

**Attendees:**

(P) Pardeep Singh Gill	(P) Susan Britton Payne	(R) Nolan Bederman	(P) Winston Young
(P) Elsa Cabral	(P) Michael Torrance	(P) Dr. Frank Martino	(P) Dr. Greg Rutledge
(P) Ricco Bhasin	(P) Melissa Carvalho	(P) Manny Satija	(P) Dr. Prashant Phalpher
(P) Ben D'Souza	(P) Tiziana Rivera	(R) Connie Stefankiewicz	(P) Dr. Yasir Karani
(P) Chris Loreto	(P) Linda Franklin	(P) Dr. Victor Ng	

**Guests:**

Laurie Cabanas	Kiki Ferrari	Florine Lobo	Cara Francis
Kelly Kimens	Ken Mayhew	Cathy Renaud	Tony Raso
Kathy Frlan (Resource)	Sarbjit Dheri	Marco Deiana	

**1.0 Call to Order**

The Chair welcomed everyone to the virtual meeting. The meeting was called to order once quorum was achieved.

1.1 Declaration of Conflicts

No declarations of conflict were made.

1.2 Approval of Agenda

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

**Moved, seconded**

***That the agenda be approved as presented – CARRIED.***

1.3 Report of the Chair

The Chair highlighted priorities for the Board, including strengthening patient engagement, improving cultural sensitivity in care and supporting organizational values through the Living in Vision initiative. He noted that several of these items would be expanded upon by other members and management throughout the meeting.

1.4 Ethical Decision-Making Framework

The Chair reminded Board members of the Ethical Decision-Making Framework that was included in the package for reference, which provides a standardized approach when making decisions particularly when ethical issues arise.

**2.0 Consent Agenda**

The Consent Agenda was tabled for approval. There were no changes to the Consent Agenda.

- 2.1 Board of Directors Meeting Minutes (September 25, 2024)
- 2.2 Annual Board of Directors Work Plan (2024-25)
- 2.3 MAC Resolutions (October 9, 2024) and MAC Minutes (September 11, 2024)
- 2.4 Health Services & Quality Committee Minutes (September 11, 2024)
- 2.5 Governance & HR Committee Minutes (September 17, 2024)

2.6 Resources & Audit Committee Minutes (September 12, 2024)

2.7 Executive Committee Minutes (September 17, 2024)

**Moved, seconded**

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

### **3.0 Management Reports**

#### **3.1 Report of the President and CEO**

The President and CEO provided brief remarks to supplement the written materials that were pre-circulated to the Board. He focused on the organization's progress and alignment with the Strategic Plan 2024-2029: *Going Beyond for our people and communities* and expressed gratitude for the Board's support in launching the plan. The initial response from staff and community partners has been overwhelmingly positive and has fostered a sense of shared purpose across the organization.

The President & CEO shared a brief update of recent community engagement efforts, specifically those aimed at strengthening relationships with culturally diverse groups. He highlighted ongoing discussions with representatives from the Sikh community as part of the organization's commitment to fostering trust and improving culturally sensitive care practices. He shared that management is actively implementing policy changes and training enhancements to address the needs and concerns of these communities in a meaningful way. In addition, Dr. Martino discussed the progress of key advocacy initiatives to support the development of the new Peel Memorial Hospital and the construction of a new Cancer Centre. These projects are vital to meeting the health care demands of the growing community and Dr. Martino expressed optimism regarding recent feedback from government stakeholders, who recognize the critical importance of these developments. The organization is preparing for continued discussions with these stakeholders to secure the necessary support for these projects.

Finally, the Board of Directors was informed about a generous donation that was received by the Osler Foundation recently; it is the second largest gift received in Osler's history and a testament to the support for Osler within the community. Board members congratulated Ken Mayhew, President & CEO of Osler Foundation as well as Osler's management team for the collective efforts to raise funds for Osler. The Chair thanked the President and CEO for the 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. The update highlighted recent advancements in physician engagement and academic integration within the organization. The update included the positive initial results from the recent physician engagement survey, which showed an improved response rate compared to the last survey. The Chief of Staff emphasized that the results reflect a growing sense of involvement among physicians and a commitment to enhancing workplace satisfaction and collaborative culture within the medical staff. He noted that further efforts will be made to encourage participation in the survey to gain a more comprehensive understanding of physician perspectives and needs.

