



MEETING OF THE BOARD OF DIRECTORS OF
SINAI HEALTH SYSTEM (“Sinai Health”)

February 10, 2021

4:00 pm to 5:30 pm via Zoom

Minutes

Present:

Brent Belzberg
Dr. Erin Bearss
Paula Blackstien-Hirsch
Jonathan Bloomberg
Lawrence Bloomberg
Peter Cohen
David Cynamon
Lloyd S.D. Fogler, QC
Ira Gluskin
Maxine Granovsky Gluskin
Jay Hennick
Andrew Hoffman
Debbie Kimel
Tom Kornya
Joseph Lebovic
Jane Merkley
Dr. Gary Newton

Richard Pilosof
Stephen Pustil
Philip Reichmann
Heather Reisman
Dani Reiss
Joel Reitman
Joanna Rotenberg
Robert A. Rubinoff
Allan Rudolph
Mark Saunders
Howard Sokolowski
Edward Sonshine
Kenneth Tanenbaum
Lawrence Tanenbaum
Charles Winograd
Mark D. Wiseman
Dr. L. Trevor Young

Regrets:

Harry Culham
Irving Gerstein
Bernard Ghert

Gerald Schwartz
Dr. Jay Wunder

Also Present:

Susan Brown
Louis de Melo
Ross DeBoni
Carey Lucki
Dr. Stephen Lye

Barbara McCully
Dr. Howard Ovens
Dee Perera
Dr. Maureen Shandling
Kate Wilkinson

Guests:

Rick Gowrie
Dr. Jennie Johnstone
Scott Patterson

Darnell Williams
Lily Yang

Recorder: Aja Dykes

1.0 CALL TO ORDER

Peter Cohen, Chair of the Board of Directors, called the meeting to order.

1.1. Quorum

Peter 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

Peter's first Chair's Report was included in the Board Meeting materials previously circulated. He provided highlights from his report including the goals and objectives for his tenure as Board Chair: the completion of Sinai Health's vision to provide care across the full continuum of health needs and stages, and the commitment to the renewal and expansion of our research mandate. Peter also confirmed his commitment to Sinai Health's established priorities and working closely with the Foundation.

Peter also congratulated Dr. Jim Woodgett for completion of his 15-year tenure as Director of LTRI and welcomed Dr. Stephen Lye as Interim Director. Recruitment of a new Director will commence later this year.

2.1.1. Annual Director Self-Assessment Survey

2.1.2. Board Committee Effectiveness Surveys

The Annual Director Self-Assessment Survey and Board Committee Effectiveness Surveys are elements of the Governance Functioning Tool Action Plan. Both instruments will be circulated on February 11, 2021 with a completion date of February 26, 2021. Results will be brought forward to the April 8, 2021 Governance Committee meeting. Peter encouraged fulsome participation.

2.2. CEO's Report

The CEO's Report was combined with item 4.

3.0 APPROVALS

3.1. Consent Agenda Items

3.1.1. Previous Meeting Minutes: Thursday, December 3, 2020

Sinai Health System

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, December 3, 2020;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, December 3, 2020, 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 Board of Directors accepts the recommendations of the following Committees of the Board and accordingly approves all of the following resolutions:

Audit and Risk Management Committee – January 27, 2021

Statutory Compliance Audit Report (FY2019-20)

Whereas the Audit & Risk Management Committee (the “Committee”) has reviewed the FY2019-20 Statutory Compliance Audit Report (the “Report”) as presented by Management;

And whereas the Committee approved the Report and recommended that the Sinai Health Board of Directors approve the Report, as presented;

Be it resolved that the Sinai Health Board of Directors approves the FY2019-20 Statutory Compliance Audit Report, as presented.

Financial & Performance Update (YTD November 2020)

Whereas the Audit and Risk Management Committee approved the Financial Statements for the eight months ended November 30, 2020 and recommended that the Boards of Directors of Sinai Health System and Bridgepoint Health approve same;

Be it resolved that the Boards of Directors of Sinai Health System and Bridgepoint Health approve the Financial Statements for the eight months ended November 30, 2020.

Medical Advisory Committee – December 2, 2020

Whereas the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, change of status and temporary privileges in accordance with the Professional Staff By-Law, and recommends approval by Sinai Health’s Board of Directors;

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

Medical Advisory Committee – January 13, 2021

Whereas the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, change of status and temporary privileges in accordance with the Professional Staff By-Law, and recommends approval by Sinai Health’s Board of Directors;

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

Resources Committee – January 27, 2021

Contract Change 9th Floor Ageing Infrastructure Project

Approval of Increase to Total Contract Value

Whereas the Resources Committee has been presented with the business case regarding the replacement of the infrastructure (the “Infrastructure”) and the request by Management to approve a contract increase of \$250,350 for the replacement of the Infrastructure on the 9th floor;

Subject to confirmation that the final negotiated cost for the Construction Management Services and Construction contract with Dineen Construction (2017) Corp. does not exceed \$5,090,350;

And whereas the Resources Committee approved and recommended the Sinai Health Board of Directors to approve the change request to the agreement for the replacement of the Infrastructure on the 9th Floor;

Be it resolved that the Sinai Health Board of Directors approves the change request to the agreement, as presented.

