

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF SUNNYBROOK HEALTH SCIENCES CENTRE (SHSC) HELD ON TUESDAY, DECEMBER 8, 2009 AT 3:00 P.M. IN THE ACADEMY OF MEDICINE ROOM AT THE VAUGHAN ESTATE, SUNNYBROOK CAMPUS.

Chair: Mr. David Leslie, Chair

Directors:

Mr. D. Agnew	Mr. M. Appel	Ms. A. Bowman
Ms. T. Brown	Mr. P. Crawley	Mr. R. Dale
Mr. C. Diamond	Ms. P. Griffith-Jones	Dr. D. Guyatt
Mr. J. D. A. Jackson (phone)	Dr. C. Idestrup	Ms. E. Martin
Dr. B. McLellan	Ms. Malen Ng	Dr. D. Riegert
Ms. S. Scace	Mr. W. Squibb (phone)	Ms. M. Visser
Mr. F. Wagner		

Regrets:

Dr. A. Levitt
Dr. C. Whiteside

By Invitation: (in addition to members of the public)

Mr. C. DuHamel	Mr. K. Goldthorp	Ms. T. Hueper
Dr. M. Julius	Mr. S. Marafioti	Dr. P. Poldre
Ms. M. Reddick	Dr. K. Rose	Dr. S. VanDeVelde-Coke
Mr. M. Young		

1.0 CALL TO ORDER – OPEN SESSION

Mr. Leslie, Chair, noting a quorum present, called the open meeting of the Sunnybrook Board of Directors to order at 3:00 p.m.

1.1 APPROVAL OF AGENDA

The Chair requested approval of the agenda as pre-circulated.

The Agenda was approved as circulated.

1.2 APPROVAL OF MINUTES

1.2.1 Minutes of Meeting of SHSC Board – October 21, 2009

The Chair requested approval of the minutes of the meeting of the Sunnybrook Board of Directors held on Wednesday, October 21, 2009. A copy of the minutes was pre-circulated and appended to the agenda package.

MOTION: Upon MOTION duly made by Mr. Agnew and SECONDED by Ms. Brown IT WAS RESOLVED THAT the Minutes of the meeting of the Board of Directors of Sunnybrook Health Sciences Centre held on Wednesday, October 21, 2009 are hereby approved as pre-circulated.

CARRIED.

2.0 REPORT OF THE CHAIR

Resignation of Mr. Robert Dale

Mr. Leslie reported that the December 8th meeting of the Sunnybrook Board of Directors will be Bob Dale's last meeting as a Director. Mr. Dale has agreed to continue as Chair of the Veterans Advisory Committee.

On behalf of the Board of Directors, Mr. Leslie thanked Mr. Dale for his many contributions to Sunnybrook and to the Hospital Board of Directors. Mr. Dale will be suitably recognized at the Board's annual recognition dinner in June 2010.

Annual Appeal

Mr. Leslie reminded the Directors that this is the time of year for the Sunnybrook Foundation's annual Board appeal.

3.0 REPORT OF THE CEO

3.1 DECEMBER 2009 REPORT

A copy of the December 2009 Report of the CEO was pre-circulated and appended to the agenda package. Dr. McLellan highlighted the following items arising out of his Report.

Sunnybrook Research Institute – CFI Research Hospital Fund Facilities Construction

Dr. McLellan reported that bi-weekly meetings including scientists and the architects are coming to a close with the completion of detailed design drawings. The designs provide the basis for the preparation of the formal tender for construction work. This is intended to be issued in spring 2010 with construction fit-out work commencing in July 2010 (and expected completion by the end of 2011).

Dr. McLellan further reported that the M-Wing shell may be completed ahead of schedule. This would enable the fit-out work to commence and be completed earlier. A revised construction estimate projects the overall cost to be within the budget finalized with CFI.