Additionally, the Chief of Staff updated the Board on the organization's progress in its academic journey, particularly through its affiliation with Toronto Metropolitan University (TMU). He reported that an increasing number of Osler physicians are taking on faculty roles at TMU's School of Medicine, marking a significant step

forward in the organization's academic mission and further solidifying its role as a leader in health care education and research. The Chair thanked the Chief of Staff for the report.

Michael Torrance joined the meeting.

### 3.3 Patient Voice

Management introduced a new item, Patient Voice, which will be a new element of Board of Directors meetings moving forward. Patient Voice, which will be a quarterly agenda item, underscores the organization's commitment to embedding patient perspectives in all aspects of care including at the governance level. Management emphasized that the Patient Voice topics intend to build on Osler's existing initiatives to elevate patient perspectives such as the Patient & Family Advisory Council. The presentations will highlight themes that are emerging among Osler's patient compliments/complaints and where possible, include direct patient feedback. Management noted that these initiatives align with the organization's mission of delivering people-centered care and that the Osler team continues to strengthen its focus on fostering a culture of humility and cultural sensitivity within the organization. Board members expressed appreciation for the presentation and had an opportunity to share their perspectives on specific aspects of the patient voice that would be valuable to highlight for the Board. Management thanked Board members for their insights. The next Patient Voice presentation will take place at the November meeting. The Chair thanked the EVP and Chief Clinical Officer for the presentation.

## **4.0 Committee Chair Reports**

### 4.1 Resource & Audit Committee

The Committee Chair, Winston Young, provided brief verbal remarks to introduce the report which was pre-circulated to the Board. The Board was presented with the recommendation from the Committee confirming the outcome of the Request for Qualifications ("RFQ") evaluation process and approval of the release of the Request for Proposals (the "RFP") for the William Osler Health System – Peel Memorial Phase II Redevelopment Project using the Progressive Design Build with target price delivery model (the "Project"). Board members discussed the timeline for Phase 2 completion and any potential delays impacting project milestones as well as the contingency plans in place should there be construction or supply chain disruptions. Management addressed these concerns by affirming that the timeline remains on track, with funding largely secured and outlined contingency measures to mitigate any unforeseen disruptions in the project's progression.

### **Whereas:**

- ***Ontario Infrastructure and Lands Corporation ("Infrastructure Ontario"), has issued to the market the RFQ for the Project on May 29, 2024; and***
- ***Osler and Infrastructure Ontario, have jointly evaluated the Prequalification Submissions (as defined in the RFQ) and reached consensus on the results according to the evaluation framework established for the RFQ to select the following Applicants (as defined in the RFQ) to be identified as Pre-Qualified Proponents (as defined in the RFP) for the RFP: Multiplex Construction Canada, Progress Peel Health Solutions, Pomerleau Healthcare Partners, EllisDon Corporation.***

**Be It Resolved That:**

- ***The Board of Directors of William Osler Health System accept the results of the RFQ evaluation process and approve the release of the RFP for the Project using a Progressive Design-Build with target price delivery model to the Pre-Qualified Proponents (as defined in the RFP), being Multiplex Construction Canada, Progress Peel Health Solutions, Pomerleau Healthcare Partners, EllisDon Corporation, subject to prior approval by the Ministry of Health (“MOH”) and Infrastructure Ontario Board of Directors.***
- ***In the event of any withdrawal, a reserve applicant may be selected to be one of the shortlisted proponents, these being Bird Design-Build Construction Inc. and PCL Constructors Inc.***

**CARRIED**

The Board of Directors was provided with a brief update on the progress of the Hospital Information System (HIS) initiative. Board members had an opportunity to ask clarification questions about the negotiations underway and the outstanding issues that need to be resolved to come to an agreement. Management addressed the questions and committed to providing an update following the meeting between Osler’s CEO and Epic’s CEO. Board members thanked management for the update and acknowledged the expertise of David Stankiewicz, Chair thanked Winston for the report. Ben D’Souza, David Stankiewicz and Florine Lobo left the meeting.

