



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

October 13, 2022

3:30 pm to 5:30 pm via Zoom

Minutes

Present:

Paula Blackstien-Hirsch
Lawrence Bloomberg
Peter Cohen
Henry Culham
David Cynamon
Lloyd S.D. Fogler, QC
Dr. Shital Gandhi
Ira Gluskin
Bernard Ghert
Maxine Granovsky Gluskin
Andrew Hoffman
Debbie Kimel
Tom Kornya

Jane Merkley
Dr. Gary Newton
Richard Pilosof
Stephen Pustil
Philip Reichmann
Joanna Rotenberg
Robert Rubinoff
Mark Saunders
Howard Sokolowski
Edward Sonshine
Kenneth Tanenbaum
Charles Winograd
Dr. L. Trevor Young

Regrets:

Brent Belzberg
Jonathan Bloomberg
Irving Gerstein
Jay Hennick
Michael Hollend
Heather Reisman

Dani Reiss
Joel Reitman
Gerald Schwartz
Dr. Mathew Sermer
Lawrence Tanenbaum
Mark Wiseman

Also Present:

Louis de Melo
Barb Giffin
Carey Lucki
Dr. Stephen Lye

Barbara McCully
Dr. Howard Ovens
Tracy Rotstein

Guests:

Sandra Dietrich
Rick Gowrie

Patricia Lupton
Kate Wilkinson

Recorders: Tracy Rotstein

1.0 CALL TO ORDER

Peter Cohen, Chair of the Board of Directors, called the meeting to order at 3:30 pm. Peter thanked Dee Perera (former Vice President, Finance and Chief Financial Officer) and Aja Dykes (former Corporate Governance Lead) for their many contributions to Sinai Health.

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. Consent Agenda Items

2.1.1. Previous Meeting Minutes: June 16, 2022

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, June 16, 2022;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, June 16, 2022, as circulated.

2.1.2. 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:

Governance Committee – September 22, 2022

- Governance Committee Terms of Reference

Whereas the Governance Committee approved the updated Governance Committee Terms of Reference (the “Revised Terms of Reference”) as presented and recommended approval of same by the Sinai Health Board of Directors;

Be it resolved that the Board of Directors of Sinai Health approved the Revised Terms of Reference, as presented.

- 2022/23 Committee/Subcommittee Membership

Whereas the Corporation’s By-Law No. 4 contemplates that the Sinai Health Board will have standing committees and may establish additional committees from time to time;

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

And whereas, the Governance Committee recommends that the Sinai Health and Bridgepoint Health Boards of Directors approve the Board Committee and Subcommittee membership, as presented;

Be it resolved that the Sinai Health and Bridgepoint Health Boards of Directors approve same.

Committee/Subcommittee	Membership Updates
Resources, Audit and Risk Committee	• No changes
Buildings and Property Subcommittee	• No changes
Development Subcommittee	• No changes
Investment Subcommittee	• No changes
Long-Term Care Steering Subcommittee	• New Co-Chair: Kenneth Tanenbaum
Governance Committee	• Term completed: Gerald Schwartz
Human Resources Committee	• No changes
Patient Safety and Quality Committee	• No changes
Research Committee	• No changes

▪ 2022/23 Board Continuing Education Program

Whereas the Governance Committee recommends approval of the Board Education Program in respect of 2022/23, as presented, be approved by the Sinai Health Board of Directors;

Be it resolved that the Sinai Health Board of Directors approves same.

▪ 2022/23 Board of Directors Work Plan

Whereas the Governance Committee reviewed the annual board work plan and meeting agenda in respect of 2022/23, as presented by Management (collectively, the “Work Plan”);

And whereas, the Governance Committee recommends the Work Plan, as presented, be approved by the Sinai Health Board of Directors;

Be it resolved that the Sinai Health Board of Directors approves same.

Medical Advisory Committee – September 7, 2022

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, Audit and Risk Committee – September 19, 2022

▪ Terms of Reference

Whereas the Resources, Audit and Risk Committee approved the updated Committee Terms of Reference (the “Revised Terms of Reference”) as presented and recommended approval of same by the Boards of Directors of Sinai Health and Bridgepoint Health;

Be it resolved that the Boards of Directors of Sinai Health and Bridgepoint Health approve the Revised Terms of Reference, as presented.

- 2022/23 Work Plan and Meeting Dates

Whereas the Resources, Audit and Risk Committee (the “Committee”) reviewed the 2022/23 Work Plan & Meeting Dates as proposed by Management;

And whereas the Committee recommends the 2022/23 Work Plan & Meeting Dates, as presented, be approved by the Boards of Directors of Sinai Health and Bridgepoint Health;

Be it resolved that the Boards of Directors of Sinai Health and Bridgepoint Health approve the 2022/23 Work Plan & Meeting Dates, as presented.

- Siemens MRI Service Contract - Approval of Non-Competitive Procurement

Whereas the Resources, Audit and Risk Committee reviewed and endorsed the request for approval of a non-competitive procurement and agreement for the purchase of service with a total contract value of \$3,447,397;

And whereas Management 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 agreement;

And whereas the Resources, Audit and Risk Committee recommended the Sinai Health Board of Directors approve the non-competitive procurement and agreement, as presented;

Be it resolved that the Sinai Health Board of Directors approves the non-competitive procurement and agreement, as presented.

