

## **SUMMARY OF THE BOARD OF DIRECTORS**

Meeting held on November 25, 2025

At 1530 hours, D1 118 and Teams

### **1.0 EDUCATION SESSION: HOSPITAL CYBERSECURITY BRIEFING**

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Co-lead of BLG's (Borden Ladner Gervais LLP) national cyber security practice joined the Board meeting to provide Hospital Cybersecurity update and shared that cybersecurity risks are high and rising and the purpose of this education session is to provide an overview of board's role and best practices for board oversight. The foundational role of the board was described to include adequate board education through orientation programs and annual development sessions as well as establishing clear roles and responsibilities for cyber security risk management making sure that cyber security management framework is communicated to those with responsibilities. In the event of a cyber security incident, the board should be notified immediately but at the same time the board shouldn't be in the way of critical response activities. Threat briefing was outlined next including overview of situations when business email is compromised, financial impact and reputational risks were discussed.

### **2.0 WELCOME & INTRODUCTION**

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The Chair called the meeting to order at 1600H and started the meeting with Land Acknowledgement. It was confirmed that there was a quorum. The Chair asked whether there were any conflicts and no new conflicts were declared.

### **3.0 APPROVAL OF PREVIOUS MINUTES**

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The minutes from the Board meetings held on September 16, 2025 were approved as pre-circulated.

### **4.0 UPDATE FROM BOARD CHAIR**

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#### **4.1. Update from Board Chair**

The Chair provided a high level overview of agenda items brought forward for discussion and approval. She shared that she attended the TAHSN Board Chairs meeting at CAMH which included a tour of CAMH and was followed by very constructive round table discussions. Next TAHSN Board Chair meeting will be held at Humber River Hospital with the tour of their Command Centre.

#### **4.2. CEO Report**

The President and CEO of MGH/TEHN highlighted some items from the CEO Report which was submitted with the agenda package. It was shared that the hospital is well into the surge season and a comprehensive surge plan has been developed and fully activated. It was also reiterated that MGH has been awarded the 2026 Canada's Most Admired Corporate Culture Award and being awards recipient for 10 years since 2016, the hospital has been placed in the Canada's Most Admired Corporate Culture Hall of Fame. The demolition of the legacy buildings is nearing completion and it is expected to be done on time and on budget. Landscaping and new Coxwell Entrance are anticipated to be completed in spring 2026.

#### **4.3. Update from Performance Monitoring & Quality Committee**

Chair of the Performance Monitoring and Quality Committee shared that the Committee met the previous week and had a very robust In camera discussion. At the meeting the quality scorecard was presented which is a relatively new tool and it seems to be working while clinicians find it very useful. Also at the meeting HIROC

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presented their annual report including MGH's 10 year liability and claim loss ratios, HIROC extended overall compliments on transparent, healthy and proactive reporting process at the hospital.

### **5.0 ITEMS REQUIRING APPROVAL**

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#### **5.1. Finance & Audit Committee Update**

##### **5.1.1 Approval of Public Reporting of Expense Claim Information**

Chair of the Finance & Audit Committee, referred to the briefing note pre-circulated with the agenda package and reminded the Board that all hospitals are required to publicly post eligible expense claims for certain individuals and requested a motion as per the pre-circulated materials.

##### **5.1.2 Financial Dashboard**

The financial dashboard was presented next. It was shared that the hospital is experiencing operational pressures. It was noted that we haven't received incremental funding for unbudgeted volumes. Leadership will continue to monitor the situation and apply for additional funding. Further discussion pertaining to the FY2027 budget will be brought forward to the Board at the January 2026 meeting.

#### **5.2. Governance & Human Resources Committee Update**

##### **5.2.1 Approval of the Communication Plan**

Chair of the Governance & Human Resources Committee referred to the pre-circulated briefing note and reiterated that as part of the Accreditation process it was identified that the hospital didn't have an up-to-date enterprise communication and stakeholder relations plan. Therefore the new plan has been developed and will be presented by the CEO.

The CEO shared that a number of touch point meetings were held during summer with hospital leaders and other key stakeholders and great feedback was received to indicate where the hospital is excelling as well as areas of improvement. It was reiterated that the purpose of the Communication Plan is to create the framework that supports the MGH Strategic Plan for 2025-2035. The plan is very comprehensive and proactive with focus on telling our story.

#### **5.3. MAC Decision Items: MAC Recommendations for Medical Professional Staff Appointments**

A Briefing Note pertaining to Medical Advisory Committee decision items was pre-circulated with the Agenda Package.

The Chief of Staff and VP Academics referred to the Briefing Note referred to the pre-circulated briefing note with the MAC decision items and assured the Board that all the clinicians whose appointment is brought forward for approval met the appointment criteria. It was noted that the pre-circulated recommendations are from the October 14 and November 11 meetings of the Medical Advisory Committee, and include regular new staff appointments, appointment of several new Division Heads and leave of absence as indicated in the briefing note.

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It was also noted that it was proposed to develop four divisions within the Department of Mental Health and Substance Use.

### 6.0 DISCUSSION ITEMS

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#### 6.1. Update from Chief of Staff

The Chief of Staff and VP Academics, referred to her report submitted as part of the agenda package and highlighted a couple of items from the report. An update on Hospital on Call Coverage (HOCC) was provided. It was shared that OMA-MOH negotiating team could not reach a joint consensus on burden-based HOCC funding and the process has been escalated to the Negotiation Task Force by the arbitrator, therefore the decisions will be further delayed by this outcome. The first meeting of the Research and Education Board Committee was held on October 16, 2025. A high level overview of the physician wellness initiatives was also provided and it was noted that our Emergency Department in particular has been using available resources to implement these valuable clinician wellness initiatives.

### 7.0 CONSENT

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The Consent items were presented for information and included:

#### 7.1. Report from the Governance & Human Resources Committee

A briefing note with the Governance & HR Committee update was pre-circulated with the agenda package.

#### 7.2. Report from the Finance & Audit Committee

A briefing note with the Finance & Audit Committee update was pre-circulated with the agenda package.

#### 7.3. Report from the Infrastructure & Capital Projects Committee

A briefing note with the Infrastructure & Capital Projects Committee update was pre-circulated with the agenda package.

#### 7.4. Report from the Research & Education Committee

A briefing note with the Infrastructure & Capital Projects Committee update was pre-circulated with the agenda package.

#### 7.5. Report from the Board of MGH Foundation

The November 2025 report from the Board of MGH Foundation was pre-circulated with the agenda package.

#### 7.6. Volunteer Services Update

The October 2025 Volunteer Services newsletter was pre-circulated with the agenda package.

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**8.0 MEETING WITHOUT MANAGEMENT (ELECTED DIRECTORS ONLY)**

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An in-camera meeting was held by the elected directors.

**9.0 CONCLUSION**

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There being no further business to discuss, the meeting was concluded at 1755 hours.

Date of the next meeting: January 27, 2026.

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Catriona Read, Chair

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Olga Grigorovskaya, Recorder