

MEETING OF THE BOARD OF DIRECTORS  
SINAI HEALTH SYSTEM (“Sinai Health”)  
Thursday, February 7, 2019  
Mount Sinai Hospital, Executive Board Room 19-317  
3:30 – 6:00 p.m.

Minutes

Present:

Mr. Brent Belzberg	Dr. Gary Newton
Dr. Erin Bearss	Mr. Richard Pilosof
Ms. Paula Blackstien-Hirsch	Mr. Stephen Pustil*
Mr. Jonathan Bloomberg	Mr. Joel Reitman
Mr. Peter Cohen*	Ms. Joanna Rotenberg
Mr. Harry Culham*	Mr. Robert Rubinoff*
Mr. David Cynamon	Mr. Alan Rudolph
Mr. Lloyd S.D. Fogler, QC	Mr. Mark Saunders
Mr. Bernard Ghert	Mr. Howard Sokolowski
Mr. Ira Gluskin	Mr. Edward Sonshine
Ms. Maxine Granovsky Gluskin	Mr. Kenneth Tanenbaum
Mr. Jay Hennick	Mr. Lawrence Tanenbaum
Mr. Andrew Hoffman	Mr. Charles Winograd
Ms. Debbie Kimel*	Dr. Ian Witterick
Mr. Tom Kornya	Mr. Trevor Young
Ms. Jane Merkley	

Regrets:

Mr. Lawrence Bloomberg	Ms. Heather Reisman
Mr. Irving Gerstein	Mr. Mark Wiseman
Mr. Joseph Lebovic	Mr. Gerald Schwartz
Mr. Philip Reichmann	Rt. Hon. John Turner

Also Present:

Mr. John Aldis	Ms. Barbara McCully
Ms. Susan Brown	Ms. Karen Michell
Ms. Melanie de Wit	Dr. Howard Ovens
Ms. Carey Lucki	Dr. Maureen Shandling
Mr. Louis de Melo	Dr. Jim Woodgett

Guests:

Dr. David Backstein	Ms. Kate Wilkinson
Ms. Sandra Dietrich	Dr. Jesse Wolfstadt
Dr. Christine Soong	Ms. Lily Yang

\*via teleconference

Recorder: Ms. Barb Richard

## 1.0 CALL TO ORDER

Mr. Brent Belzberg, Chair of the Board of Directors, called the meeting to order.

### 1.1 Quorum

Mr. Belzberg noted that a quorum was present and the meeting was duly constituted.

### 1.2 Declaration of Conflicts of Interest Arising from the Agenda

No Declarations of Conflicts of Interest were made.

### 1.3 Approval of Agenda

The agenda was approved as circulated.

## 2.0 REPORTS

### 2.1 Chair's Report

The Chair's Report was included in the Board Meeting materials package previously circulated. There was no new information provided at the meeting.

### 2.2 CEO's Report

Dr. Gary Newton, President and Chief Executive Officer, provided highlights from the CEO's Report, including an overview of the programs and updates to be presented at the meeting.

Dr. Newton formally recognized Mr. Belzberg and Mr. Jay Hennick, member of the Board of Directors, for being appointed to the Order of Canada.

Dr. Newton advised the Board of the challenges the Hospital faced with the recent extreme cold weather which included temporary closures of the Second Cup and Rexall Pharmacy due to the cold winds at the University Street entrance, and the February 1, 2019 flooding that occurred on the second to fifth floors which also affected the Murray Street entrance.

## 3.0 APPROVALS

### 3.1 Consent Agenda Items

#### 3.1.1 Previous Meeting Minutes: Tuesday, December 11, 2018

The minutes of the meeting taking place Tuesday December 11, 2018 were approved, as circulated:

**Be it resolved that** the Sinai Health System Board of Directors approves the meeting Minutes from Tuesday December 11, 2018, as circulated.

