotto
- Moira Kapral
- Jessica Liu
- Sam Sabbah
- George Yousef

Appointment of Chair and Vice Chair of the Medical Advisory Committee

The Board appointed the chair and vice-chair of the Medical Advisory Committee, as pre-circulated in the meeting package:

Whereas, pursuant to Administrative By-Law No. 5 and Medical Dental Staff By-law No. 4 (the “**By-laws**”) of University Health Network (the “**Corporation**”), the Corporation’s Board of Trustees (the “**Board**”) is required to appoint a Chair and Vice Chair of the Medical Advisory Committee;

And whereas, Joseph Kim (Chair) and Kathleen Sheehan (Vice Chair) continue to serve a 3-year term to January 1, 2027;

And whereas the Governance and Nominating Committee recommends that the Corporation’s Board hereby consents to, approves, and adopts the following appointment:

Appointment of MAC Chair and Vice Chair

Be it resolved that the Board appoints Joseph Kim as Chair, and Kathleen Sheehan as Vice Chair, of the Medical Advisory Committee until their successors are appointed, subject to the provisions of the By-laws.

2.2 ANNUAL CONSENT AND DECLARATION

Trustees were directed to review all Board Governance Policies, in particular those related to Code of Conduct and Conflict of Interest, and Confidentiality, copies of which were pre-circulated in the meeting package, and to complete and submit the *Annual Consent and Declaration Form*.

2.3 SCHEDULE OF BOARD MEETINGS

The schedule of Board meetings for the 2024/25 Board cycle was circulated in the meeting package for information purposes. No discussion was raised.

3.0 OTHER BUSINESS

3.1 NEXT MEETING

The next meeting is scheduled for Wednesday, October 2, 2024 at 12:00 PM.

3.2 ADJOURNMENT

There being no further business, the meeting was adjourned at 4:40 PM.



Dean Connor
Chair, UHN Board of Trustees



Kevin Smith
Secretary, UHN Board of Trustees