

BOARD OF TRUSTEES MEETING
Wednesday, September 15, 2021 at 12:00 PM
Microsoft Teams Meeting
Teleconference: 416-603-6338 Conference ID: 290046187#

Elected Trustees (Voting)

Brian Porter, Chair
Ross Baker
Dean Connor
Stu Kedwell
Peter Menkes
Lawrence Pentland
Janet Rossant
Mark Saunders
Shirlee Sharkey
Ajay Virmani
Peter Wallace
Jaime Watt
Cornell Wright
Pamela Warren
Todd Halpern

Trustees Appointed by U of T Governing Council (Voting)
Trevor Young

Ex Officio Trustees (Non-Voting)

Kevin Smith (Chief Executive Officer)
Patricia Murphy (Chair of the Medical Advisory Committee)
Joy Richards (Chief Nursing Executive)
Janice Fukakusa (Chair of the Princess Margaret Foundation Board)
Raj Kothari (Chair of the Toronto General & Western Hospital Foundation Board)

Regrets

Barbara Stymiest
Cheryl Regehr
Mark Osten (President of the Medical Staff Association)

Guests

Marc Toppings, Vice President & Chief Legal Officer
Lisha Hibbins, Corporate Governance Lead

Recording Secretary

Grace Ivo

Quorum – 40% of Voting Members or 7 Voting Members

1.0 GENERAL BUSINESS ITEMS

1.1 Call to Order

Mr. Brian Porter, Chair, called the meeting to order at 12:03 PM. Quorum was confirmed, no declarations of conflict of interest were declared, and the meeting Agenda was approved, as circulated.

Whereas the UHN Board of Trustees has reviewed the Agenda for its meeting held on September 15, 2021;

Be it resolved that the UHN Board of Trustees approves the Agenda for its meeting held on September 15, 2021, as presented.

1.2 Consent Agenda

The Board approved the items on the Consent Agenda items, as pre-circulated in the meeting package, by unanimous consent:

Whereas the UHN Board of Trustees has reviewed the items presented in the Consent Agenda for their meeting of September 15, 2021;

Be it resolved that the UHN Board of Trustees approves the items presented in the Consent Agenda for the meeting of September 15, 2021 by unanimous consent.

The following resolutions were passed as part of the Consent Agenda:

- Board of Trustees Meeting minutes: June 10, 2021

Whereas the UHN Board of Trustees has reviewed the minutes of its Pre-AGM and Post-AGM meetings taking place on June 10, 2021;

Be it resolved that the UHN Board of Trustees approves the minutes of its Pre-AGM and Post-AGM meetings taking place on June 10, 2021, as presented.

- Board of Trustees 2021/22 Work Plan

Whereas the Governance & Nominating Committee has reviewed the UHN Board of Trustee's 2021/22 Work Plan and recommends approval of same by the the UHN Board of Trustees;

Be it resolved that the UHN Board of Trustees approves its 2021/22 Work Plan, as presented.

- Medical Staff Appointments (attached hereto as Exhibit A)

Whereas the Medical Advisory Committee has reviewed and approved certain medical/dental staff appointments at their meeting(s) of July 8, 2021 and September 2, 2021 and recommends approval of same by the UHN Board of Trustees;

Be it resolved that the UHN Board of Trustees approves the medical/dental staff appointments, as presented.

- Finance & Audit Committee Terms of Reference (attached hereto as Exhibit B)

Whereas the Finance & Audit Committee has approved amendments to its Terms of Reference to reflect certain changes in the names of government bodies and agencies;

Be it resolved that the UHN Board of Trustees approves the amendments to the Finance & Audit Committee Terms of Reference, as presented.

- Signing Authorities and Delegations Policy Amendments

Whereas the Finance and Audit Committee has reviewed and approved amendments to the Signing Authorities and Delegations Policy to reflect the change in title of the “Human Resources Department” to “People and Culture” and recommends approval of same by the UHN Board of Trustees;

Be it resolved that the UHN Board of Trustees approves the amendments to the Signing Authorities and Delegations Policy, as presented.