### 3.1.2 Board Committee Reports and Omnibus Motion

#### **Omnibus Motion Emanating from Board Committee Reports**

The Board passed an omnibus motion to approve resolutions emanating from the Board Committee Reports:

**Be it resolved that** the Sinai Health System Board of Directors accepts the recommendations of the following Committees of the Board and accordingly approves all of the following resolutions:

#### **Resources Committee**

##### **Signing Authority Monthly Service Payments ("MSPs") to Plenary Group**

**Whereas** Sinai Health is required to submit Monthly Service Payments ("MSPs") to Plenary Group per the terms of the Bridgepoint Hospital 30-year Project Agreement;

**And whereas** these payments exceed the signing authority of certain individuals pursuant to Board-approved policy;

**And whereas** the following individuals currently have delegated authority to execute such MSPs to Plenary Group:

- Dr. Gary Newton, President & CEO
- Dr. Maureen Shandling, EVP Academic & Medical Affairs
- Jane Merkley, EVP CNE & COO
- Sandra Dietrich, VP Performance
- Susan Brown, EVP People and Culture and CHRO

**And whereas** the Resources Committee recommends that John Aldis, EVP Finance and CFO, be granted signing authority to execute such MSPs to Plenary Group, replacing Susan Brown, EVP People and Culture and CHRO;

**Be it resolved that** the Board of Directors of Sinai Health System accepts the Resources Committee's recommendation to grant special signing authority to any two of the following individuals, in conjunction, to execute the MSPs to Plenary Group:

- Dr. Gary Newton, President & CEO
- Dr. Maureen Shandling, EVP Academic & Medical Affairs
- Jane Merkley, EVP CNE & COO
- Sandra Dietrich, VP Performance
- John Aldis, EVP Finance and CFO

##### **Sinking Fund Trust Agreement**

**Whereas** Bridgepoint Hospital executed a Sinking Fund Trust Agreement (the "Agreement") with BMO Trust Company per the terms of the Bridgepoint Hospital Development Accountability Agreement (DAA) with the Ministry of Health & Long Term Care;

**And whereas** the signing authorities for all purposes of this Agreement (the "Authorized Persons") need to be updated in accordance with Hospital leadership changes;

**And whereas** the current individuals are Authorized Persons for the purposes of the Agreement;

- Brent Belzberg
- Dr. Gary Newton
- Jane Merkley

**And whereas** the Resources Committee recommends that John Aldis be appointed as an Authorized Person for the purposes of the Agreement;

**Be it resolved that** the Board of Directors of Sinai Health System accepts the Resources Committee's recommendation to appoint the following individuals as Authorized Persons for the purposes of the Agreement:

- Brent Belzberg
- Dr. Gary Newton
- Jane Merkley
- John Aldis

#### 2018/19 Grant Requests

**Whereas** the 2018/19 Sinai Health System ("Sinai Health") grant requests include:

- a request of Bridgepoint Foundation up to a maximum of \$1.0M for: Building Restricted (\$0.9M), Other Restricted – Capital (\$0.04M), and Other Restricted – Operating (\$0.1M);
- a request of Sinai Health Foundation up to a maximum of \$34.2M for: LTRI - Operating (\$15.3M); LTRI Restricted (\$3.1M); Renew Sinai Restricted (\$10.1M); and Other Restricted – Capital (\$3.4M) and Other Restricted – Operating (\$2.3M);
- a request of Bridgepoint Health up to a maximum of \$0.6M for Debt Service;

**Be it resolved** that the Board of Directors of Sinai Health System accepts the Resources Committee's recommendation to approve the 2018/19 grant requests by the Board of Directors of Sinai Health System totaling \$35.2M, and the 2018/19 grant request totaling \$0.6M.

#### Lease Extension for 700 University Avenue

**Whereas** the Hospital presently leases space at 700 University Avenue, such existing lease documentation including a lease dated January 1, 2006 for the 3<sup>rd</sup> floor; a lease dated January 1, 2006 for the North ½ of the 8<sup>th</sup> floor; and a lease dated March 1, 2010 for the South ½ of the 8<sup>th</sup> floor, as subsequently amended by lease amending agreements dated November 23, 2006 and July 1, 2009 in respect of the North ½ of the 8<sup>th</sup> floor (collectively, the "**Lease**");