Linen Supply Services Contract Approval

Approval of Agreement

Whereas the Resources Committee has reviewed the request for approval of agreements for the purchase Linen Supply Services;

And whereas the Board is required to approve such agreements;

And whereas the Resources Committee approved and recommended the Sinai Health Board of Directors approve the award of an agreement for the supply of Linen Services as presented;

Be it resolved that the Sinai Health Board of Directors approves the award of an agreement for the supply of Linen Services, as presented.

Video Endoscopy Systems

Approval of Non-Competitive Procurement

Whereas the Resources Committee has reviewed the request for approval of a non-competitive procurement in respect of video endoscopy systems;

And whereas Management 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;

And whereas the Resources Committee approved, and recommended the Sinai Health Board of Directors approve, the non-competitive procurement of video endoscopy systems, as presented;

Be it resolved that the Sinai Health Board of Directors approves the non-competitive procurement of video endoscopy systems, as presented;

MRI Compatible Incubator

Approval of Non-Competitive Procurement

Whereas the Resources Committee has reviewed the request for approval of a non-competitive procurement in respect of an MRI compatible transport incubator;

And whereas Management 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;

And whereas the Resources Committee approved, and recommended the Sinai Health Board of Directors approve, the non-competitive procurement of the MRI compatible transport incubator, as presented.

Be it resolved that the Sinai Health Board of Directors approves the non-competitive procurement of the MRI compatible transport incubator, as presented.

4.0 BOARD DEVELOPMENT / EDUCATION SESSION

4.1. COVID-19 Update

Dr. Gary Newton, President and CEO, and Dr. Jennie Johnstone, Medical Director, Infection Control, provided a situational update on the COVID-19 pandemic.

The rate of infection is slowly decreasing in Toronto; however, additional improvement is needed before public health measures can be lifted. Three factors will influence the progress of the pandemic: 1) public health measures, 2) vaccine roll-out, and 3) variants of concern. At this time, it is unclear whether there will be a 3rd wave.

Canada's vaccination roll-out has been delayed due to shortage; however, additional vaccines should arrive in the coming weeks. All long-term care residents and staff in the Toronto region have been vaccinated, resulting in a dramatic decline of new cases. All long-term care homes Sinai Health supports are no longer in outbreak.

The Hospital is experiencing two ongoing outbreaks. These are small events, at this time, but have an impact on patients, families, and staff. Events continue to be managed day-by-day.

Jane Merkley, Executive Vice President, Chief Nursing Executive & Chief Operating Officer, provided an overview of the structures in place to manage the pandemic at the regional and hospital level. The GTA Incident Management System (IMS) Command Centre has authority for all acute, rehab, and CCC beds for all hospitals across the GTA. The Command Centre has been operating since November 2020 and meets seven days a week. It is focused on equity of access for patients and that hospitals remain functional. Approximately 1,000 patients have moved between hospitals across the GTA. Sinai Health has taken approximately 15% of ICU patient movement in the province and BAH has played a large role in care for these patients.

Due to the reallocation of resources to manage the pandemic, there is a growing surgical debt across the province. Guidelines will be implemented to assist hospitals in calibrating surgical activity given the uncertainty of the pandemic.

Sinai Health is also functioning under an IMS structure led by Jane Merkley and Dr. Maureen Shandling, Executive Vice President, Academic & Medical Affairs. The group meets five days per week. Initiatives include expanding ICU bed capacity and implementing team-based care models.

5.0 QUALITY CONVERSATION

5.1. Quality Improvement Plan 2021/22

Paula Blackstien-Hirsch, Co-Chair, Patient Safety & Quality Committee, provided context for the discussion and Jane Merkley introduced Lily Yang, Senior Director, Quality and Patient Experience.

On April 1, 2020, HQO paused all Quality Improvement Plan (QIP) submissions due to the COVID-19 pandemic. No formal guidance has been provided by Health Quality Ontario on submission requirements at this time. However, as the development of an annual QIP is a best practice, Sinai Health developed a proposed QIP for 2021/22. Lily presented an overview of the plan.

The Board approved the motion that the authority to approve the execution and submission of the 2021/22 Quality Improvement Plan be delegated to the PSQCB:

Whereas the Patient Safety & Quality Committee of the Board (the “Committee”) oversees the preparation of the Quality Improvement Plan (“QIP”) 2021/22 as prepared by management in accordance with *Excellent Care for All Act 2010*;

And whereas the QIP 2021/22 is due to be submitted to Health Quality Ontario on or before April 1, 2021 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 2021/22 Quality Improvement Plan, with ultimate Board ratification to occur at the subsequent April 2021 Board meeting.