- Appointment of Principal Representatives for Altum Health

Whereas UHN provides auto insurance claims services that are subject to registration with the Financial Services Regulatory Authority (FSRA) of Ontario through Altum Health;

And whereas UHN is required to regularly submit documentation in various forms to the FSRA of Ontario, the contents of which must be attested to by registered Principal Representatives of UHN, delegated as such by the UHN Board of Trustees;

And whereas the existing approved Principal Representatives of UHN registered with the FSRA of Ontario are as follows: Ms. Darlene Dasent; Ms. Rita Burak; and Ms. Eileen Mercier;

And whereas the Finance and Audit Committee has reviewed and approved the following changes to the UHN Principal Representatives and recommends approval of same by the UHN Board of Trustees:

- [REDACTED]
- Addition of Ms. Rebecca Repa, Mr. Shiran Isaacksz, and Mr. Mikhail Zaitsev;

Be it resolved that the UHN Board of Trustees accepts the recommendation of the Finance & Audit Committee and delegates the following individuals as UHN Principal Representatives registered with the FSRA of Ontario: Ms. Darlene Dasent; Ms. Rebecca Repa; Mr. Shiran Isaacksz; and Mr. Mikhail Zaitsev.

- Abbott Vascular Canada – Left Ventricular Assistive Devices

***Whereas** the Finance and Audit Committee has reviewed the non-competitive procurement of Abbott Vascular Canada for Left Ventricular Assistive Devices with Management;*

***And whereas** the Finance & Audit Committee has approved this non-competitive procurement at the cost of [REDACTED] over four years and recommends approval of same by the UHN Board of Trustees;*

***Be it resolved that** the UHN Board of Trustees approves the non-competitive procurement of Abbott Vascular Canada for Left Ventricular Assistive Devices contract at the cost of [REDACTED] over four years.*

- Cook Medical – Endovascular Aneurysm Repair Devices

***Whereas** the Finance and Audit Committee has reviewed the non-competitive procurement of Cook Medical for Endovascular Aneurysm Repair (EVAR) Products with Management;*

***And whereas** the Finance and Audit Committee has approved this non-competitive procurement at the cost of [REDACTED] over four years and recommends approval of same by the UHN Board of Trustees;*

***Be it resolved that** the UHN Board of Trustees approves the non-competitive procurement of Cook Medical for Endovascular Aneurysm Repair (EVAR) Products at the cost of [REDACTED] over four years.*

- Medtronic – Neuromodulation Therapy Products

***Whereas** the Finance and Audit Committee has reviewed the non-competitive procurement of Medtronic for Neuromodulation Therapy products with Management;*

***And whereas** the Finance and Audit Committee has approved this non-competitive procurement at the cost of [REDACTED] over 2.5 years and recommends approval of same by the UHN Board of Trustees;*

***Be it resolved that** the UHN Board of Trustees approves the non-competitive procurement of Medtronic for Neuromodulation Therapy products at the cost of [REDACTED] over 2.5 years.*

- Medtronic – Transcatheter Aortic Valve Implantation

***Whereas** the Finance and Audit Committee has reviewed the non-competitive procurement of Medtronic for TAVI products with Management;*

***And whereas** the Finance and Audit Committee has approved this non-competitive procurement at the cost of [REDACTED] over four years and recommends approval of same by the UHN Board of Trustees;*

Be it resolved that the UHN Board of Trustees approves the non-competitive procurement of Medtronic for TAVI products at the cost of [REDACTED] over four years.

- Edwards Lifesciences – Transcatheter Aortic Valve Implantation

Whereas the Finance and Audit Committee has reviewed the non-competitive procurement of Edwards Lifesciences for TAVI products with Management;

And whereas the Finance and Audit Committee has approved this non-competitive procurement at the cost of [REDACTED] over four years and recommends approval of same by the UHN Board of Trustees;

Be it resolved that the UHN Board of Trustees approves the non-competitive procurement of Edwards Lifesciences for TAVI products at the cost of [REDACTED] over four years.

2.0 STANDING ITEMS

2.1 Chair’s Report

Mr. Porter provided a verbal report and advised that new standardized reporting templates will be rolled out across the Board and Board Committees by the end of the 2021/22 Board cycle. This addresses a recommendation from an external Governance review that was conducted in 2019. To-date all recommendations resulting from that review have been addressed, with the exception of the standardization of meeting materials.

