

**BOARD OF TRUSTEES  
MEETING MINUTES**

**Wednesday, May 17<sup>th</sup>, at 2:45 p.m.  
The University Club of Toronto  
380 University Avenue, Main Dining Room**

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<b>Present:</b>	John Mulvihill (Chair)
<b>Elected Trustees (Voting):</b>	Robert Krembil Cliff Nordal Dan Haas Brian Porter Cornell Wright Eileen Mercier Lawrence Pentland
<b>Ex Officio Trustees (Non-Voting):</b>	Peter Pisters (CEO) Michael Gardam (MAC Chair) John Granton (MSA President) Joy Richards (CNO)
<b>Regrets:</b>	Barbara Stymiest Thomas MacMillan Dhun Noria Peter Wallace Dean Connor Jan Campbell Eric Horlick (MSA Vice-President) Cheryl Regehr (Vice-President and Provost) Trevor Young (Dean of Medicine) Doug McGregor
<b>Recording Secretary:</b>	Grace Ivo

**Quorum – 40% of Voting Members or 7 Voting Members**

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**2.0 Strategic Planning**

UHN's strategic planning process was introduced to the organization, starting in March 2017; over 40 presentations have been given to date. All feedback received during these presentations has been received and update accordingly to the Big Dot working groups. As such, Big Dot 3, in particular, has evolved considerably.

The Board approved the current direction to the Strategic Planning document.

**4.0 Minutes of Meeting held on February 15<sup>th</sup>, 2017**

Pre-circulated for members' information were the minutes of the meeting held on February 15<sup>th</sup>, 2017. (*Under tab 4.0*)

**5.0 Chair's Report**

Mr. John Mulvihill provided a verbal report.

**6.0 Consent Agenda for Committee Reports**

**6.1 Safety and Quality Committee, Minutes of Previous Meetings**

Pre-circulated for members' information were the minutes of the Safety and Quality Committee meetings held January 30<sup>th</sup> and March 27<sup>th</sup>, 2017, **(Under tab 6.1)**

**6.2 Finance and Audit Committee – Minutes of Previous Meeting**

Pre-circulated for members' information were the minutes of the meeting held on February 13<sup>th</sup>, 2017 **(Under tab 6.2)**

The Finance and Audit Committee met Monday, May 15<sup>th</sup>, 2017.

Ms. Eileen Mercier noted that there are several contracts for approval under tab 8.0 with briefing notes attached under section 6.2.1.

*Ms. Eileen Mercier highlighted on the following from the draft Finance and Audit Committee minutes not circulated under section 6.2.1.*

**6.2.1 Finance and Audit Briefing Notes for Approval**

Pre-circulated for members' Finance and Audit Committee approved recommendations from its May 15<sup>th</sup>, 2017 meeting:

Ms. Eileen Mercier provided brief highlights in section 6.2.

**a) Terms of Reference Amendments (for Approval)**

Pre-circulated for members' the Terms of Reference Amendments.

*Management requests that the Board of Trustees approve the amended Terms of Reference of the Finance and Audit Committee.*

**b) Banking Resolutions Amendments (for Approval)**

Pre-circulated for members' information on the Banking Resolutions Amendments.

The new Chief Business Officer will be added as an authorized signatory to UHN accounts effective June 1, 2017.

*Management requests that the Board of Trustees approve the amendments to the Bank of Montreal, BMO Harris Bank, Bank of Nova Scotia, BMO Nesbitt Burns, and Scotia Wealth Management banking resolutions, to add Mr. Larry Baldachin, Executive Vice President & Chief Business Officer, as an authorized signing authority effective June 1<sup>st</sup>, 2017.*

**c) Signing Authority and Delegation Policy Amendments (for Approval)**

Pre-circulated for members' information on the Signing Authority and Delegation Policy Amendments.

To support UHN's renewal agenda, there have been changes to the executive team roles, including the addition of three positions: Executive Vice-president & Chief Business Officer (CBO), Executive Vice-president & Chief Operating Officer (COO) and Executive Vice-president Technology and Innovation (T&I).

