

MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS OF SUNNYBROOK HEALTH SCIENCES CENTRE (SHSC) HELD ON MONDAY, JUNE 11, 2018 AT 6:00 P.M. IN THE ACADEMY OF MEDICINE ROOM, VAUGHAN ESTATE, ESTATES OF SUNNYBROOK.

Chair: Mr. Blake Goldring

Directors:

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

Mr. R. Davloor
Mr. T. Flynn
Ms. L. Mantia
Dr. A. Smith
Ms. M. Tory

Mr. S. Diamond
Ms. H. Hayward
Sr. Anne Norman
Ms. R. Taggar
Dr. T. Young

Regrets:

Dr. J. Bodley

Dr. J. Charles

Dr. S. Symons

By Invitation:

Dr. J. Dellandrea
Dr. M. Julius
Ms. M. Reddick
Mr. M. Young

Dr. C. DuHamel
Mr. S. Marafioti
Ms. C. Rosebrugh

Ms. T. Hueper
Mr. M. Moffat
Ms. A. Welch

1.0 CALL TO ORDER – ORGANIZATIONAL SESSION

Mr. Goldring, Chair, noting a quorum present, called the Organizational Meeting of the Sunnybrook Board of Directors to order at 6:00 p.m.

1.1 APPROVAL OF AGENDA

The Chair requested approval of the agenda as pre-circulated. So moved by Ms. Hayward and seconded by Sister Anne.

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, Ms. Hayward presented the following for approval by the Board of Directors of Sunnybrook Health Sciences Centre. The Committee met on May 22, 2018 and a copy of the reports 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, Ms. Hayward recommended to the Board of Directors of Sunnybrook Health Sciences Centre that Mr. Blake Goldring be appointed Chair of the Board of Directors for a one-year term ending at the AGM in June 2019.

So moved by Ms. Hayward and seconded by Ms. Duncan.

MOTION: Upon MOTION duly made by Ms. Hayward and SECONDED by Ms. Duncan, IT WAS RESOLVED THAT the Board of Directors of Sunnybrook Health Sciences Centre hereby appoint Mr. Blake Goldring Chair of the Board of Directors for a one-year term ending at the AGM in June 2019.

CARRIED.

2.1.2 Appointment of Chair-Elect of the Board of Directors

On behalf of the Governance & Nominating Committee, Ms. Hayward recommended to the Board of Directors of Sunnybrook Health Sciences Centre that Mr. Thomas Flynn be appointed Chair-Elect of the Board of Directors of Sunnybrook Health Sciences Centre for a one-year term ending at the AGM in 2019.

So moved by Ms. Hayward and seconded by Ms. Short.

MOTION: Upon MOTION duly made by Ms. Hayward and SECONDED by Ms. Short, IT WAS RESOLVED THAT the Board of Directors of Sunnybrook Health Sciences Centre hereby appoint Mr. Thomas Flynn Chair-Elect of the Board of Directors of Sunnybrook Health Sciences Centre for a one-year term ending at the AGM in 2019.

CARRIED.

2.1.3 Appointment and Re-appointment of Community and Foundation Members

On behalf of the Governance & Nominating Committee, Ms. Hayward 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 2019.

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|------------------------------------|--|
| Quality Committee: | Ms. Rosemary McLeese (Foundation Rep.) Dr. Barry F. Brown Mr. Steven Golick (Patient Family Advisory Council Rep.) |
| Business & Human Resources: | Mr. David Leslie |
| Common Investment: | Mr. Gerry Connor Mr. Gordon Love Ms. Nancy MacKellar Mr. Douglas Mahaffy Mr. Len Racioppo Mr. Greg Thompson Mr. Poul Winslow |
| Common Marketing & Communications: | Mr. Phillip Crawley (Foundation Rep.) Mr. Carey Diamond (Foundation Rep.) Dr. Alan Middleton Ms. Marcia Pearlman |
| Common Education & Research: | Dr. Lynda Probyn (U. of T. Rep) |
| Capital Project Building: | Mr. Fred Waks (Foundation Rep.) Mr. Michael Yorke |

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

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

MOTION: Upon MOTION duly made by Ms. Hayward and SECONDED by Mr. Tile, IT WAS RESOLVED THAT the Board of Directors of Sunnybrook Health Sciences Centre hereby appoint/re-appoint the following Community Members and Foundation Representatives to Board Committees for a one-year term ending at the AGM in June 2019.

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| Quality | Ms. Rosemary McLeese (Foundation Rep.) Dr. Barry F. Brown Mr. Steven Golick |
| Business & Human Resources | Mr. David Leslie |
| Common Investment | Mr. Gerry Connor Mr. Gordon Love Ms. Nancy MacKellar Mr. Douglas Mahaffy Mr. Len Racioppo Mr. Greg Thompson Mr. Poul Winslow |
| Common Marketing & Communications | Mr. Phillip Crawley (Foundation Rep.) Mr. Carey Diamond (Foundation Rep.) Dr. Alan Middleton Ms. Marcia Pearlman |
| Common Education & Research | Dr. Lynda Probyn (U. of T. Rep) |
| Capital Project Building | Mr. Fred Waks (Foundation Rep.) Mr. Michael Yorke |

CARRIED.

2.2 APPOINTMENT OF OFFICERS

Mr. Goldring 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. Goldring and SECONDED by Ms. Hayward, 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 2018:

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|--|-------------------------|
| 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:

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|--|----------------------------|
| Chair | - Blake C. Goldring |
| 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

MOTION 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 10, 2019.

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 6:15 p.m. So moved by Mr. Diamond and seconded by Ms. Duncan.

MEETING TERMINATED.



Blake C. Goldring, Chair



Trudy Hueper, Secretary