

SUMMARY OF THE BOARD OF DIRECTORS

Meeting held on September 22, 2020

At 1200 hours via Zoom

1.0 WELCOME & INTRODUCTION

John Tobin, Chair of the Board of Directors, welcomed members and invited guests to the meeting and called the meeting to order at 1200H. It was confirmed that there was a quorum. J. Tobin asked whether there were any conflicts and none were declared.

2.0 APPROVAL OF PREVIOUS MINUTES

The minutes from the Board meetings held on June 23, 2020 were approved as pre-circulated.

3.0 DISCUSSION ITEMS

3.1. Update from Board Chair

John Tobin made a few introductory comments, outlined the structure of the meeting and provided an overview of the agenda items brought forward for discussion and approval. J. Tobin advised the Board that on the initiative of Katherine Henderson, Chair of the Governance Committee, members of the Executive Committee will be joining regular calls of Board Chair, Vice Chair and CEO on a monthly basis so that the Board leadership can stay better connected. J. Tobin introduced a new ex officio Board member, Dr Mary Anne Aarts who became Vice President of the Medical Staff Association effective September 2020. New Administrative Residents, Olivia Ng and Shima Nassif were also introduced to the Board. J. Tobin also announced that this was the last Board meeting for Irene Andress, VP Professional Practice, Patient Experience, Chief Nursing Executive, thanked her for all her hard work and dedication as well as contribution to the Board.

3.2. COVID-19 Update

Dr. Jeff Powis, Medical Director, Infection Prevention and Control, joined the Board meeting and provided a high level overview of the current situation with the COVID-19 pandemic and noted that summer was good time to assess how clinicians are handling pandemic related challenges while maintaining high standards of safety and quality of care. Dr Powis shared hospital dashboards and diagrams advising the Board that the hospital is currently experiencing high number of admission, and due to immense pressure on lab and assessment centre, the turnaround time for test results is increasing. Dr Powis noted that hospital clinicians do their best to make sure that vulnerable population in the community gets adequate support and answered the questions raised by the Board.

3.3. CEO Update

Sarah Downey, President and CEO of Michael Garron Hospital / Toronto East Health Network, referred to her report pre-circulated with the agenda package and provided a high level update regarding changes in organizational leadership. S. Downey also shared with the Board that as at September 24, 2020 she will be formally approved as Chair of the Board of Directors of the Ontario Hospital Association.

3.4. Chief of Staff Update

Dr. Ian Fraser, Chief of Staff, highlighted a couple of items from his report to the Board which was pre-circulated as part of the agenda package and shared with the Board that hospital clinicians believe they are well prepared for the second wave of COVID-19 as well as influenza season. Dr Fraser provided a high level overview with regards to

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succession planning and leadership transitioning and noted that he is greatly impressed with the quality of applications for a number of medical leadership positions and the depth of talent of the new generation of medical leaders. The interviews to fill in medical leadership vacancies are on the way.

3.5. Update on Board Recruitment Process

In the absence of Robert McGuire, Chair of the Nominating Committee, John Tobin provided a high level update with regards to the Board recruitment process and shared with meeting participants that for the first time the hospital Board of Directors and the MGH Foundation Board combined efforts to fill vacancies and ensure the Board reflects the diversity of the community we serve.

3.6. Update on Chief of Staff Search and External Review

In the absence of Robert McGuire, Chair of the COS Search Committee, John Tobin provided a high level overview of the Chief of Staff search process and shared with the Board that Dr Tim Rutledge, President and CEO of Unity Health, will conduct an external review, he will be at the hospital on October 2 and 5, 2020.

4.0 ITEMS REQUIRING APPROVAL

4.1. Finance & Audit Committee Update

4.1.1 Approval of the Parking Garage Agreement

A Briefing Note pertaining to the approval of the parking garage license agreement with Unit Park (hospital's parking operator) was pre-circulated with the agenda package. Catriona Read, Chair of the Finance & Audit Committee, referred to the Briefing Note and shared with the Board that this item was brought forward for discussion at the recent meeting of Finance & Audit Committee. F & A Committee members agreed that a significant progress has been made in negotiations with Unit Park and recommended to the Board to approve for the hospital to enter the agreement. C. Read asked directors if they had any questions and requested a motion as per the pre-circulated Briefing Note.