*Management requests that the Board of Trustees approve the approval of the Signing Authorities & Delegations Policy amendments.*

- d) Spectrum Patient Services – Contract for Patient Transport Services (for Approval)**  
Pre-circulated for members’ information on the Spectrum Patient Services – Contract for Patient Transport Services.

UHN’s existing contract with Voyageur Patient Transfer Services Inc. for NEPT expires on March 31, 2017. Following the open competitive process above, Spectrum Patient Services was awarded the contract with 100% of UHN’s volume.

*Management requests that the Board of Trustees approve the approval to enter into contracts with Spectrum Patient Services LP for the supply of Non-Emergency Patient Transfer Services at a cost of \$10.6 M over seven years.*

- e) 2017/18 Operating Plan (for Approval)**  
Pre-circulated for members’ information on the 2017/18 Operating Plan.

*Management requests that the Board of Trustees approve the approval of the 2017/18 Operating Plan.*

- f) 2017/18 Capital Budget (for Approval)**  
Pre-circulated for members’ information on the 2017/18 Capital Budget.

*Management requests that the Board of Trustees approve the approval of the 2017/18 Capital Budget.*

- g) MaRS Level 8 Construction Contract (for Approval)**  
Pre-circulated for members’ information on Deferred Maintenance Update.

The MaRS 8<sup>th</sup> floor project is ready to move forward with construction. UHN has engaged a third-party cost consultant, Hanscomb Ltd., who has been working alongside UHN and the design team of architects and engineers to provide a pre-construction tender cost estimate.

Management will return to the Finance and Audit Committee on a periodic basis to provide an overall update on the MaRS Phase II project.

*Management requests that the Board of Trustees approve the advance approval to award a construction contract for the MaRS 8<sup>th</sup> floor fit-out project up to a maximum value of \$15M.*

- 6.3 Governance and Nominating Committee, Minutes of Previous Meeting**  
Pre-circulated for members’ information were the minutes of the Governance and Nominating Committee held January 26<sup>th</sup>, February 28<sup>th</sup> and April 19<sup>th</sup>, 2017. **(Under tab 6.3)**
- 6.4 Research Committee, Minutes of Previous Meeting**  
Pre-circulated for members’ information were the minutes of the Research Committee held April 3<sup>rd</sup>, 2017. **(Under tab 6.4)**
- 6.5 Education Committee, Minutes of Previous Meeting**  
Pre-circulated for members’ information were the draft minutes of the Education Committee held February 2<sup>nd</sup>, 2017. **(Under tab 6.5)**

**6.6 Michener Board Committee, Minutes of Previous Meeting**

Pre-circulated for members' information were the draft minutes of the Michener Board Committee held February 2<sup>nd</sup>, 2017 and April 20<sup>th</sup>, 2017. **(Under tab 6.6)**

**7.0 Medical Advisory Committee, Minutes of Previous Meeting**

Pre-circulated for members' information were the minutes of the MAC meeting held February 2<sup>nd</sup> and April 6<sup>th</sup>, 2017 and the Medical Staff Appointments for February 2<sup>nd</sup> and April 6<sup>th</sup>, 2017. **(Under tab 7.0 & 7.1)**

*Dr. Michael Gardam highlighted on the following:*

EPR and ConnectingOntario performance at UHN has experienced systemic issues related to system launch times and availability. Several measures have been implemented to improve launch speeds and reliability.

**8.0 Board Business – Motions for Approval**

Mr. Mulvihill presented the motions for approval listed in **(Under Tab 6.2.1)** *On a motion duly made by Ms. Eileen Mercier seconded by Mr. Lawrence Pentland the list of motions was approved as follows:*