5.2. Accreditation – Governance Functioning Tool Results and Action Plan

Sinai Health is undergoing the first of a four-year Accreditation Canada sequential survey on June 21-22, 2021. To receive exemplary accreditation status, the Board must 1) submit the results of the Governance Functioning Tool (GFT) with Action Plan, 2) meet 95% of Governance Standards, and 3) meet the tests of compliance for the Accountability for Quality Required Organizational Practice (ROP).

The GFT was circulated to the Sinai Health Board in December 2020. Overall, the results were positive, indicating that the Board is effective in fulfilling its roles and responsibilities and has strong processes and structures in place. All questions pertaining to the Accountability for Quality ROP scored positively.

Four GFT questions were flagged as opportunities for improvement. An Action Plan was developed by Management and reviewed by the Governance Committee on January 19, 2020. The Board discussed the Action Plan with the intent to address the majority of the elements by April 30, 2021. The Chair will meet with individual Directors through 2021 and individual meetings with the President and CEO will resume once the COVID-19 pandemic has subsided.

Management and Board leadership will select a subset of Board members and/or Board Committee members to participate in the Accreditation Canada survey in June 2021. These members will also be led through a mock accreditation exercise prior to the site visit.

Management will continue gathering evidence to support the tests of compliance for the Accountability for Quality Required Organizational Practice.

6.0 RESOURCES CONVERSATION

6.1. Financial Position (YTD November 2020) with COVID-19 Impacts

Mark Saunders, Co-Chair of Resources Committee and Co-Chair of the Audit and Risk Management Committee thanked Dee Perera, Vice President, Finance and Chief Financial Officer, and the Finance team for their tremendous efforts in stewarding Sinai Health's finances through the pandemic.

Dee then provided an overview of Sinai Health's financials for year-to-date (YTD) November 2020 and COVID-19 impacts.

Sinai Health reported a \$31.4M operating deficit as at YTD November 2020. This is mainly due to extraordinary COVID-19 related expenses and lost revenue opportunities. The December 2020 preliminary results show an improvement to the reported deficit due to the COVID-19 related funding received since November 2020.

COVID-19 related expenses as at YTD November 2020 were \$66.9M. The Ministry of Health (MOH) has reimbursed all submitted expenses up to September 2020 amounting to \$46.5M. The balance of \$20.4M for expenses incurred in October and November 2020 is expected to be received prior to fiscal year-end.

The COVID-19 testing and Assessment Centre agreements were signed in January 2021 and the reimbursement for testing and assessment centre expenses incurred from October 1, 2020 is expected to be received soon.

The Ontario Hospital Association (OHA) continues to advocate on behalf of the Hospitals. From March to September 2020, Ontario Hospitals reported \$1.3B of COVID-19 related expenses and have received \$974M in reimbursement to date.

The MOH has also issued an Integrated COVID-19 Framework which addresses the required levers to restore Hospitals to their pre-COVID financial position. More details will be forthcoming.

6.2. Foundation Update

Maxine Granovsky Gluskin, Co-Chair of the Sinai Health Foundation Board, provided a brief update. The Foundation continues to work towards its fiscal 2021 fundraising goals. New initiatives were implemented in light of COVID-19 and the Foundation has exceeded its year-to-date December 2020 target by \$4M. In addition, a \$21M unrestricted donation was received on December 31, 2020 which will be used to support clinical care and research. The Foundation anticipates year-end revenue will be close to the original pre-COVID goal of \$75M. A revised brand campaign launched from September to December 2020 surpassed all industry benchmarks for effectiveness and the Foundation remains focused on developing new fundraising strategies in the virtual environment. Town Hall events continue to be highly popular.

6.3. Renew Sinai Phase 3A and Master Plan Update

Dr. Gary Newton introduced Rick Gowrie, who joined Sinai Health in January 2021 as Vice President, Facilities and Capital Development. Rick provided a status update on Renew Sinai Phase 3A and the Master Plan. Potential risks to budget, schedule, and day-to-day operations and associated mitigation plans were discussed.

7.0 GOVERNANCE & RISK MANAGEMENT CONVERSATION

7.1. Medical By-laws and Physician Accountabilities

Dr. Maureen Shandling, Executive Vice President, Academic and Medical Affairs, provided an overview of medical by-laws and physician accountabilities as they relate to the Board's mandate.

8.0 IN CAMERA

The Board met in camera from 5:26 pm to 5:35 pm.

9.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is Tuesday, April 27, 2021 from 4:00 pm to 5:30 pm via Zoom.

10.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 5:35 pm.



Peter F. Cohen
Chair of the Board



Dr. Gary Newton
Secretary of the Board