H1N1

Dr. McLellan reported that, in keeping with the organization's pandemic plan, key indicators (i.e. number of critical care patients with H1N1, number of H1N1 admissions, etc.) are being tracked on a daily basis. To date there has been only a slight increase in the number of patients being seen in the ED with influenza-like symptoms and a total of three patients have been admitted to the critical care unit with a confirmed H1N1 diagnosis. Dr. McLellan indicated that the Hospital had a well organized H1N1 vaccination program for all staff and is currently offering the H1N1 vaccinations to its higher risk and longer term patients. Concern has been expressed by some Infectious Disease experts that we may see a third wave of H1N1 in the spring.

Women & Babies Program

Dr. McLellan reported that September 12th, 2010 is the official move date for the Women & Babies Program.

The Chair thanked Dr. McLellan for his update and opened the floor for any questions.

BOARD BUSINESS

4.0 DECISION ITEM

4.1 GOVERNANCE & NOMINATING COMMITTEE

Administrative By-Law Number 5

Mr. Agnew presented the following motion on behalf of the Governance and Nominating Committee. Seconded by Mr. Jackson.

BE IT ENACTED as a by-law, being Administrative By-Law Number 5 of the Corporation as follows:

Section 9.2 of Administrative By-Law Number 4 of the Corporation is hereby amended to delete the existing Section 9.2(d) and to substitute therefor the following:

President and CEO – The President and CEO shall, subject to the authority of the Board, be charged with the day-to-day management and supervision of the affairs and operations of the Corporation and shall perform such other duties as are prescribed by the Board from time to time. The President and CEO shall be an ex-officio Director. The President and CEO shall also, unless the Board determines it to be inappropriate (having regard to the specific mandate of the committee), be an ex-officio member of all committees of the Board. For greater certainty, in his capacity as an ex-officio Director and Board committee member, the President and CEO shall have full voting rights.

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

MOTION: Upon MOTION duly made by Mr. Agnew and SECONDED by Mr. Jackson, IT WAS RESOLVED THAT the Board of Directors hereby accept the recommendation brought forward by the Governance & Nominating Committee and approve Administrative By-Law Number 5, a by-law amending Section 9.2 (d) of Administrative By-Law Number 4 as pre-circulated.

CARRIED.

Mr. Leslie reported that Administrative By-Law Number 5 will be presented to the Members of the Corporation for approval.

CONSENT AGENDA

5.0 REPORT OF COMMITTEES

Reports were received and pre-circulated with the agenda package from the following Committees of the Board.

- Academic & Patient Care
- Business & Human Resources – Reports from October & November meetings
- Common Marketing & Communications
- Governance & Nominating
- Veterans Advisory
- Medical Advisory – Reports from October & November meetings

The Chair opened the floor for any questions of the Committee Chairs on the Consent Agenda.

Business & Human Resources Committee:

Financial Reporting:

The Board received and reviewed the operating statements for the months ending September 30 and October 31, 2009.

6.0 INFORMATION ITEMS

The following information items were received and appended to the Agenda package.

- 6.1 Sunnybrook News
- 6.2 Holland Musculoskeletal Program News
- 6.3 Hours Matter Newsletter
- 6.4 Media Reports
- 6.5 Letters of Appreciation
- 6.6 OHA Executive Reports for November

7.0 OTHER BUSINESS

7.1 POST MEETING EVALUATION FORM

The Chair reminded Board members to complete the post meeting evaluation form appended to the agenda package.

8.0 NEXT MEETING

The next meeting of the Board of Directors of Sunnybrook Health Sciences Centre will be held on **Thursday, February 4, 2010 at 3:00 p.m.** in the Academy of Medicine Room at the Vaughan Estate.

9.0 TERMINATION OF MEETING

There being no further business, the Chair called for a motion to terminate the open session of the Sunnybrook Board of Directors at 3:15 p.m. So moved by Mr. Agnew and seconded by Ms. Martin.

CARRIED.

David A. Leslie, Chair

Trudy Hueper, Secretary