

ATTENDEES:

(P) Linda Franklin	(P) Susan Britton Payne	(P) Pardeep Singh Gill	(P) Winston Young
(P) Elsa Cabral	(P) Michael Torrance	(R) Dr. Frank Martino	(P) Dr. Greg Rutledge
(P) Ricco Bhasin	(P) Stuart Johnston	(P) Manny Satija	(P) Dr. Prashant Phalpher
(P) Mark Beckles	(R) Tiziana Rivera	(P) Connie Stefankiewicz	(P) Dr. Yasir Karani
(R) Chris Loreto			

GUEST(S):

Laurie Cabanas (Resource)	Florine Lobo	Cara Francis	Kelly Kimens
Ken Mayhew	Deepak Sharma	Saleem Chattergoon	Nikita Thakkar
Jane deLacy	Andrea Spencer (Optimus)		

1.0 CALL TO ORDER & REPORT OF THE CHAIR

The Chair welcomed everyone to the virtual meeting. The meeting was called to order once quorum was achieved. No declarations of conflict were made. The Chair asked management to share condolences on behalf of the Board of Directors with Dr. Frank Martino who is unable to join the meeting as he is on bereavement leave.

The agenda was tabled for approval; there were no additions or revisions to the agenda.

MOVED, Seconded

That the agenda be approved – CARRIED.

The Chair highlighted the following educational sessions that the Board may wish to attend; anyone interested was asked to contact the Osler Board Office to register.

- o Patient Experience Week Speaker Series (Apr 30, May 2)
- o HIROC Workshop on Cybersecurity in Healthcare (May 15)

Board members were encouraged to attend the upcoming Going Beyond Awards & Gala on May 9, 2024, which is a celebration that recognizes Osler staff, physicians and volunteers for their contributions over the past year. The Board of Directors will be presenting the Kay Blair Community Service Award to this year's winner.

The Chair reminded Board members of the Ethical Decision-Making Framework that was included in the package for reference, which guides decision-making.

2.0 CONSENT AGENDA

The Consent Agenda was tabled for approval. The Chair noted a minor correction to the minutes – Jane deLacy was present at the meeting and will be added to the list of guests. There were no other changes to the Consent Agenda.

2.1 Previous Minutes (Mar. 27, 2024)

2.2 Board Annual Work Plan

2.3 MAC Resolutions (Apr. 10, 2024) and Minutes (Mar. 13, 2024)

2.4 Health Services & Quality Committee Minutes (Mar. 6, 2024)

2.5 Governance & Human Resources Committee Minutes (Feb. 8, 2024 and Mar. 11, 2024)

MOVED, Seconded

That the items listed within the Consent Agenda be approved as amended – CARRIED.

3.0 MANAGEMENT REPORTS

3.1 Report of the President and CEO

A written report was provided by the President and CEO as part of the pre-circulated materials. The Chair invited questions from the Board which other members of the management team would address if possible. Questions that required direct responses from Dr. Martino could be raised at the next Board of Directors meeting. There were no questions about the CEO Report.

3.2 Report of the Chief of Staff

The Chief of Staff provided brief remarks to supplement the report that was pre-circulated to the Board. His update elaborated on the accreditation process for the School of Medicine recognizing that it hasn't been established yet. Dr. Rutledge clarified that the accreditation focuses on the framework, which includes the review of existing curriculum and the satellite sites in anticipation of the inaugural program. The Chief of Staff also provided a brief update on the development of York University's School of Medicine, highlighting that Osler will be continuing to solidify and establish relationships with government and system stakeholders in the months ahead. The Chair thanked the Chief of Staff for the report.

4.0 COMMITTEE CHAIR REPORTS

4.1 Health Services & Quality Committee

The Committee Chair provided a brief verbal report to supplement the pre-circulated materials, which reflect discussions from the April 10, 2024 Committee meeting. The focus of the report was on the Central West Ontario Health Team (OHT) update and its new strategic plan. Board members shared that it was helpful to receive the background documents and suggested that the Central West OHT be included as part of the orientation provided to the Board of Directors at the beginning of the next cycle, including its intersection with the home and community care legislation.

4.2 Governance & Human Resources Committee

The Committee Chair provided a brief verbal report to supplement the pre-circulated materials, which reflect the discussions from the April 11, 2024 meeting. The focus of the report was on the 'Best Practices for Board Oversight of the Chief Executive Officer and Chief of Staff' document that was shared with the Board of Directors for discussion. Board members had an opportunity to ask clarification questions, including whether or not the Board of Directors were able to obtain legal counsel independent of William Osler Health System. The Committee Chair confirmed that the Board does have the flexibility to obtain legal counsel independently. Overall, Board members were comfortable with the tone and framing of the Best Practices for Board Oversight of the Chief Executive Officer and Chief of Staff.

MOVED, Seconded

That the Board of Directors approve the guideline 'Best Practices for Board Oversight of the Chief Executive Officer and Chief of Staff' as recommended by the Governance & Human Resources Committee – CARRIED.

5.0 STRATEGIC PLAN DEVELOPMENT

The members of the Strategy team and Optimus SBR joined the meeting. Management introduced members of Osler's Strategy team as well as Andrea Spencer from Optimus SBR, the firm retained to support Osler's strategic planning development process. Management provided the Board of Directors with an update on the work completed so far as well as the engagement that the Board of Directors has had throughout the process. Board members acknowledged the various opportunities that management has provided to provide input and direction on the development of the next strategic plan for William Osler Health System. In addition, Board members provided positive feedback to management on the extensive stakeholder engagement that has been conducted to date and expressed confidence that the strategic planning process has been comprehensive, robust and inclusive of broad and diverse perspectives. Overall, the Board was comfortable with the update provided and will be prepared to discuss approval of the final strategic plan in May. Management thanked the Board for the valuable input provided during the discussion.

The members of the Strategy team and Optimus SBR left the meeting.

6.0 IN-CAMERA SESSION

The Board of Directors moved to an In-Camera Session.

MOVED, Seconded

That the Board of Directors move to an In-Camera Session - CARRIED.

7.0 ADJOURNMENT

The Chair thanked everyone for their active engagement and terminated the meeting. The next meeting will be held virtually on May 29, 2024.

MOVED, Seconded

That the meeting be terminated – CARRIED.