- 4.0 Minutes of UHN Board of Trustees Meetings – February 15<sup>th</sup>, 2017
- 6.1 Minutes of the Safety and Quality Committee Meetings – January 30<sup>th</sup> and March 27<sup>th</sup>, 2017
- 6.2 Minutes of the Finance and Audit Committee Meeting – February 13<sup>th</sup>, 2017
- 6.2.1 Finance and Audit Recommendations for Approval
  - a) Terms of Reference Amendments
  - b) Banking Resolution Amendment
  - c) Signing Authority and Delegation Policy Amendments
  - d) Spectrum Patient Services – Contract for Patient Transfer Services
  - e) 2017/18 Operating Plan
  - f) 2017/18 Capital Budget
  - g) MaRS Level 8 Construction Contract
- 6.3 Minutes of the Governance and Nominating Committee Meeting – January 26<sup>th</sup>, February 28<sup>th</sup> & April 19<sup>th</sup>, 2017
- 6.4 Minutes of the Research Committee Meeting – April 3<sup>rd</sup>, 2017
- 6.5 Minutes of the Education Committee Meeting – February 2<sup>nd</sup>, 2017
- 6.6 Minutes of the Michener Board of Governors Meeting – February 2<sup>nd</sup> and April 20<sup>th</sup>, 2017
- 7.0 Minutes of the Medical Advisory Committee Meetings – February 2<sup>nd</sup> and April 6<sup>th</sup>,

2017

7.1 Medical Staff Appointments – February 2<sup>nd</sup> and April 6<sup>th</sup>, 2017

12.0 2017/18 Board Work Plan

**9.0 Chief Executive Officer’s Report**

Pre-circulated for members’ information the Chief Executive Officer’s Report. **(Under tab 9.0)**

*Dr. Pisters noted the following:*

The Expert Panel Report on Healthcare Sector Supply Chain Strategy was recently released by the MOHLTC. UHN is reviewing the relationship with Plexxus and the risks associated with the transfer of procurement activity.

**10.0 Chief Financial Officer’s Report**

Pre-circulated for members’ information the Chief Financial Officer’s Report. **(Under tab 10.0)**

*Ms. Darlene Dasent highlighted the following:*

The preliminary financial results reflect an improvement due to a combination of one-time revenues and targeted expense reduction. It is anticipated that the final operating margin will be approximately \$20 M (1%).

MOHLTC recently announced funding for hospitals with UHN noted as receiving \$29 M. Approximately \$21 M is linked to the achievement of specific volumes for programs. Approximately \$4 M is allocated for high growth to address capacity and access challenges due to significant growth in demand for services. The remainder of \$5 M in net funds is related to Health System Funding Reform base increases.

**11.0 Board Education**

**11.1 Michener Integration Update (Under tab 11.1)**

Pre-circulated for members’ background information on the Michener Integration.

Dr. Brian Hodges provided an update of the integration between UHN and the Michener Institute of Applied Health Sciences. The one-year integration report provides an update of the achievements following the integration, since the integration in January 2016; the accomplishments to date are compelling.

*Dr. Brian Hodges highlighted the following:*

Since the integration, the accomplishments to date are compelling. For example, benefits have been realized for full time and continuing education learners and new opportunities to collaborate between the school and hospital clinical operations have been identified. Outcome data, including student satisfaction, employee engagement and the financial health of the Michener Institute of Education at UHN.

New opportunities are being identified, including the creation of a new research institute for health care education and a renewed partnership with the Ministry of Health and Long-Term Care.

The Board of Trustees accepts this report as information.

**11.2 Program Update – Critical Care (Under tab 11.2)**

Pre-circulated for members’ background information on the Program Critical Care. Peter introduced Niall to the board.

Dr. Niall Ferguson provided an update on current progress in the Critical Care Program and its strategic plan, priorities, and future directions.

The Board of Trustees accepts this report as information.

**12.0 2017/18 Board Work Plan (for Approval) (Under tab 12.0)**

Pre-circulated for members' information on the draft UHN Board Work Plan 2017/18.

**13.0 In-Camera**

No minutes taken.

**14.0 Date of Next Meeting**

The Board of Trustees will meet next on Wednesday June 14, 2017, at the MaRS Discovery District Auditorium – Lower Level, 101 College Street, for the Annual General Meeting.

**15.0 Adjournment**

There being no further business, the meeting was adjourned.

The Chair agrees these meeting minutes are an accurate reflection of the meeting.

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**Mr. John Mulvihill**  
**Chair, Board of Trustees**  
**University Health Network**

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**May 17<sup>th</sup>, 2017**  
**Date**