**4.2 Governance & Human Resources Committee**

The Committee Chair, Ricco Bhasin, provided brief verbal remarks to introduce the report which was pre-circulated to the Board. Linda Franklin and Elsa Cabral declared a conflict for this portion of the discussion and abstained from the discussion and voting. The Committee recommended changes to the Officers of the Board of Directors for 2024-25. There were no questions or concerns about the proposed changes.

**Moved, seconded**

***That the Board of Directors approve the changes to the Officers of the Board of Directors for 2024-25 as recommended by the Governance & Human Resources Committee:***

- **1st Vice Chair – Elsa Cabral**
- **2nd Vice Chair and Past Chair – Linda Franklin**

**CARRIED**

The Committee recommended one-year Committee appointments to ensure that the Committees had the right mix of skills as well as capacity to meet their respective mandates. Elsa Cabral declared a conflict for this portion of the discussion and abstained from the discussion and voting. There were no questions or concerns about the recommended appointments.

**Moved, seconded**

***That the Board of Directors approve the following one-year Committee appointments as recommended by the Governance & Human Resources Committee:***

- **Corey Jordan, Health Services & Quality Committee**
- **Elsa Cabral, Governance & Human Resources Committee**

**CARRIED**

The Board was also presented with one-year Committee Chair appointments. Manny Satija and Elsa Cabral declared a conflict for this portion of the discussion and abstained from the discussion and voting. There were no questions or concerns about the recommended appointments.

**Moved, seconded**

***That the Board of Directors approve the following one-year Committee Chair appointments as recommended by the Governance & Human Resources Committee:***

- **Governance & Human Resources Committee: Elsa Cabral**
- **Health Services & Quality Committee: Manny Satija**

**CARRIED**

The Committee discussed the Q1/Q2 Enterprise Risk Management Report 2024-25, which highlights risks, mitigation strategies and action plans related to Culture and Wellness Capital Risks. There were no questions or concerns about the information presented.

Finally, the Board was presented with changes to the Whistleblower Policy and Procedure and discussed how the revisions would ensure greater anonymity and protection for individuals reporting concerns without fear and retaliation. Management assured the Board that the enhancements to confidentiality protocols and new safeguards designed to protect whistleblowers align with best practices and will foster a more transparent and safer reporting environment. Overall, the Board was supportive of the proposed revisions and endorsed the document as recommended by the Committee.

**Moved, seconded**

***That the Board of Directors endorse the changes to the Whistleblower Policy and Procedure as presented – CARRIED.***

**4.3 Health Services & Quality Committee**

The Committee Chair, Elsa Cabral, provided brief verbal remarks to introduce the report which was pre-circulated to the Board. Board members had an opportunity to ask for clarification regarding recurring critical incident trends and the actions being taken to address them. Management provided clarity by outlining targeted strategies, including enhanced staff training and process improvements to mitigate these incidents and ensure a safer patient environment. The Chair thanked Elsa for the report.

**Moved, seconded**

***That the Health Services & Quality Committee accept the Q1 Critical Incident Report (2024-25) as presented – CARRIED.***

**5.0 Acknowledgements**

The Board expressed gratitude to Ricco Bhasin, who is stepping down from his role on the Board of Directors after seven years of dedicated service. The Chair highlighted Ricco's significant contributions, particularly his leadership on the Governance & Human Resources Committee and his instrumental role in developing the affiliation agreement between William Osler Health System and Toronto Metropolitan University. The Board thanked Ricco for his impactful work and commitment to the organization's mission, wishing him well in his future endeavors. Ricco Bhasin and Victor Ng 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 Termination of Meeting**

The Chair thanked everyone for their active engagement and terminated the meeting.

**Moved, seconded**

***That the Board of Directors meeting be terminated – CARRIED.***

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