

Minutes of The Hospital for Sick Children Board of Trustees' Annual General Meeting held on Thursday, June 16, 2016 at 5:15 p.m. at The Hospital for Sick Children, Toronto, Ontario.

Present:	Present:	Regrets:
Ms. R. Patten, Chair	Ms. C. Reicin	Mr. D. Guloien
Mr. S. Marwah, Vice-Chair	Mr. R. Weese	Mr. D. McKay
Dr. M. Apkon	Ms. K. Taylor	Mr. L. Scott
Mr. A. Khanna*	Mr. A. Sheiner	
Mr. T. Penner	Mr. R. Prichard*	
Mr. S. Smith	Ms. G. O'Brien	
Dr. T. Sullivan	Mr. S. Rafi	
Mr. J. Natale	Ms. K. Delaney	
Dr. P. Laussen	Ms. C. Duboc*	
Ms. J. Van Clieaf	Dr. C. De Souza	
Ms. S. Younker, Corp. Secretary	Mr. I. Rotenberg	

By Invitation:	By Invitation:	Regrets:
Dr. D. Daneman	Ms. M. Evans	Dr. S. Zlotkin
Ms. L. Harrison	Ms. M. Monk	Dr. M. Salter
Mr. T. Garrard	Mr. J. Mainland	Ms. P. Hubley
Ms. S. O'Dowd		Dr. L. Huang
		Dr. C. Caldarone

** attended via telephone*

Ms. Sharon Younker, Corporate Secretary, confirmed that notice of the meeting had been duly sent to all Trustees and that a quorum was present in person or by phone, all in accordance with the Hospital's by-laws. Accordingly, Ms. Rose Patten, Chair of the Board, declared that the meeting was properly constituted and called the meeting to order.

CHAIRS REMARKS

Ms. Patten welcomed members to the meeting and reviewed the agenda for the annual meeting. Ms. Patten referred members to the Board of Trustees' Goals and Objectives and outlined the significant progress has been made by the Board during the past year. Ms. Patten congratulated both the Trustees and management of a very successful year.

CONSENT AGENDA

Ms. Patten requested approval of the Consent Agenda Items under Agenda Item #2, confirming that there were no related questions. A motion was requested for the approval of Item #2 as distributed in the Annual Meeting Package.

MOTION:

NOW THEREFORE, UPON MOTION duly made, seconded and unanimously carried, IT WAS RESOLVED:

AGENDA ITEM 2.1 APPROVAL OF MINUTES

That the minutes of the Annual Meeting of the Board of Trustees held on June 18, 2015 as appended in agenda item #2.1, be approved.

AGENDA ITEM 2.2

APPROVAL OF BOARD DELEGATION OF AUTHORITY

That the Board Delegation of Authority be approved as appended in agenda item #2.2.

AGENDA ITEM 2.3

ANNUAL APPOINTMENTS

APPOINTMENTS OF NEW TRUSTEES

That John Sullivan be appointed to the Board of Trustees for a term of 3 years to June, 2019.

That Meric Gertler be appointed to the Board of Trustees for a term of 3 years to June, 2019.

REAPPOINTMENT OF TRUSTEES

That Claire Duboc be appointed to a second term of 4 years to June, 2020.

That Dr. Terrance Sullivan be appointed to a second term of 4 years to June, 2020.

That Timothy Penner be appointed to a second term of 4 years to June, 2020.

CROSS APPOINTMENTS FROM SICKKIDS FOUNDATION

That Kathleen Taylor be reappointed as ex-officio Trustee to the Board of Trustees for a 1 year term to June 2017.

That Gail O'Brien be appointed as ex-officio Trustee to the Board of Trustees for a 1 year term to June 2017.

ANNUAL CROSS APPOINTMENT OF TRUSTEES TO SICKKIDS' FOUNDATION BOARD OF DIRECTORS

That in accordance with The Hospital for Sick Children and SickKids Foundation's Collaborative Governance Model, Rose Patten, Ajit Khanna and Dr. Michael Apkon be reappointed to the SickKids Foundation Board of Directors as The Hospital for Sick Children appointed Board member for 2016/17.

