

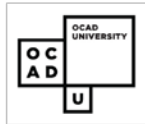
MaRS Innovation



Best Governance Practices
for Networks and Centres

Networks of Centres of Excellence Annual Meeting

Raphael Hofstein, President and CEO
February 11, 2013



MaRS Innovation



Thunder Bay Regional
Research Institute

In partnership with
Thunder Bay Regional Health Sciences Centre
affiliated with Laurentian University



St. Michael's
Inspired Care.
Inspiring Science.



Holland Bloorview
Kids Rehabilitation Hospital



COLLEGE ST

UNIVERSITY AVE

MaRS Innovation

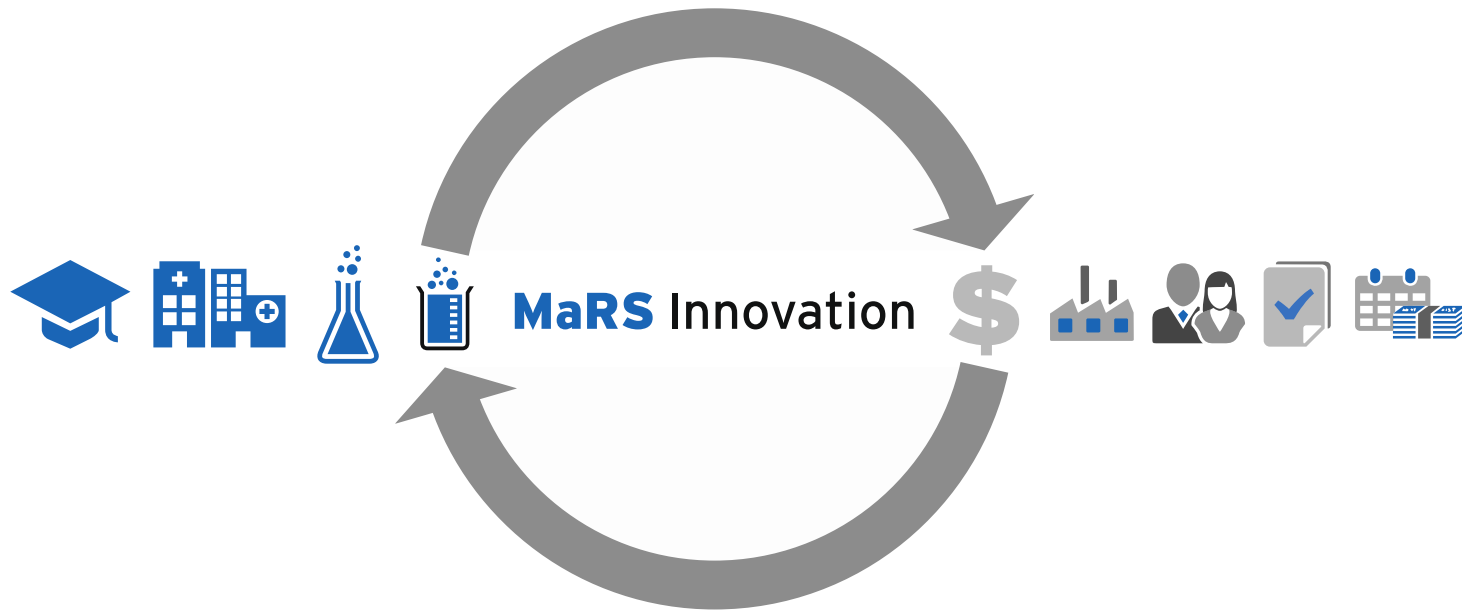


YONGE ST



BAY STREET

- 1 Develop and execute high-value licenses
- 2 Support new and existing spin-off companies
- 3 Deepen industry partner engagement
- 4 Broaden investment community engagement
- 5 Grow the technology opportunities pipeline



Building on our legacy from founding member, MaRS Discovery District, we follow the **Government of Ontario's rules of governance.**

This policy, approved by the Networks of Centres of Excellence, affects areas beyond governance, such as compensation and bonuses.



Documents shaping our governance structure:

- 1 CECR agreement
- 2 16 agreements between MI and its individual member institutions
- 3 Board by-laws
- 4 Terms of reference for each board committee

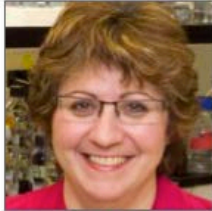
Four pillars of MI's governance:

- 1 Accountable
- 2 Transparent
- 3 Engaged
- 4 Mutual trust between management and the board

Criteria (at least one):

1. Member institution representation
2. Ex-officio
3. Independent voice
4. Provide a key strategic focus

Board of Directors



Mary Jo Haddad
Chair, Board of Directors, MaRS
Innovation
RN, BScN, MHSc, LL.D.
President & CEO, The Hospital
for Sick Children



Lisa Drouillard
Deputy Director, NCE
Secretariat



Robert S. Bell
M.D., President and CEO,
University Health Network



Chris Capelli
M.D., Vice President,
Technology Based Ventures,
Office of Technology
Commercialization, University of
Texas, M.D. Anderson Cancer
Center, Houston, TX



Jessica Chutter
Managing Director, Chairman of
Biotechnology Investment
Banking, Morgan Stanley



Ron Close
Entrepreneur-in-Residence,
MaRS and Executive
Entrepreneur-in-Residence, The
Richard Ivey School of
Business, University of Western
Ontario



Raphael Hofstein
President & CEO, MaRS
Innovation



David A. Leslie
F.C.A., Corporate Director



David G. Lowe
Ph.D., Managing Director,
Skyline Ventures



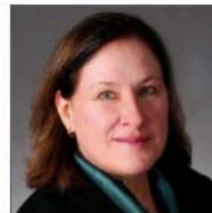
Michael H. May
CEO, Centre for
Commercialization of
Regenerative Medicine (CCRM)



Chandra J. Panchal
President and CEO Axcelon
Biopolymers Corp.



