

MINUTES OF THE FIFTIETH ANNUAL GENERAL MEETING OF THE GOVERNORS
OF THE MONTREAL GENERAL HOSPITAL FOUNDATION, HELD ON JUNE 15,
2023, AT 4:30 PM, at the ATWATER CLUB

The Chair welcomed those present.

Stephanie Riddell, President and CEO of the Montreal General Hospital Foundation (MGHF), and Jean-Christophe Bédos, Chair of the Board, chaired the Meeting, and Jocelyne Poliquin acted as Secretary.

Jean-Christophe and Stephanie Riddell welcomed all members.

1. NOTICE OF MEETING

The Chair called the Meeting to order and stated that the Secretary had certified that proper notice had been emailed to Governors of record. The notice was also posted on the MGH Foundation's website.

2. MINUTES

Upon a motion made by Jean-Guy Gourdeau and seconded by Jean-Christophe Bédos, the Minutes of the 49th Annual General Meeting, held on June 16, 2022, were unanimously approved.

3. AUDITED FINANCIAL STATEMENTS FY2023

Upon a motion made by Daniel Baer and seconded by Vincenzo Ciampi, the Audited Financial Statement for the financial year ending March 31, 2023, were unanimously approved.

4. CONFIRM BY-LAW No. 2023-1

To confirm By-Law No. 2023-1 (the "By-Law"), being a general operating By-Law that repeals and replaces all former general operating by-laws of the Montreal General Hospital Foundation.

RESOLVED AS A SPECIAL RESOLUTION THAT: By-Law 2023-1, being a by-law relating generally to the conduct of affairs of the Corporation, be and is hereby confirmed.

Upon a motion made by Nancy Wells and seconded by Yvon Roy, the By-Law was unanimously approved.

5. FILLING OF AN APPLICATION FOR SUPPLEMENTARY LETTERS PATENT

Supplementary Letters Patent are intended to effect a change to replace the objects of the Corporation.

The new paragraph a) would read:

recevoir et maintenir des fonds généraux et/ou spéciaux et appliquer la totalité ou une partie de ceux-ci et/ou des revenus qui en proviennent à des fins de soins de santé aux patients, de recherche ou d'éducation, à la promotion de l'excellence et l'innovation dans le réseau académique de la santé, en fournissant de ressources financières, des bourses de recherche et/ou des dons en nature au bénéfice de l'Hôpital général de Montréal, du Centre Universitaire de Santé McGill/McGill University Health Center, des entités affiliées au secteur académique du Centre Universitaire de santé McGill et d'autres organismes du réseau de la santé du Québec, y compris les frais généraux le cas échéant, et sous réserve des conditions qui peuvent de temps à autre sembler opportunes aux administrateurs de la personne morale.

And paragraph b) would be removed since its content is not corporate objects but corporate powers.

To authorize the filing of an Application for Supplementary Letters Patent to amend the purposes of the Corporation.

RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The Corporation is authorized to file an application, substantially in the form of the Application attached to the minutes of this Meeting, and as previously approved by the Board.
2. Any two (2) Officers of the Corporation, or any one (1) Officer together with any one (1) Director of the Corporation, are authorized and directed to do, execute and perform all acts, documents and instruments necessary or desirable to give full force and effect to the foregoing, including, without limitation, the execution and delivery to the Registraire des entreprises of the Application and all other required documents.
3. The persons executing the Application are hereby authorized and directed to make such technical changes in the Application as may be required by the Registraire des entreprises, with no further recourse to the Board of Directors or Governors to approve or confirm such changes, and any such amendments made by such persons shall be conclusive evidence of the need to make such amendments and are hereby ratified, sanctioned and approved.

Upon a motion made by Nancy Wells and seconded by Cristina Birks, the above resolution was unanimously approved.

6. ELECTION OF DIRECTORS

Stephanie Riddell, President and CEO of the Montreal General Hospital Foundation (MGHF), expressed her warm gratitude to the members of the Board for their great dedication, wise counsel and sage guidance in support of the MGH Foundation and ultimately benefits so many patients. She also thanked the Chair, the Vice-Chair of the Board and the Chairs of the sub-committees for their support over the past fiscal year:

- Jean-Christophe Bédos, Chair of the Board
- Elise Nesbitt, Vice-Chair of the Board
- Vincenzo Ciampi, Chair of the Financial Resources Allocation Committee
- Daniel Baer, Chair of the Audit Committee and the Cyber Security Committee
- Jane Hope, Chair of the Marketing and Communication Committee
- Yvon Roy, Chair of the Investment Committee
- Nancy Wells, Chair of the HR, Governance and Nominating Committee

Jean-Christophe Bédos added that one new Director has been proposed for election to the MGH Foundation Board of Directors:

- Stephanie Riddell, new President and CEO of the MGH Foundation.

