

UNIVERSITY HEALTH NETWORK

BOARD OF TRUSTEES

*Wednesday 20 March 2002, 3:00 p.m.
Corporate Board Room, Toronto General Hospital*

Present: Anthony Fell, *Chair*
Dyanne Affonso
Robert J. Birgeneau
Bruce R. Birmingham
David A. Brown
Carl Cardella
Tom R. Closson
Wilfred DeMajo
Bryce Douglas
Fredrik S. Eaton (By Conference Call)
George Enns
Mary Ferguson-Paré
R-J Gilbert
Amy Go
Laurie S. Hicks
Donald Lenz
Tom Long
John A. MacNaughton (By Conference Call)
Eileen A. Mercier
John P. Mulvihill
Heather Munroe-Blum
C. David Naylor
Gerald O'Leary
Philip S. Orsino
Courtney Pratt (By Conference Call)
Bob Rae
Sandra Rotman
Jordan G. Sullivan
Terrence J. Sullivan
Pamela Wallin

Ruth Gopaul, *Recording Secretary*

Regrets:
Geoffrey Beattie
W. Edmund Clark
Peter Crossgrove
Steven K. Hudson
Richard W. Ivey
Pierre Lassonde
Peter Munk
Jeremy F. G. Sturgeon

1.0 Minutes of Previous Meeting

Upon motion duly made by Mr. Bryce Douglas, seconded by Mr. Tom Long, and carried, the minutes of the meeting held on 20 February 2002 were approved.

2.0 Chair's Report

2.1 Governance Task Force

Mr. D. Brown referred to the Executive Summary and recommendations made by the Governance Task Force, which was presented to the Board at the January meeting. Mr. Brown reported that the task force has met since that time to consider suggestions made by Mr. F. Fell that we modify the recommendations to expand the UHN Board to include the Dean of Medicine or his designate and the chairs of the three community advisory committees (CAC). After deliberation, the committee agreed that it would be advisable to allocate one position on the board for a representative of the University of Toronto. The representative would be fill one of the 14 independent positions, preserving the total number of members at 19. This representative will be ex-officio in the sense that he or she will become a member of the board by virtue of his or her office at the University but should have full participation and voting rights as a trustee of UHN.

The committee did not agree, however, with Mr. F. Fell's suggestion that representatives of the CACs should have a place on the board. As most of the issues considered by the CACs relate to operational concerns rather than the broader policy and governance issues, which confront the board, it was agreed that there is a valuable role for the CACs as advisors to the Chief Operating Officers of each hospital site.

A motion from Mr. D. Brown, seconded by Mr. B. Douglas, was put forward to approve the recommendations from the Governance Task Force report.

Mr. Fell opened the floor for comments and input from board members. After a lengthy discussion, an amendment to the above motion made by Mr. P. Orsino, seconded by Mr. G. Enns, and carried, to increase the board compensation to 20, which will include 2 representatives from the University of Toronto.

Upon motion duly made by Mr. D. Brown, seconded by Mr. B. Douglas, and carried the task force recommendations were approved.

Mr. Fell thanked Mr. D. Brown and the members of the task force on behalf of the Board for the valuable work done on such a timely basis.

The task force recommendations will be implemented over the next few months and finalized at the Annual General Meeting on 12 September 2002.

3.0 Chief Executive Officer's Report

Precirculated for members' information was the President's Report, attached to the original of these minutes. **(Appendix A)**

3.1 UHN Achievements on Key Corporate Objectives – 2001/2002

Mr. T. Closson presented the key corporate objectives for the fiscal year 2001/2002.

3.2 Amgen

Dr. C. Paige spoke about the Institutional relationship with Amgen Research Institute, Canada and its parent company Amgen Inc. Thousand Oaks, California.

4.0 Princess Margaret Hospital Foundation

Precirculated for members' information was a report from the Princess Margaret Hospital Foundation, attached to the original of these minutes. **(Appendix B)**

5.0 Toronto General & Western Hospital Foundation

Mr. B. Douglas circulated copies of the March issue of "Foundation Circuit" for the Board's information. **(Appendix C)** He also reported that a gift of \$1.5 M has been generously given by Mr. B. Wright to the AARC foundation.

6.0 Committees

6.1 Finance and Audit Committee,

Precirculated for members' information were the minutes of the meeting held on 5 March 2002, a copy of which is attached to the original of these minutes **(Appendix D)**.

Upon motion duly made by Mr. P. Orsino, seconded by Mr. G. Enns, and carried, the minutes of the meeting held on 5 March 2002 were accepted.

6.1.1 2002/2003 Budget

The key concepts of the 2002/2003 Budget were presented for the board's review. A 3-year recovery plan has been developed with budget reductions of \$16.0 in 2002/2003. As a result, the 2002/2003 budget is being presented with a \$20.2 M deficit.

Upon motion duly made by Mr. P. Orsino, seconded by Ms. E. Mercier, and carried, the 2002/2003 budget was approved.

6.1.2 Financial Statements,

Precirculated for members' information were the financial statements for the period ended 31 January 2002, a copy of which is attached to the original of these minutes **(Appendix E)**.

On a motion by Mr. P. Orsino, seconded by Mr. B. Douglas, and carried, the January 2002 financial statements were accepted.

6.2 Medical Advisory Committee, 7 February 2002

Precirculated for members' information were the minutes of the Medical Advisory Committee meeting held on 7 February 2002, copies of which are attached to the original of these minutes. **(Appendix F)**

Upon motion made by Dr. C. Cardella, seconded by Mr. D. Brown and carried, the minutes of the Medical Advisory Committee held on 7 February 2002 were approved.

6.2.1 Medical Staff Appointments

Precirculated for members' information were the medical staff appointments for February 2002, a copy of which are attached to the original of these minutes. **(Appendix G)**

Upon motion made by Dr. C. Cardella, seconded by Mr. P. Orsino and carried, the medical staff appointments for February 2002 were approved.

7.0 Other *Caring Together*

Precirculated for members' information were several issues of *Caring Together*.

8.0 Date of Next Meeting

The Board of Trustees will meet next on 17 April 2002 at 3:00 P.M. in the Corporate Board Room at Toronto General Hospital.

9.0 In Camera Meeting

10.0 Termination

There being no further business, the meeting terminated.

Anthony Fell, Chair