**And whereas** the Lease expires on June 30, 2020;

**And whereas** the Resources Committee has been presented with the business case regarding the renewal of the Lease for a period of 10 years, such renewal to be documented in a Lease Amending Agreement;

**Subject to** confirmation that there are no material legal or business risks in the Lease Amending Agreement once prepared and no material changes to the business case as presented, and subject to confirmation that the final negotiated cost for the agreement does not exceed \$52M plus 5%, such confirmation to be provided to the Committee's Co-Chairs by Management prior to execution;

**Now therefore, be it resolved that** the Board of Directors of Sinai Health System accepts the Resources Committee recommendation to approve the Hospital entering into the Lease Amending Agreement.

#### Non-Competitive Procurement and Contract Approval: Illumina

**Whereas** the Board of Directors of Sinai Health System has reviewed the request for approval of a non-competitive procurement in respect of genetic analysis equipment to be used in the Department of Pathology and Laboratory Medicine (the "**Equipment**");

**And whereas** the Resources Committee has completed the requisite diligence to ensure the appropriateness and suitability of such non-competitive procurement;

**And whereas** the Board is required to approve such non-competitive procurement;

**Now therefore be it resolved that** the Board of Directors of Sinai Health System accepts the Resources Committee recommendation to approve the non-competitive procurement of the Equipment as presented.

#### Approval of Contract

**Whereas** the Board of Directors of Sinai Health System has been presented with the business case regarding the purchase of the Equipment and the request by Management to approve a contract for the purchase of the Equipment;

**Subject to** confirmation that there are no material legal or business risks in the contract once prepared and no material changes to the business case as presented, and subject to confirmation that the final negotiated cost for the agreement does not exceed \$2M by more than 10%, such confirmation to be provided to the Committee's Co-Chairs by Management prior to execution;

**Now therefore, be it resolved that** the Board of Directors of Sinai Health System accepts the Resources Committee's recommendation to approve the Hospital entering into an agreement for the purchase of the Equipment.

#### Medical Advisory Committee – December 5, 2018 Report

**Whereas** the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, resignations, notices of death, and temporary privileges in accordance with the Professional Staff By-Law, and recommends Sinai Health System Board approval;

**Be it resolved that** the Board of Directors of Sinai Health System accepts the recommendation of the Medical Advisory Committee and accordingly approves the changes to professional staff, new appointments, resignations, notices of death, and temporary privileges recommended by the Medical Advisory Committee in accordance with the Professional Staff By-Law.

#### Medical Advisory Committee – January 9, 2019 Report

**Whereas** the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, resignations, notices of death, and temporary

privileges in accordance with the Professional Staff By-Law, and recommends Sinai Health System Board approval;

**Be it resolved that** the Board of Directors of Sinai Health System accepts the recommendation of the Medical Advisory Committee and accordingly approves the new appointments, resignations, death notices, temporary appointments and Observers over one (1) month as recommended by the Medical Advisory Committee, in accordance with the Professional Staff By-Laws.

#### **Audit and Risk Management Committee**

##### Financial & Performance Results (YTD November 2018)

**Whereas** the Audit and Risk Management Committee approves the Financial and Performance Results for the eight months ended November 30, 2018, and recommends approval of same by the Board of Sinai Health System;

**Be it resolved that** the Board of Directors of Sinai Health System approve the Financial and Performance Results for the eight months ended November 30, 2018, as presented.

#### **4.0 PROGRAMMATIC UPDATE**

##### 4.1 Complex Orthopaedics

Mr. Belzberg called on Ms. Maxine Granovsky Gluskin and Mr. Ira Gluskin, Board Champions of Sinai Health's complex orthopaedics program, Granovsky Gluskin Division of Orthopaedics, to lead the Board through a comprehensive overview of this clinical program. Ms. Granovsky Gluskin introduced the presenters, Dr. David Backstein, Head of the Division of Orthopaedics ("**Division**") and Granovsky Gluskin Chair in Complex Joint Reconstruction; Dr. Christine Soong, Division Head of the Interdepartmental Division of Hospital Medicine; and, Dr. Jesse Wolfstadt, Arthroplasty Surgeon, Granovsky Gluskin Division of Orthopaedics.