3.0 REPORTS

3.1. Chair’s Report

The Chair’s Report was circulated on October 12, 2022. There was no new information provided at the meeting. Peter encouraged the Directors to watch the video of the Temerty Faculty of Medicine event reflecting and apologizing for historic Jewish learner quotas at the University of Toronto Medical School and affiliated hospitals. Peter thanked Sinai Health’s Directors and Management Team for their commitment to Sinai Health.

3.2. CEO’s Report

Dr. Gary Newton, President and Chief Executive Officer, provided an overview of upcoming agenda items.

4.0 BOARD DEVELOPMENT

4.1. Strategic Plan Refresh 2023-2028

Gary provided an update. In 2019, Sinai Health went through a comprehensive process to develop a Strategic Plan for 2020-2025 (the “Plan”). The Plan was approved by the Board in February 2020; however the Plan’s launch was deferred due to the COVID-19 pandemic. Sinai Health’s new Strategic Plan 2023-28 (the “New Plan”) intentionally combines operational tactics with aspirational innovations. The New Plan was included in the Board Meeting materials package previously circulated. Gary encouraged all of the Directors to read the New Plan.

5.0 FALL UPDATE

5.1. COVID-19 Situation Update

Jane Merkley, Executive Vice President, Chief Nurse Executive and Chief Operating Officer, provided an update. As we move into the fall, COVID-19 in community and hospital are at higher levels. Additional respiratory viruses, such as RSV, are also circulating in the community. We are monitoring influenza rates and expect an influenza wave this fall. Many hospitals are facing challenges with moving admitted patients out of emergency due to bed and staff shortages.

Barbara Griffin, Vice President, Human Resources & Organizational Development, provided an update on a COVID-19 outbreak in one of our laboratory settings and how the outbreak was managed. Barbara also discussed the hospital's Guidelines on Safely Congregating.

Dr. Howard Ovens, Chief Medical Strategy Officer provided an overview of the impact of COVID-19 in the hospital system and the community. Dr. Ovens discussed challenges in the hospital system such as emergency room closures and hospitals with a high number of no bed admits. There are also emerging challenges facing the pediatric system. Dr. Ovens noted that Dr. Newton and the Board deserve credit for their leadership. Dr. Ovens also discussed the optimal timing for COVID-19 booster shots.

5.2. Ontario Healthcare Landscape

Gary provided an update on the hospital's work to support the implementation of the *More Beds, Better Care Act, 2022*. He also discussed the emerging theme of publicly funded surgeries at private clinics, and finally the upcoming ONA labour negotiations in early 2023.

5.3. Phase 3A Update

Rick Gowrie, Vice President, Facilities & Capital Development, provided an update on the Renew Sinai Phase 3A Project. Approximately 80% of the work has been completed to date. Twelve phases are in progress and twelve are to be started. The medical/surgical inpatient units and ambulatory pods are upcoming in 2023. Rick conveyed his thanks to Andrew Hoffman and the rest of the Board Building & Property Sub-Committee for their support. Andrew Hoffman congratulated Rick for overseeing such a complex project in the middle of a difficult construction environment.

5.4. Surgical Recovery

Kate Wilkinson, Vice President, Clinical Operations & Risk, provided an update on the challenges facing surgical recovery. There is now a regional surgical recovery table with all Toronto Hospitals. A significant focus of this table is on "longer waiters" and data cleanup. While we are starting to see some recovery in the system, scheduling depends on the impact of COVID-19, influenza and RSV, both in terms of hospital capacity and staffing. Sinai Health will sign a contract shortly with Novari Health for wait list management software.

5.5. Operational Challenges

This topic was covered in the updates provided for agenda items 5.1 to 5.4.

6.0 RESOURCES CONVERSATION

6.1. Financial and Performance Results YTD July 2022

Jane Merkely provided an overview of Sinai Health's Financial and Performance Results as at July 31, 2022. Jane announced that Sinai Health has received funding for 5 new NICU beds.

Whereas the Resources, Audit and Risk Committee reviewed the Financial Statements for the four months ended July 31, 2022 and recommended that the Sinai Health and Bridgepoint Health Boards of Directors approve same;

Be it resolved that the Sinai Health and Bridgepoint Health Boards of Directors approve the Financial Statements for the four months ended July 31, 2022.

7.0 GOVERNANCE CONVERSATION

7.1. Academic Leadership Update

Gary advised that recruitment for the new Director of the Lunenfeld-Tanenbaum Research Institute/Vice President Research, Sinai Health, continues and there is now a preferred candidate. Recruitment is also in progress for a new position of Vice President, Medicine. This position will manage the Medical Advisory Committee, the University of Toronto relationship, and work with Dr. Shandling, EVP Medical Affairs, in engaging with our departments on physician lifecycle events. There will be a search for a new Surgeon-in-Chief in 2023 as Dr. Wunder will complete a highly successful tenure in December 2023.

Gary also announced that Dr. Lianne Jeffs is the inaugural head of the Institute of Science of Care and Innovation at Sinai Health. Gary thanked Maxine Granovsky and the rest of the search panel.

8.0 IN CAMERA


The Board met in camera from 5:15 pm to 5:30 pm.


9.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is Thursday, December 1, 2022 from 3:30 pm – 6:00 pm.

10.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 5:30 pm.


Peter F. Cohen (Apr 25, 2023 15:33 EDT)
Peter F. Cohen
Chair of the Board


Gary Newton (Apr 21, 2023 15:34 EDT)
Dr. Gary Newton
Secretary of the Board