ANNUAL APPOINTMENT OF BOARD OF TRUSTEES

A by-law made pursuant to Article 2, Section 2.01 of the Hospital By-law, that the number of elected trustees be fixed at **19 independent and 6 ex-officio** Trustees until changed by the Board in accordance with that section.

Independent Trustees

Rose Patten
Catherine Delaney
Claire Duboc
Meric Gertler
Donald Guloien
Ajit Khanna
David McKay
Sarabjit Marwah
Joseph Natale
Timothy Penner
Robert Prichard
Saäd Rafi
Cheryl Reicin
Irwin Rotenberg
Lawrence Scott
Andrew Sheiner
John Sullivan
Dr. Terrence Sullivan
Robert Weese

Ex-Officio Trustees

President & Chief Executive Officer – Dr. Michael Apkon
Chair, Medical Advisory Committee – Dr. Peter Laussen
President, Medical Staff Association – Dr. Claire De Souza
Chief Nurse Executive – Judy Van Clieaf
Chair, Sick Kids Foundation – Kathleen Taylor
SickKids' Foundation Director – Gail O'Brien

AGENDA ITEM 2.4 ANNUAL ELECTIONS OF OFFICERS & APPOINTMENT OF CORPORATE SECRETARY

The election of the officers of The Hospital for Sick Children for the ensuing year or until his or her successor is duly elected or appointed

Rose Patten, Chair
Sarabjit Marwah, Vice Chair
Dr. Michael Apkon, President & Chief Executive Officer

and

That Sharon Younker be appointed the Corporate Secretary.

AGENDA ITEM 2.5 APPOINTMENT OF BOARD COMMITTEES & CHAIRS

That the proposed Board Committee structure for the period June 16, 2016 to June 22, 2017 and the named Chairs of the Committees be approved as appended in agenda item #2.5.

AGENDA ITEM 2.6 RE-APPOINTMENT RECOMMENDATIONS OF MEDICAL, DENTAL & SCIENTIFIC STAFF

That the recommended appointment of the 2016/2017 Medical, Dental and Scientific Staff, be approved as appended in agenda item #2.6.

AGENDA ITEM 2.7 ANNUAL APPOINTMENT OF MEDICAL ADVISORY COMMITTEE & NAMING OF MAC CHAIR

That the membership of the Medical Advisory Committee for the 2016/2017 year, be approved as appended in agenda item #2.7, and that Dr. Peter Laussen be named as Chair.

AGENDA ITEM 2.8 APPOINTMENT OF EXTERNAL AUDITORS

That Ernst & Young be re-appointed as external auditors to The Hospital for Sick Children, for the fiscal year to March 31, 2017, as recommended by the Finance & Audit Committee.

AGENDA ITEM 2.9 APPROVAL OF SCHEDULE OF REGULAR BOARD OF TRUSTEE MEETINGS

That the schedule of regular Board meetings for 2016 – 2017 be approved as appended in agenda item #2.9.

COMMITTEES & CHIEFS' ANNUAL REPORTS

Ms. Patten noted that all Annual Reports of the Board Committees and Chiefs have been included in the Board package. She invited Committee Chairs and the Chiefs to make further comments on the year. No further comments were made.

RECOGNITION OF TRUSTEES, RETIRING TRUSTEES & MANAGEMENT

Ms. Patten expressed the Board's deep gratitude to Mr. Stuart Smith for his dedication and contribution to the Board and SickKids over the past ten years. Dr. Apkon also recognized and thanked Mr. Smith for his years of service to the Hospital and for the sage advice and support he has given Dr. Apkon during his tenure.

Dr. Apkon thanked the Trustees for their support and Ms. Patten for her leadership over the past year.

Ms. Patten thanked and acknowledged Dr. Apkon and the senior management team for a successful and productive year. She also congratulated Mr. Ted Garrard, Ms. Katie Taylor and the Foundation team for a very successful year.

Ms. Patten congratulated Trustees for a successful year and thanked them for the support they have given her during her first year as Chair.

IN-CAMERA MEETING BOARD OF TRUSTEES

The Trustees held an in-camera session.

ADJOURNMENT

There being no further business for discussion, the meeting was adjourned.

Rose M. Patten, Chair of the Board

Sharon Younker, Corporate Secretary