

**MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS OF SUNNYBROOK HEALTH SCIENCES CENTRE (SHSC) HELD ON MONDAY, JUNE 10, 2019 AT 5:10 P.M. IN THE ACADEMY OF MEDICINE ROOM, VAUGHAN ESTATE, ESTATES OF SUNNYBROOK.**

**Chair:** Mr. Tom Flynn

**Directors:**

Mr. S. Beatty  
Mr. D. Lang  
Ms. H. Short  
Mr. S. Tile

Mr. S. Diamond  
Ms. L. Mantia  
Dr. A. Smith  
Ms. M. Tory

Ms. D. Duncan  
Sr. Anne Norman  
Ms. R. Taggar

**Regrets:**

Dr. J. Bodley  
Dr. S. Grigoriadis

Dr. J. Charles  
Ms. H. Hayward

Mr. R. Davloor  
Dr. T. Young

**By Invitation:**

Mr. C. DuHamel  
Dr. M. Julius  
Ms. A. Welch

Ms. T. Hueper  
Mr. S. Mariofiti  
Ms. K. Winter

Mr. D. Gerson  
Ms. C. Rosebrugh  
Mr. M. Young

**1.0 CALL TO ORDER – ORGANIZATIONAL SESSION**

Mr. Flynn, Chair, noting a quorum present, called the Organizational Meeting of the Sunnybrook Board of Directors to order at 5:10 p.m.

**1.1 APPROVAL OF AGENDA**

The Chair requested approval of the agenda as pre-circulated. So moved by Ms. Tory and seconded by Mr. Beatty.

**The Agenda was approved as circulated.**

**2.0 BOARD BUSINESS**

**2.1 GOVERNANCE & NOMINATING COMMITTEE**

On behalf of the Governance and Nominating Committee of the Board, Mr. Tile presented the following for approval by the Board of Directors of Sunnybrook Health Sciences Centre. The Committee met on May 8, 2019 and a copy of the report was pre-circulated and appended to the agenda portfolio for information.

**2.1.1 Appointment of Chair of the Board of Directors**

On behalf of the Governance & Nominating Committee, Mr. Tile recommended to the Board of Directors of Sunnybrook Health Sciences Centre that Mr. Thomas E. Flynn be appointed Chair of the Board of Directors for a one-year term ending at the AGM in June 2020.

So moved by Mr. Tile and seconded by Ms. Duncan.

**MOTION:** Upon MOTION duly made by Mr. Tile and SECONDED by Ms. Duncan, IT WAS RESOLVED THAT the Board of Directors of Sunnybrook Health Sciences Centre hereby appoint Mr. Thomas E. Flynn Chair of the Board of Directors for a one-year term ending at the AGM in June 2020.

**CARRIED.**

### **2.1.2 Appointment and Re-appointment of Community and Foundation Members**

On behalf of the Governance & Nominating Committee, Mr. Tile recommended to the Board of Directors of Sunnybrook Health Sciences Centre that the following Community Members and Foundation Representatives on Board Committees be appointed/re-appointed for a one-year term ending at the AGM in June 2020.

<b>Quality &amp; The Patient Experience:</b>	Rosemary McLeese (Foundation Rep.) Steven Golick
<b>Finance &amp; Common Audit:</b>	Cliff Rand (Foundation Rep.) David Leslie
<b>Common Investment:</b>	Len Racioppo (Chair) Gordon Love (Foundation Rep.) Nancy MacKellar Greg Thompson Alexandra von Schroeter Poul Winslow
<b>Common Marketing &amp; Communications:</b>	Phillip Crawley (Foundation Rep.) Carey Diamond (Foundation Rep.) Janet MacPhail (Foundation Rep.) Dr. Alan Middleton Marcia Pearlman
<b>Education &amp; Human Resources:</b>	Dr. Lynda Probyn (U. of T. Rep.)
<b>Capital Projects Building:</b>	Fred Waks (Foundation Rep.) Michael Yorke Blake Goldring

So moved by Mr. Tile and seconded by Ms. Short.

The Chair opened the floor for discussion, following which he called the question on the motion.

**MOTION:** Upon MOTION duly made by Mr. Tile and SECONDED by Ms. Short, IT WAS RESOLVED THAT the Board of Directors of Sunnybrook Health Sciences Centre hereby appoint/re-appoint the above named Community Members and Foundation Representatives to Board Committees for a one-year term ending at the AGM in June 2020.

**CARRIED.**

## **2.2 APPOINTMENT OF OFFICERS**

Mr. Flynn presented the following resolution for approval by the Board of Directors of Sunnybrook Health Sciences Centre, a copy of which was pre-circulated and appended to the agenda portfolio.

Upon MOTION duly made by Mr. Flynn and SECONDED by Ms. Duncan, BE IT RESOLVED THAT:

1. The following individuals be re-appointed to the offices set out next to their names to hold office for a term expiring at the Annual General Meeting of the Corporation to be held in 2020:

President & Chief Executive Officer	- Dr. Andy Smith
EVP Programs, Chief Medical Executive	- Dr. Dan Cass
EVP, Chief Administrative Executive	- Michael Young
EVP, Chief Nursing & Health Professions Executive	- Ru Taggar
Vice President & Chief Financial Officer	- Alison Welch
Secretary of the Board	- Trudy Hueper

2. Following the re-appointment of the foregoing persons, the Officers of the Corporation shall be as follows:

Chair	- Thomas E. Flynn
President & Chief Executive Officer	- Dr. Andy Smith
EVP Programs, Chief Medical Executive	- Dr. Dan Cass
EVP, Administrative Executive	- Michael Young
EVP, Chief Nursing & Health Professions Executive	- Ru Taggar
Vice President & Chief Financial Officer	- Alison Welch
Secretary of the Board	- Trudy Hueper

CARRIED.

### 3.0 IN-CAMERA SESSION (without Management)

Members of Management were excused and an additional in-camera (Board only) session followed.

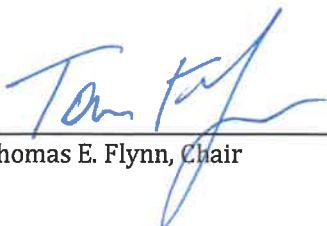
### 4.0 NEXT MEETING


The next Organizational Meeting of the Board of Directors of Sunnybrook Health Sciences Centre is scheduled to take place on Monday, June 8, 2020.

### 5.0 TERMINATION OF MEETING

There being no further business, the Chair called for a motion to terminate the Organizational Meeting of the Board of Directors of Sunnybrook Health Sciences Centre at 5:25 p.m. So moved by Mr. Diamond and seconded by Ms. Duncan.

MEETING TERMINATED.

  
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Thomas E. Flynn, Chair

  
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Trudy Hueper, Secretary