4.1.2 Update on the Financial Position

A Briefing Note with regards to the update on MGH financial position and review of financial statements was pre-circulated with the agenda package. C. Read referred to the pre-circulated meeting materials and provided a high level financial update including the impact of COVID-19 on hospital financial position.

4.1.3 Local Share Plan Update

A Briefing Note pertaining to the Local Share Plan Update was pre-circulated with the agenda package. C. Read referred to the briefing note and asked S. Chow, VP Corporate Support and CFO, to provide an overview of the local share plan situation.

4.2. Governance Committee Update

4.2.1 Approval of the Board Goals

A Briefing Note with regards to Board goals for 2020-2021 Board year was pre-circulated with the agenda package. In the absence of Katherine Henderson, Chair of the Governance Committee, Wolf Klassen, Vice President, Program Support, provided an overview of the proposed Board goals for 2020-2021 Board year, asked

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meeting participants whether they had any questions and requested a motion to approve the proposed Board goals.

4.2.2 Approval of the Revised Signing Authority Policy

A Briefing Note pertaining to the approval of the revised signing authority Board policy together with the draft policy were pre-circulated with the agenda package. W. Klassen referred to the pre-circulated materials and shared with the Board that the purpose of the revision is to align the previously approved administrative policy with the Board policy on signing authority.

4.2.3 Approval of the 2020-2021 Organizational Priorities

A Briefing Note on the 2020-2021 Organizational Priorities was pre-circulated with the agenda package. W. Klassen noted that the Governance Committee and hospital leadership conducted the review of the Strategic Plan and identified hospital's priorities for 2020-2021.

4.2.4 Board Evaluation Results

The update from the Governance Committee included an overview of Board Evaluation results discussed at the Committee meeting in detail. Directors were requested to connect with Board Chair if they have any concerns with regards to how the Board operates.

4.2.5 Accreditation Update

A Briefing Note with accreditation update and Board Education handbook were pre-circulated with the agenda package. W. Klassen reiterated that the Governance Table Top interview with Accreditation Canada surveyors is scheduled for November 24 at 3 pm before the regular Board meeting. Accreditation Board Education Handbook is the document that provides all the information the Board will need to prepare for this session.

4.3. Redevelopment Project Update

A Briefing Note on the Redevelopment Project Update was pre-circulated with the agenda package. In the absence of Doug Farley, Chair of the Redevelopment Committee, John Tobin, Chair of the Board of Directors, provided a high level overview of the redevelopment project status and asked David Cunic, Vice President, Redevelopment, to outline Master Planning process and bring forward the request for Board approval required for the pre-capital submission to the Ministry of Health. Directors were also reminded that the joint Foundation and Hospital Board retreat will follow the regular Board meeting and will be dedicated to strategic visioning for the master planning process.

4.4. Performance Monitoring and Quality Committee – Critical Incident Report

A Briefing Note pertaining to the critical incident reports was pre-circulated with the agenda package. On a request of Andrew Steele, Chair of the Performance Monitoring and Quality Committee, Dr. Ian Fraser, Chief of Staff, provided an overview of the two critical incidents as well as action plan to be completed by respective leadership.

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4.5. MAC Decision Items: MAC Recommendations for Medical Professional Staff Appointments

Dr. Ian Fraser referred to the pre-circulated briefing note, assured the Board that the credentials of the physicians brought forward for approval have been thoroughly checked and requested a motion to approve the appointments as listed in the briefing note, as well as leave of absence and recommendation of the MAC to create the Division of Thoracic Surgery.

5.0 CONSENT

The Consent items were presented for information and included:

5.1. Report from the Performance Monitoring and Quality Committee

A Briefing Note with the Performance Monitoring and Quality Committee update was pre-circulated with the agenda package.

5.2. Report from the Governance Committee

A Briefing Note with the Governance Committee update was pre-circulated with the agenda package.

5.3. Report from the Board of MGH Foundation

The Foundation Board Report was pre-circulated with the agenda package.

6.0 MEETING WITHOUT MANAGEMENT (ELECTED DIRECTORS ONLY)

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

7.0 CONCLUSION

There being no further business to discuss, the meeting was concluded at 1345 hours.

Date of future meetings: November 24, 2020.

John Tobin, Chair

Olga Grigorovskaya, Recorder