Dr. Backstein presented a brief overview of the Division and the hip and knee revision program, including the plan to utilize robotics in the future for revisions. Dr. Soong presented the evolution of Sinai Health's hip revision program and its process, and the new model of care that reduced a patient's length of stay, which has also helped reduce hospital-associated risks to patients. Dr. Wolfstadt presented the new outpatient pathway for ambulatory fractures, and the benefits of this process. Dr. Wolfstadt indicated that the improved pathway led to a positive impact on patients, including care before and after surgery; and, it also dealt with the backlog issue in the Operating Room ("**OR**") schedule from OR beds being used to treat ambulatory fractures.

#### **5.0 QUALITY CONVERSATION**

##### 5.1 Quality Aims Refresh

Mr. Belzberg called on Ms. Paula Blackstien-Hirsch, Chair, Patient Safety & Quality Committee of the Board, to provide the framework for the discussion and introduce the presenter, Ms. Lily Yang, Senior Director, Quality and Patient Experience.

Ms. Yang presented an overview of Sinai Health's refreshed Quality Aims for 2019-2023 which formed the framework of the Quality Improvement Plan 2019/20 that was also presented. It was highlighted that Sinai Health does not work year to year with a quality plan but instead anchors its plan on a multiyear set of High Level Aims.

## 5.2 Quality Improvement Plan 2019/20 Motion

The Board was advised that the next steps in the process will be to produce sub-Aims and targets for each of the refreshed Quality Aims. These sub-Aims will be statements that will identify accountabilities, and what the goals and targets are that performance can be measured against to determine metrics. The Board was also advised that a key outcome with the refreshed Quality Aims and Quality Improvement Plan 2019/20 is the alignment of key organizational priorities coming out of the Magnet Program (infections falls), People Plan (Person Centered Care), and Academic Practice Strategic Plan (Fundamentals of Care); and, that the strength of this approach is in the simplicity and understandability of Sinai Health's Quality Aims while being broad enough to guide the entire organization in alignment with key organizational priorities.

The Board approved the motion that the authority to approve the execution and submission of the 2019/20 Quality Improvement Plan, with ultimate Board ratification to occur at the subsequent April 2019 Board meeting, be delegated to the Patient Safety & Quality Committee of the Board:

**Whereas** the Patient Safety & Quality Committee of the Board (the "**Committee**") oversees the preparation of the Quality Improvement Plan ("**QIP**") 2019/20 as prepared by management in accordance with *Excellent Care for All Act 2010*;

**And whereas** the QIP 2019/20 is due to be submitted to Health Quality Ontario on or before April 1, 2019 and requires approval by the Sinai Health System Board of Directors ("**Board**"), and sign-off by the Chair of the Board, Chair of the Committee, and Sinai Health System's Chief Executive Officer, prior to submission;

**Be it resolved** that the Sinai Health System Board delegates to the Committee the authority to approve the execution and submission of the 2019/20 Quality Improvement Plan, with ultimate Board ratification to occur at the subsequent April 2019 Board meeting.

## 6.0 RESOURCES CONVERSATION

Mr. Belzberg called on Mr. Mark Saunders, Co-Chair, Resources Committee of the Board, to provide the outline of the discussions and introduce the speakers.

### 6.1 Performance Update and Dashboard

Mr. John Aldis, Executive Vice President, Finance & Chief Financial Officer provided an update to the Board of the Operating & Performance Dashboard for the YTD November 2018.

### 6.2 Performance Capacity and Growth Strategy

Ms. Jane Merkley, Executive Vice President, Chief Nurse Executive & Chief Operating Officer presented Sinai Health's volume and funding growth strategy that included themes previously viewed by the Board, such as the Ontario Fetal Center, and the expansion at Bridgepoint and the 10<sup>th</sup> floor. New files were also presented, such as re-opening an inpatient unit in the

Women's and Infant's Program to accommodate increasing birth volumes, expansion of the Neonatal Intensive Care Unit, and temporary additional beds to support the Emergency Department ("ED") during redevelopment. The Board was advised that the timing and pace of these initiatives will depend on internal and external funding sources. It was also emphasized that strategic growth is essential to grow Sinai Health's market share and long-term viability as a hospital.

