

BOARD OF TRUSTEES MEETING
Wednesday, May 22, 2019 at 12:00 p.m.
Toronto General Hospital
Anthony S. Fell Boardroom – 1S425

AGENDA – OPEN MEETING		
1.0	Call to Order	B. Porter
	1.1 Introduction of Guests (if any)	
	1.2 Declaration of Conflicts	
	1.3 Approval of Agenda	
2.0	Consent Agenda(Motion: To accept the consent agenda)*	B. Porter
	2.1 Approval of Minutes of the Board –February 20 and April 17, 2019	
	2.2 Approval of Embedded Motions(see page 2)	
	2.2.1 Finance & Audit Committee – February 15, 2019; Briefing Notes for Approval from its May 15, 2019 meeting.	
	2.2.2 Governance and Nominating Committee –February 20 and draft April 17, 2019; Briefing Notes for Approval from its April 17 and May 22, 2019 meetings.	
	2.2.3 Research Committee – December 10, 2018; Briefing Notes for Approval from its November 21, 2018 meeting.	
	2.2.4 Human Resources Committee – April 2, 2019	
	2.2.5 Education Committee – Nov. 29, 2018 and Feb. 14, 2019	
	2.2.6 Michener Board – Nov. 29, 2018 and Feb. 14, 2019	
	2.2.7 Medical Advisory Committee – February 7 and April 4, 2019; MAC Minutes. April 4 and May 2, 2019; Staff Appointments; MAC Briefing Note	
3.0	Chair's Report	B. Porter
4.0	Chief Executive Officer's Report	K. Smith
	4.1 Organizational Scorecard – 2018/19 Q4 Report	
	4.2 Proposed 2019/20 Balanced Scorecard Indicators(for approval)	
5.0	Safety & Quality Committee Report	
	5.1 Approval of Minutes & Embedded Motions –January 28 and March 25, 2019(for approval)	R. Baker
	5.2 Accreditation	M. Nader
6.0	Chief Financial Officer's Report/Finance Committee Chair Updates	D. Dasent/B. Stymiest
7.0	Education Session	
	7.1 Multi-Organ Transplant Update	A. Humar/J. Kearney
8.0	Other Business	
CLOSED MEETING(if necessary)		
9.0	Bickle Centre Infrastructure Project Update(for approval)	B. Porter
10.0	Report of the Chair/Chief Executive Officer	K. Smith
MEETING OF THE INDEPENDENT TRUSTEES		
11.0	With Chief Executive Officer	
12.0	With Independent Trustees	
13.0	Termination of the Meeting	B. Porter

*For questions or concerns regarding any Minutes of the Meetings, please contact the Most Responsible Executive:

- Finance & Audit Committee – Darlene Dasent (Darlene.Dasent@uhn.ca)
- Board of Trustees & Governance and Nominating Committee – Marc Toppings (Marc.Toppings@uhn.ca)
- Research Committee – Brad Wouters (Brad.Wouters@uhnresearch.ca)
- Human Resources Committee – Emma Pavlov (Emma.Pavlov@uhn.ca)
- Michener Education & Michener Board Committee – Brian Hodges (Brian.Hodges@uhn.ca)
- Medical Advisory Committee – Fei-Fei Liu (Fei-Fei.Liu@rmp.uhn.ca)

BOARD OF TRUSTEES MEETING MOTIONS FOR APPROVAL

2.1	Approval of Minutes of the Board – February 20 and April 17, 2019 meetings	M. Toppings
	<p><i>Motion for Approval</i> <i>That the Board of Trustees approve the Board of Trustees meeting minutes held February 20 and April 17, 2019.</i></p>	
2.2	Approval of Minutes and Embedded Motions	B. Stymiest
	<p>Finance and Audit Briefing Notes for Approval</p> <p>a) Minutes of Meeting held February 15, 2019 <i>Motion for Approval</i> <i>That the Board of Trustees approve the minutes of the Finance and Audit Committee meeting held on February 15, 2019</i></p> <p>b) Cardinal Health Canada - Supply of Surgical Custom & Standard Packs Contract <i>Motion for Approval</i> <i>That the Board of Trustees approve the Cardinal Health for the supply of Surgical Custom & Standard Packs Contract at the cost of \$22.6 M over 10 years.</i></p> <p>c) Finance and Audit - Terms of Reference Amendments <i>Motion for Approval</i> <i>That the Board of Trustees approve the amended Terms of Reference of the Finance and Audit Committee.</i></p> <p>d) Operating Plan 2019/20 <i>Motion for Approval</i> <i>That the Board of Trustees approve the 2019/20 Operating Plan.</i></p> <p>e) Capital Plan 2019/20 <i>Motion for Approval</i> <i>That the Board of Trustees approve the 2019/20 Capital Plan</i></p> <p>f) Annual Attestations <i>Motion for Approval</i> <i>That the Board of Trustees approve the UHN's Attestation of Compliance with the Broader Public Sector Accountability Act.</i></p>	

2.2.2	Governance and Nominating Committee	B. Porter
	<p>Governance and Nominating Committee Briefing Notes for Approval from its April 17 and May 22, 2019 meetings.</p> <p>a) Governance Policy Manual <i>Motion for Approval</i> <i>That the Board of Trustees approve the Governance Policy Manual, as developed by Management and recommended by the Governance & Nominating Committee for approval and adoption by the UHN Board of Trustees.</i></p> <p>b) Administrative By-Law Changes <i>Motion for Approval</i> <i>That the Board of Trustees approve the amendments to the Hospital's Administrative By-Law Number 1, as developed by Management and recommended by the Governance and Nominating Committee for approval and adoption by the UHN Board of Trustees.</i></p> <p>c) Accreditation Committee of the Board <i>Motion for Approval</i> <i>That the Board of Trustees approve the creation of an ad hoc special committee of the UHN Board, being the Accreditation Committee of the Board, in accordance with s. 4.02.02 of the Corporation's Administrative By-Law Number 1, as presented by Management.</i></p>	
2.2.3	Research Committee	L. Pentland
	<p>Research Committee Briefing Notes for Approval</p> <p>a) Proposed changes to structure of investment in Toronto Autoimmunity and Oncology Inc. <i>Motion for Approval</i> <i>That the Board of Trustees approve the recommendation from the Research Subcommittee to the Research Committee that they proceed with the negotiated terms for TIO (the investor) to invest \$25 million in DAO and to accept a \$12.5 million upfront fee as part of the licensing of UHN IP to DAO.</i></p>	
2.2.7	Medical Advisory Committee	F. Liu
	<i>Motion for Approval</i> <i>That the Board of Trustees approve the Minutes and Medical Staff Appointments recommended by the MAC at its February 7, April 4, 2019 and May 2, 2019.</i>	
4.2	Proposed 2019/20 Balanced Scorecard Indicators	K. Smith
	<i>Motion for Approval</i> <i>That the Board of Trustees approve UHN's proposed 2019/20 Balanced Scorecard indicators.</i>	

9.0	Bickle Centre Infrastructu	B. Stymiest
	<p><i>Motion for Approval</i> <i>That the Board of Trustees approve the non-competitive procurement of the replacement contractor for the Bickle Redevelopment Project at an estimated cost of \$7 M, subject to MOHLTC approval.</i></p>	