2.2 Chief Executive Officers’ Report

A detailed Chief Executive Officer (CEO) Report, inclusive of Enterprise Risk Management Update, was pre-circulated in the meeting package.

Dr. Kevin Smith, President & CEO, provided a verbal update at the meeting, with a focus on COVID-19 cases and trends and related pandemic challenges including clinical recovery planning and clinical staffing. Dr. Smith also provided an update on UHN’s Vaccination Policy and the decision to adopt a policy that requires all employees, physicians, contractors, learners, and volunteers to be fully vaccinated or to have an approved exemption.

2.3 UHN Mandatory Vaccination Policy – Board Endorsement

Following Dr. Smith’s report, the Board of Trustees expressed unanimous support for UHN’s Mandatory Vaccination Policy and requested that an ad-hoc, special resolution be tabled to demonstrate the Board’s formal endorsement of the Policy. The following resolution was passed:

Whereas the UHN Board of Trustees (the “Board”) is committed to taking all reasonable steps to protect UHN’s patients and staff as consistent with the Board’s legal responsibilities and mandate;

Be it resolved that the Board strongly endorses and approves UHN’s mandatory vaccination policy as presented, in line with the following considerations:

- *The World Health Organization declared COVID-19 a pandemic virus on March 11, 2020, since which time there have been over 219,000,000 cases of COVID-19 infection worldwide and over 4.5 M deaths;*
- *In Ontario to date, there have been over 570,000 cases of COVID-19 infection and over 9500 deaths;*
- *The increasing prevalence of the Delta variant of concern globally and within Ontario, which has increased transmissibility and disease severity as compared to previous COVID-19 virus strains, presents an immediate risk to patients within UHN who are among the most acutely ill and medically complex in Ontario and indeed Canada, and therefore more susceptible to infection and severe outcomes from COVID-19;*
- *Ontario's Chief Medical Officer of Health has now opined that there exists or may exist an immediate risk to the health of persons anywhere in Ontario from COVID-19 and has accordingly directed UHN to develop, implement and ensure compliance with a COVID-19 vaccination policy, effective September 7, 2021, such policy to protect healthcare workers, patients and healthcare system capacity; and*
- *UHN recognizes the importance of vaccination for staff, physicians, volunteers, learners and contractors to reduce the risk of serious infection and transmission of infection to co-workers and UHN patients, and therefore recommends that the Board approve a mandatory COVID-19 vaccination policy that requires all individuals coming on site to be fully vaccinated by October 22, 2021 or have an approved medical contraindication or approved human rights exemption pursuant to Ontario's Human Rights Code.*

2.4 Quality & Safety Committee

2.4.1 Quality & Safety Committee Report

Dr. Ross Baker, Chair of the Quality and Safety Committee of the Board, provided an update on matters overseen by the Quality & Safety Committee, as pre-circulated in the meeting package. The following was noted:

- In response to direction from Ontario Health effective April 12, UHN had ramped down scheduled care to free up critical care capacity. UHN managed to maintain a higher level of scheduled activity in Wave 3 than in Wave 1 to meet the needs of patients; however, UHN still experienced growth in surgical backlog as efforts were directed to urgent/emergent only level of scheduled activity.
- The flow of learners entering the workforce is critically important. The pause of clinical placements during the pandemic has impacted the number of new health professionals entering practice, with shortages in nurses, respiratory therapists and perfusionists. This continues to be a risk in focus for UHN.

2.4.2 Medical Advisory Committee Report

Dr. Patricia Murphy, Chair of the Medical Advisory Committee (MAC), provided the Board an update on matters overseen by the Medical Advisory Committee, as pre-circulated in the meeting package. The following was noted:

- The UHN Mandatory Vaccination Policy was unanimously approved by the MAC at their September 2, 2021 meeting.

- The roll out of the I-PASS tool initiative is a priority for all physicians during the month of September. This tool
- Booster 3rd vaccinations for UHN immunocompromised populations (transplant and active cancer treatment).
- The Interim MD Wellness lead was appointed to Dr. Louise Harris.
- Root Cause Analysis of safety event established best practice around COVID screening for transplant donors.
- 3,280 surgical cases backlog (23% oncology, 26% orthopedic, 19% plastics, 14% general surgery).
- Delays in oncology care due to pandemic adversely affect outcomes for UHN/PMH patients.
- TeamUHN has been responding to the COVID-19 pandemic for over 17 months, and Wave 4 of the pandemic combined with a ramp-up of activity in addition to the Synapse project adds to existing pressures.

