

Attendees:

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

Guests:

| | | | |
|--------------------|---------------------|--------------|------------------------|
| Laurie Cabanas | Kiki Ferrari | Florine Lobo | Cara Francis |
| Kelly Kimens | Ken Mayhew | Cathy Renaud | Kathy Frlan (Resource) |
| Richard Simm, KPMG | Saloni Kochar, KPMG | | |

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 welcomed Board members and provided key updates on recent achievements, ongoing initiatives, and upcoming milestones. A significant highlight was the recognition of Dr. Frank Martino and Ken Mayhew, who were honoured with the King Charles III Coronation Medal for their outstanding contributions to healthcare and the community. Their leadership and advocacy have been instrumental in advancing Osler’s mission and strengthening regional healthcare services. The Chair briefly discussed upcoming events related to Peel Memorial 100, encouraging Board members to attend the milestone events as they are available.

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 (January 29, 2025)

2.2 Annual Board of Directors Work Plan (2024-25)

2.3 MAC Resolutions (February 12, 2025) and MAC Minutes (January 16, 2025)

- 2.4 Health Services & Quality Committee Minutes (January 15, 2025)
- 2.5 Governance & HR Committee Minutes (January 13, 2025)
- 2.6 Resources & Audit Committee Minutes (January 17, 2025)
- 2.7 Executive Committee Minutes (January 21, 2025)

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 provided an update on key priorities, recent developments, and ongoing initiatives impacting Osler. He highlighted the leadership of Osler's Black Excellence Network in fostering diversity and inclusion, noting that this year's Black History Month celebrations included the Honorable Jean Augustine. The event reinforced Osler's commitment to equity in healthcare and acknowledged the ongoing contributions of Black professionals across the organization. Dr. Martino recognized the frontline staff involved in the exceptional handling of the recent aviation emergency at Toronto Pearson Airport. The swift coordination of Osler's emergency teams ensured high-quality care, reinforcing the organization's reputation as a regional leader in emergency medicine.

In response to Board Members' interest in the broader economic instability and trade policy concerns, Dr. Martino discussed the potential US trade tariffs on medical supplies and ongoing efforts to mitigate supply chain risks. Osler is proactively working with government and supply chain partners to ensure continuity of critical medical supplies, with proactive warehousing strategies in place to safeguard against disruptions. These efforts align with Osler's broader financial sustainability strategy, ensuring preparedness in the face of economic uncertainty. Dr. Martino also highlighted Osler's upcoming feature on CBC's Metro Morning, which will be broadcast live from Brampton Civic's Emergency Department. The segment will provide a behind-the-scenes look at Osler's post-pandemic recovery, spotlighting the resilience of frontline staff and innovations in emergency care. The Board expressed its appreciation for the report and the ongoing efforts to strengthen Osler's impact within the healthcare system.

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. A highlight was the appointment of Dr. Patel as the new Medical Lead of Wellness, who will play a key role in change management and physician support. This appointment is part of Osler's broader effort to strengthen physician leadership and ensure a structured, sustainable approach to wellness. The Chief of Staff emphasized the impact of Osler's physician engagement survey and the importance of ongoing dialogue with the medical staff about improving engagement in the time ahead. Efforts to expand medical leadership roles continue to ensure physicians have a strong voice in hospital-wide-decision-making at Osler remains focused on enhancing wellness initiatives to better support physician well-being, work-life balance, and retention. These efforts are integral to sustaining a positive workplace culture and ensuring continued excellence in patient care. The Chair thanked the Chief of Staff for the report.

4.0 Committee Chair Reports

4.1 Resources & Audit Committee

Cathy Renaud, VP, Facilities, Operations and Capital Development, Richard Simm Partner at KPMG and Saloni Kochar, Associate VP at KPMG joined the meeting.

The Committee Chair, Winston Young, provided brief remarks to support the pre-circulated report. He provided an update on Osler's Q3 financial performance, confirming that the organization remains in a stable financial position despite ongoing fiscal challenges across the healthcare sector in Ontario. This stability underscores the importance of proactive financial management in navigating economic pressures. Board members were invited to discuss any concerns or questions regarding the statements before proceeding with approval. There were no other questions or concerns.

Moved, seconded

That the Board of Directors approve the Q3 Financial Statements for William Osler Health System as recommended by the Resources & Audit Committee – CARRIED.

The Committee Chair provided a brief update on the financing of the Hospital Information System which management was able to secure over the past few weeks. Richard Simm provided some brief highlights about the terms, advantages and long-term benefits of the financing strategy. Board members thanked management for the diligence over the past several weeks to secure the funding. Richard Simm and Saloni Kochar left the meeting.

Additionally, the Committee Chair provided a brief overview of the award of construction and identification of Amico Infrastructure Inc. as the successful bidder for submission to the Ministry of Health. He emphasized that this marks a key milestone in Osler's capital planning and infrastructure development. The selection process was rigorous and competitive, ensuring that the project aligns with Osler's strategic priorities, cost efficiencies, and quality standards. Board members discussed the number and calibre of bidders to gain a better understanding of how they meet Osler's criteria for cost-effectiveness, feasibility, and project success. Overall, the Board was confident that the procurement process was comprehensive and did not have concerns about proceeding.

Moved, seconded

That the Board of Directors approve the submission of the Stage 3 Award of Construction and identification of Amico Infrastructure Inc. as the successful bidder to the Ministry of Health, as recommended by the Resources & Audit Committee – CARRIED.

Cathy Renaud left the meeting.

4.2 Health Services & Quality Committee

Committee Member Connie Stefankiewicz presented the Health Services & Quality Committee Chair's Report on behalf of the Committee Chair. She provided an update on the Q3 Quality Improvement Plan (QIP) Progress Report, focusing on key performance indicators, targets, and monitoring efforts. Key areas of focus included Alternate Level of Care (ALC) rates and fall prevention measures noting that there are ongoing efforts to reduce ALC rates through improved discharge planning and stronger community partnerships, ensuring timely transitions of care. Fall prevention also remains a priority, with strategies aimed at enhancing patient safety,

increasing staff awareness, and reducing incidents. A brief discussion took place regarding the Board's commitment to 100% participation in the Equity, Diversity and Inclusion Foundations Education and the importance of compliance with the targets that the Board set for itself. The Board Chair expressed appreciation for Connie's leadership in presenting the report and commended management's continued efforts in advancing patient safety and quality improvements. There were no questions or concerns.

4.3 Governance & Human Resources Committee

The Committee Chair provided brief remarks in support of the pre-circulated report, focusing on accreditation readiness, the mock survey process, and the Nominations Committee. Board members were encouraged to actively participate in the process to support accreditation efforts. The Nominations Committee update highlighted the ongoing Board and Community Member recruitment process, emphasizing the need to attract highly qualified and diverse candidates to strengthen governance, ensure leadership continuity, and maintain effective oversight. There were no questions or concerns.

5.0 Governing Body Assessment

The Chair allocated time during the meeting for Board members to complete the Governing Body Assessment as part of the Accreditation Canada Governance Standards.

6.0 EDI Foundations Education Post-Assessment

The Chair allocated time during the meeting for Board members to complete the EDI Foundations Education Post-Assessment.

7.0 In-Camera Session

The Committee moved into an In-Camera Session.

Moved, seconded

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

8.0 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.