The new logo for the Ontario Fetal Centre was introduced and the Board was advised that the new Ontario Fetal Centre website has been launched, and that the provincial referral component of the program is highly visible and being promoted on the website.

Discussion was held on the process should the hospital decide to eliminate the program or service area. The Board was advised that permission is required from the Ministry to withdraw from a program given the potential impact on other services and programs within the Toronto Central Local Health Integration Network; however, it is possible and requires strong Local Health Integration Network engagement.

Discussion was also held regarding the opportunity for a partial cost-recovery for the ED Annex through the adjustment of the payment formula to reflect a growth in intake and ED volumes.

### 6.3 Budget Planning Framework & Finance Department Update

Mr. Aldis presented the next steps Sinai Health's management team will undertake to address the projected operating budget gap for next fiscal year. It was reported at the December 11, 2018 Board meeting that the projected operating budget gap is \$16 million, however, it is now projected to be \$22 million. He highlighted that this projection assumes no increase in funding for next year, which appears appropriate given the signals of financial austerity and lack of information being released under the new government.

Mr. Aldis highlighted that \$16 million of the budget gap relates to inflationary factors impacting all hospitals, while the remaining \$6 million relates to Sinai Health-specific funding and budget pressures. He noted that budget shortfalls are an issue for the sector made worse in recent years through the shift from base to volume-driven funding allocated out of a fixed funding pot. The Board was advised that peer hospitals are also addressing budget gaps in the range of 1.5% to 3.0% each year. Sinai Health's 4.4% gap is higher due to funding and cost pressures impacting certain Sinai Health-specific clinical programs.

Discussion was held regarding the potential repercussions if a hospital fails to balance its budget. The Board was advised that the Ministry and Local Health Integration Network ("LHIN") have responded in different manners over the years depending on the circumstances, including waiving the requirement for the hospital to balance for one or more years through submission of a budget balancing plan; the hospital agreeing to implement recommendations from an independent review of the hospital's finances by a team of peers appointed by the LHIN; or, as a last option, appointment of an independent supervisor by the Ministry to perform a comprehensive review of the hospital's governance and operations and make recommendations to the Minister.

The Board was advised that closing the budget gap is a top priority for the organization, and management has implemented a structure and process to close the gap. This work is well underway and the previously described LHIN or Ministry intervention is highly unlikely.



## 7.0 STRATEGY CONVERSATION

### 7.1 Academic Leadership Overview

Dr. Maureen Shandling, Executive Vice President, Academic & Medical Affairs, presented a brief overview of the recruitment process of the Hospital's Chiefs-of-Staff that includes an external review, the formation of a search committee, and an international search.

### 7.2 Health Sciences Campus Development Update

Mr. Belzberg called on Mr. Andrew Hoffman, Chair, Development Subcommittee of the Board, to provide an update of the development of a health sciences campus.

Mr. Hoffman provided an update of the property that Orde Street Public School is situated on, and the potential partnerships with the University of Toronto, the University Health Network, or the Toronto District School Board and Ronald McDonald House Charities.

The Board was advised that re-zoning will be required if Sinai Health created the new health sciences campus, which would be similar to the square footage of Mount Sinai Hospital and would include two towers, a low-rise building, and a large parking garage. The source of an initial budget of \$1.2 million will need to be identified. This \$1.2 million would be allocated to the advancement of work over the next one to two years; however, full re-zoning and other actions will require further funds to complete.

## 8.0 IN-CAMERA SESSION

Due to the fulsome discussion on the preceding topics, the Board agreed to forego an *in camera* session.

## 9.0 OTHER BUSINESS

No other business was brought forward.

## 10.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is Wednesday, April 17, 2019 from 3:30pm to 6:00pm.

## 11.0 ADJOURNMENT

There being no further business, the meeting adjourned at 6:04 p.m.



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Mr. Brent Belzberg  
Chair of the Board



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Dr. Gary Newton  
Secretary of the Board