2.5 Finance & Audit Committee

2.5.1 Chief Financial Officer's Report

Ms. Darlene Dasent, Vice President & Chief Financial Officer (CFO), provided an overview of the CFO Report, as pre-circulated in the meeting package. The following was noted:

- The 2021-25 Finance Strategy was finalized and booklets have been printed for distribution. A digital copy of the booklet is available upon request.

2.5.2 Q1 Performance and Financial Statements

Ms. Dasent provided an overview of financial performance for the three months ended June 30, 2021, as pre-circulated in the meeting package. The following was noted:

- The Q1 financial results are on track – \$1.0 M margin. As at June 30, 2021, the working capital ratio of 0.80 was in line with the HSAA target and there is sufficient cash on hand to service operating needs and obligations.
- Although funding risks for the fiscal year ending March 31, 2021 were fully mitigated through a series of letters received from the Ministry, funding risk remains a concern for 2021/22 regarding funding to mitigate operating, inflationary, and COVID-19 pressures.
- UHN received our initial 2021/22 funding allocation letter providing net new non-targeted funding of \$14.3 M which is not sufficient to cover compensation and other inflationary pressures.
- A memo received from the Assistant Deputy Minister confirms that COVID-19 expenditures will be reimbursed until June 30, 2021, although; going forward, the current Ministry direction is that most COVID-19 costs for the remainder of the year will no longer be funded. Ministry funding is insufficient to cover inflationary

pressures. The anticipated incremental costs expected to continue past the current pandemic have not been addressed in the funding announcements to date. These costs include enhanced Infection Prevention and Control processes, increased usage of personal protective equipment and enhanced housekeeping and physical distancing measures.

The Board approved the financial statements for the three months ended June 30, 2021:

***Whereas** the Finance & Audit Committee has reviewed and approved the Financial Statements for the three months ended June 30, 2021 and recommends approval of same by the UHN Board of Trustees;*

***Be it resolved that** the UHN Board of Trustees approves the Financial Statements for the three months ended June 30, 2021, as presented.*

2.5.3 Master Plan Update

Ms. Rebecca Repa, Executive Vice President, Clinical Support and Performance provided an update on the Master Plan, as pre-circulated in the meeting package. Ms. Rebecca Repa provided an update on the key strategic projects in the Master Plan; 2021 – 2026. The following key strategic projects under the Master Plan; 2021-2026 was noted:

- Toronto Western (TW) Patient Tower
- Transplant Expansion
- Stem Cell II – Cancer Care and Enabling Works
- Proton Beam Therapy Facility and Elizabeth St Expansion
- Lakeside 2 and UHN Parkdale Health Community

Comprehensive updates on these projects were shared with the Real Estate and Capital Strategy Committee and the Finance and Audit Committee in August and September 2021.

2.5.4 Health Information System (Synapse) Project Update

Ms. Sarah Muttit, Vice President and Chief Information Officer provided an update on the Synapse Project, as pre-circulated in the meeting package. The following summary status of the project was noted:

- The project remains on schedule as Phase 1 (Workflow Walkthrough & System Configuration) finished and Phase 2 (User & System Readiness) started in August 2021.
- Phase 1 concluded with 87% completion of an expected 100% of system configuration tasks, with remaining work carrying forward into the next phase.
- Epic's rating of the project's status since February 2021 has held steady, at "watch".
- Top risks include organizational capacity and timely execution of complex technical activities, including interfaces to and data conversions from third party systems.
- From a financial perspective, the project remains on budget with no contingency draws.

3.0 OTHER BUSINESS

3.1 In-Camera Meeting

The Board entered into an in-Camera meeting.

3.2 Next Meeting

The next meeting of the Board is scheduled to take place on Wednesday November 17, 2021 at 12:00 PM.

3.3 Termination

There being no further business, the meeting was terminated at 2:00 p.m.



Mr. Brian Porter
Chair, Board of Trustees
University Health Network

September 15, 2021

Date