Upon a motion made by Jean-Christophe Bédos and seconded by Kim Anderson, it was unanimously resolved that the following individuals be elected as Directors for a one-year term until June 2024:

Adam Adamakakis	Jean-Guy Gourdeau
Gail Adelson-Marcovitz	Jane Hope
Kim Anderson	Ann Lynch
Daniel Baer	Judith Ménard
Jean-Christophe Bédos	Elise Nesbitt
Cristina Birks	Patrice Ouimet
Vincenzo Ciampi	Stephanie Riddell
Dominic M. Costantini	Yvon Roy
Sophie Cousineau	Peter F. Trent
Dr. Liane S. Feldman	Nancy Wells

7. APPOINTMENT OF AUDITOR

Upon a motion made by Daniel Baer, seconded by Patrice Ouimet and unanimously resolved, Deloitte LLP was appointed Auditor for the year ending March 31, 2024, at a remuneration to be fixed by the Board of Directors.

8. PRESIDENT'S REPORT

Stephanie Riddell highlighted that the MGH Foundation is celebrating 50 years of vital support this year. She warmly thanked the Governors, the donors, the Board of Directors, the partners, and the volunteers for their constant support. She also thanked our dedicated medical leaders who transform the MGH Foundation's fund into solutions for the benefit and health of patients.

Stephanie Riddell explained that the MGH Foundation team is so grateful to its community and partners for their incredible generosity. In the last fiscal year, from April 1, 2022, to March 31, 2023, \$23.3M was raised in donations. The MGH Foundation contributed \$12.7M to support vital care. The MGH Foundation team is also proud to have maintained a low ratio of administrative expenses to income. At only 13.4%, this ratio means that donations go far and are used directly where they are needed and where they matter most. This ratio also highlights that the MGH Foundation performs well when compared to other health foundations. She added that the MGH Foundation welcomed new team members this year including a new Director of Planned Giving. The MGH Foundation's audited financial statements can be found on the MGH Foundation's website.

Stephanie Riddell continued by presenting the major projects that the MGH Foundation supported during the last fiscal year:

- **Future of Surgical Innovation:** Led by Dr. Liane S. Feldman, MUHC Surgeon-in-Chief, this project is an ambitious plan that aims to provide safer, more personalized care and improved patient recovery. The \$35M initiative aims to transform the way surgery is performed by integrating the latest AI-driven decision support tools with the next generation of minimally invasive surgical robotics. This vision is shared by our generous donors: \$5M dollars has already been raised this year, and this is only the beginning.
- **Personalized Cancer Care:** The MGH's Thoracic Surgery Division started with Dr. Mulder and is now led by Dr. Lorenzo Ferri. It has the largest esophageal cancer program in Canada. Two innovative projects are led by Dr. Ferri:
 - The living bio-bank, where our dedicated research teams can grow tumor cells and screen them for the most effective cancer-fighting drugs, offering patients personalized cancer treatments.
 - A new and revolutionary "Organ on a Chip" project. This uses a complex piece of hardware, the size of a USB key, to grow cancer cells in a way that closely replicates the environment of cells in the human body. This is the next level in living bio-banking technology.

- Healthy Aging is supported by specialized care and research in Gastroenterology, Geriatrics, Cardiology, Mental Health and much more. A good example of this is falls prevention: The Senior Adult Fitness Exercise (SAFE) program is an initiative spearheaded by Dr. José A. Morais. The website was launched in 2022-2023 and offers a series of free physical exercise videos to improve seniors' fitness and quality of life.

Stephanie Riddell mentioned that in 2022–2023 over \$1.5M was raised thanks to your participation in the following events:

- Gala for the Inflammatory Bowel Diseases (IBD) Research Group: \$320,000 was raised.
- Pharmaprix Run for Women: \$200,000 was raised for the Mental Health Mission.
- Soirée en Or: \$400,000 was raised for cancer research.
- Golf Classic: Organized in partnership with the Cedars Cancer Foundation. The tournament raised more than \$665,000.

Stephanie Riddell added that the MGH Foundation organized the CODE LiFE Research Awards again this year. This event has been running for more than 25 years and is meant to fund researchers as leverage for them to obtain grants. The event is also meant to provide a networking opportunity for donors and researchers. During 2022-2023, over 80 awards were given, totaling \$1.4M.

Stephanie Riddell mentioned that, for a second year, the MGH Foundation organized the CODE LiFE Interviews, a series of interviews with our medical leaders available on our website and on different platforms (YouTube, Spotify, Amazon Music, Apple Podcasts, Google Podcasts). She encouraged everyone to listen or watch the podcasts and videos.

The President and CEO added that the Étoile CODE ViE Recognition Program was launched this year. This program enables those who wish to recognize the contribution of a member of the MGH staff to do so. Words of encouragement are an incredible motivator for all hospital staff.

The MGH Foundation is very pleased to partner with Les Canadiens de Montréal to host an event in honour of Dr. Mulder, happening on November 9, 2023.

Also, we will honour Dr. Phil Gold during the next CODE LiFE Research Awards event in the fall. The Research Institute Building at the MGH will be named in honour of Dr. Gold.

Stephanie Riddell noted that the impressive achievements of the MGH Foundation would not be possible without the exemplary support of our Governors and expressed her gratitude. She also thanked the Board of Directors and the Foundation team for their dedication.

Finally, she thanked Jean-Guy Gourdeau for his presidency over the past eight years. His leadership and commitment were appreciated by all.

Jean-Christophe Bédos thanked Stephanie Riddell for her presentation and everyone for their presence.

There being no other business, the Meeting was terminated at 5:05 p.m.

Jean-Christophe Bédos
CHAIR

Jocelyne Poliquin
SECRETARY