



MEETING OF THE BOARD OF DIRECTORS OF
SINAI HEALTH SYSTEM (“Sinai Health”)
January 14, 2022
12:00 pm to 12:15 pm via Zoom

Minutes

Present:

Brent Belzberg
Paula Blackstien-Hirsch
Jonathan Bloomberg
Peter Cohen
Harry Culham
Ira Gluskin
Tom Kornya
Stephen Pustil
Philip Reichmann

Heather Reisman
Dani Reiss
Joel Reitman
Joanna Rotenberg
Robert A. Rubinoff
Allan Rudolph
Mark Saunders
Kenneth Tanenbaum
Mark D. Wiseman

Regrets:

David Cynamon
Maxine Granovsky Gluskin
Andrew Hoffman
Debbie Kimel
Richard Pilosof

Howard Sokolowski
Edward Sonshine
Charles Winograd
Dr. L. Trevor Young

Also Present:

Mary Jane Dykeman

Dr. Gary Newton

Recorder:

Aja Dykes

1.0 CALL TO ORDER

Peter Cohen, Chair of the Board of Directors, called the meeting to order at 12:01 pm.

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 APPROVALS

2.1. Election of Executive Committee

Dr. Gary Newton, President & CEO of Sinai Health provided a brief update on COVID-19.

A COVID-19 wave, caused by the Omicron variant, is posing new challenges to the healthcare system and to our institution. These include severe staffing shortages due to infections and high-risk exposures, and severe increase in COVID cases. In response, Management has moved to a Command Centre model following standard Incident Management System principles. A similar change in Sinai Health's approach to governance is required, to respect Management's capacity and priorities, and to assure the Hospital has effective, nimble, and highly efficient governance as we navigate the current extraordinary circumstances.

Management recommends the Sinai Health Board elect an Executive Committee to make timely governance decisions during the COVID-19 pandemic. Membership will consist of the Board Chair, Co-Chairs of the Patient Safety & Quality Committee, and Co-Chairs of the Resources, Audit & Risk Committee. This is in alignment with the Statutory Requirements of the Standing Committees of the Board, which will continue to be met within this governance structure.

The Executive Committee will meet with Management weekly via Zoom. The work of Board Committees will pause, with the exception of the Medical Advisory Committee. This will allow Management to focus on responding to escalating COVID-19 scenarios, and will facilitate high priority and time sensitive approvals that would otherwise arise from our committees and Board activities. Minutes of the Executive Committee will be kept, and periodic reports to the Board will be provided.

The Board passed the resolution, agreeing that this structure will be in place for a period of up to 60 days and it will be reassessed throughout in light of COVID-19 developments. Renewal is possible, as required.

Whereas Sinai Health's Administrative By-Law No. 4, Section 8.5, contemplates that the Sinai Health Board may establish an Executive Committee;

And whereas, pursuant to By-Law No. 4, it is deemed desirable and in the best interests of Sinai Health that the following action be taken by the Directors;

Be it resolved that the Sinai Health Board of Directors approve the following:

- An Executive Committee ("Committee") of the Board be elected;
- The Chair of the newly formed Committee will be Peter Cohen;
- The membership of the Committee to consist of the following individuals:
 - Peter Cohen (Chair)
 - Paula Blackstien-Hirsch
 - Tom Kornya
 - Joanna Rotenberg
 - Mark Saunders
- The Executive Committee will be delegated the powers of the Board, with the exception of the following, as per the Ontario Not-for-Profit Corporations Act:
 - Submitting to the members any question or matter requiring the approval of the members,
 - Filling a vacancy among the directors or in the position of auditor or of a person appointed to conduct a review engagement of the corporation,
 - Appointing additional directors,
 - Issuing debt obligations except as authorized by the directors,
 - Approving any financial statements under section 83, and
 - Adopting, amending or repealing by-laws.

3.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors has been deferred.

4.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 12:17 pm.



Peter F. Cohen
Chair of the Board



Dr. Gary Newton
Secretary of the Board