Tony Redpath
VP, Partner Programs



Ilse Treurnicht
CEO, MaRS Discovery District



R. Paul Young
Vice President, Research and
Innovation, University of Toronto



Donald Wright
President & CEO, The
Wilmington Capital Group

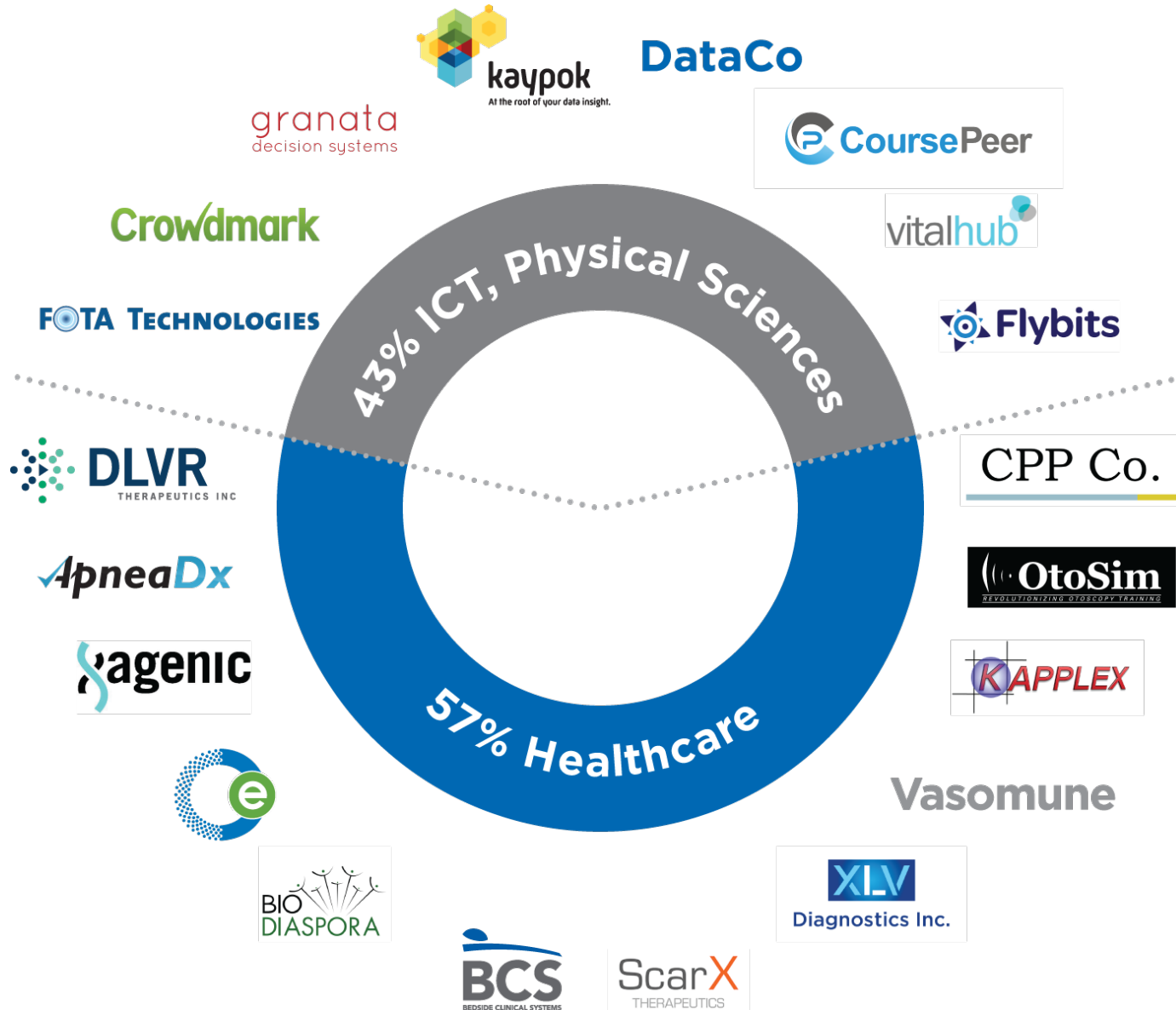
Each board member participates on one or more sub-committees that reflect MI's operating and strategic requirements:

1. Audit & Finance Committee
2. HR, Governance & Nominating Committee
3. Investment Committee

The Investment Committee (IC) plays an integral function in our portfolio's development by vetting key investment decisions.

MI's Investment Process:

- 1 Involves partners, industry representatives and/or investors at all stages.
- 2 Supports the earliest technologies through the Proof-of-Principal (PoP) program.
- 3 Depends on IC approval for all significant investments.



THANK YOU

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