



MEETING OF THE BOARD OF DIRECTORS
SINAI HEALTH SYSTEM (“SHS”)
Wednesday, June 16, 2021
Via Zoom
11:00 am – 11:11 am

Minutes

Present:

Lawrence Bloomberg
Peter Cohen
Harry Culham
David Cynamon
Lloyd S.D. Fogler, QC
Ira Gluskin
Maxine Granovsky Gluskin
Andrew Hoffman
Debbie Kimel
Tom Kornya
Jane Merkley
Dr. Gary Newton
Richard Pilosof

Stephen Pustil
Philip Reichmann
Joel Reitman
Joanna Rotenberg
Robert Rubinoff
Allan Rudolph
Mark Saunders
Howard Sokolowski
Kenneth Tanenbaum
Lawrence Tanenbaum
Charles Winograd
Mark Wiseman
Dr. L. Trevor Young

Regrets:

Brent Belzberg
Dr. Erin Bearss
Paula Blackstien-Hirsch
Jonathan Bloomberg
Irving Gerstein
Bernard Ghert

Jay Hennick
Heather Reisman
Dani Reiss
Gerald Schwartz
Edward Sonshine
Dr. Jay Wunder

Also Present:

Susan Brown
Louis de Melo
Mary Jane Dykeman
Dr. Stephen Lye

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

Guests:

Ms. Terri McKinnon - PwC

Recorder: Aja Dykes

1. CALL TO ORDER

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

1.1 Quorum

The Chair 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.

2. CONSENT AGENDA ITEMS

2.1 Quorum

2.1.1 Approval of Agenda

Be it resolved that the Sinai Health Board of Directors approves the meeting agenda, as presented.

2.1.2 Previous Meeting Minutes: April 27, 2021

Whereas the Sinai Health Board of Directors has reviewed the meeting Minutes from Tuesday, April 27, 2021;

Be it resolved that the Sinai Health Board of Directors approves the meeting Minutes from Tuesday, April 27, 2021, as circulated.

2.1.3 Board Committee Reports and Omnibus Motion

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.

- a) Audit & Risk Management Committee – May 27, 2021 Meeting

EXTERNAL AUDIT

Approval of Draft Audited Financial Statements

Whereas the Audit and Risk Management Committee has reviewed the draft audited financial statements for Sinai Health System (SHS) and Bridgepoint Health (BH) for the fiscal year ended March 31, 2021 (the “Financial Statements”), as prepared by management, and audited by PwC LLP, and reviewed the PwC 2021 Year-End Report;

And whereas PwC LLP, the auditors appointed by the members to conduct the financial statement audit, propose to issue standard opinions that the statements fairly present, in all material aspects, the statement of financial position, statement of operations and changes in net deficit, statements of remeasurement losses (revenue and expenses for Bridgepoint Health) and statement of cash flows of each corporation;

And whereas the Audit and Risk Management Committee has approved, as presented, the Financial Statements and recommends approval of same by the Boards of Directors;

Therefore, be it resolved that the Boards of Directors of SHS and BH approve the Financial Statements for the fiscal year ended March 31, 2021.

Appointment of Auditors/Public Accountants for 2021/22

Whereas the Audit and Risk Management Committee recommended that the Boards of Directors of SHS and BH seek reappointment of PwC LLP as external auditors/public accountants for the Corporations for the year ending March 31, 2022 at the Annual General Meeting of the Members, at a fee to be determined in due course by the Boards of Directors;

Be it resolved that the Boards of Directors of SHS and BH accept the recommendation of the Audit and Risk Management Committee, and recommend approval of same by the Members of the respective Corporations.

RISK MANAGEMENT & COMPLIANCE REPORTING

Broader Public Sector (BPS) Compliance Attestation 2021

Whereas the Audit and Risk Management Committee has reviewed the proposed attestation that Sinai Health System is required to make on an annual basis to demonstrate compliance with the *Broader Public Sector Accountability Act, 2010* ("BPSAA") in respect of April 1, 2020 to March 31, 2021 (the "F2021 Attestation") and recommended approval of same by the Board of Directors;

Be it resolved that the Sinai Health Board of Directors approves the F2021 Attestation for submission to the LHIN by June 30, 2021 and for posting on the Hospital's website.

b) Medical Advisory Committee – May 5, 2021 Meeting

Whereas the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, resignation, notice of death, and temporary privileges in accordance with the Professional Staff By-Law, and recommends SHS Board approval;

Be it resolved that the Sinai Health Board of Directors accepts the new appointments, change of status, cross appointment, resignation and temporary appointments as recommended by the Medical Advisory Committee, in accordance with the Professional Staff By-Laws.

c) Medical Advisory Committee – June 2, 2021 Meeting

Whereas the Medical Advisory Committee has completed a review of the changes to professional staff, new appointments, resignation, notice of death, and temporary privileges in accordance with the Professional Staff By-Law, and recommends SHS Board approval;

Be it resolved that the Sinai Health Board of Directors accepts the new appointments, change of status, cross appointment, resignation and temporary appointments as

recommended by the Medical Advisory Committee, in accordance with the Professional Staff By-Laws.

d) Human Resources Committee – May 26, 2021

Terms of Reference

Whereas the Human Resources Committee has recommended revisions to the Terms of Reference in accordance with best corporate governance practices;

And whereas the Committee approved the Terms of Reference with revisions as discussed and recommended the Sinai Health Board of Directors approve the same;

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

2020/21 Senior Leadership Incentive Plan Performance

Whereas the Human Resources Committee has reviewed and approved the 2020/21 Senior Leadership Incentive Plan Performance, and recommended the Sinai Health Board of Directors approve the same;

Be it resolved that the Sinai Health Board of Directors approves the 2020/21 Senior Leadership Incentive Plan Performance, as presented.

2021/22 Senior Leadership Incentive Plan Framework

Whereas the Human Resources Committee has reviewed and approved the 2021/22 Senior Leadership Incentive Plan Framework, and recommended the Sinai Health Board of Directors approve the same;

Be it resolved that the Sinai Health Board of Directors approves the 2021/22 Senior Leadership Incentive Plan Framework, as presented.

e) Resources Committee – May 27, 2021 Meeting

Linen Supply Contract Extension

Approval of Non-Competitive Procurement

Whereas the Resources Committee has reviewed the request for approval of a non-competitive procurement in respect of a Linen Supply Contract Extension;

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 has approved and recommended the Sinai Health Board of Directors approve the non-competitive procurement;

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

Smart Bed Strategy

Whereas the Resources Committee has reviewed the request and approval of the bed fleet replacement strategy and recommended the Board utilize Debentures for such purchases;

And whereas Management has completed the requisite diligence to ensure the appropriateness and suitability of such procurement;

And whereas the Resources Committee has approved and recommended the Sinai Health Board of Directors approve the purchase of the bed frames and bed mattresses and to utilize up to \$5M of Debenture funds;

Be it resolved that the Sinai Health Board of Directors approves the purchase, as presented.

3. APPROVAL

3.1 Amended Administrative By-laws of Sinai Health System

Whereas, pursuant to the Corporation's By-Law Number 3, it is deemed desirable and in the best interests of the Corporation that the following action be taken by the SHS Board of Directors;

And whereas, the Governance Committee has recommended that the SHS Board approve the revised by-law of the Corporation, as presented;

Therefore be it resolved that the SHS Board of Directors approves and adopts the revised by-law of the Corporation, being By-Law Number 4, as presented, subject to confirmation by the Members of the Corporation.

4. QUALITY

4.1 COVID-19 Update

Dr. Gary Newton, President and CEO of Sinai Health, provided an update on the COVID-19 (COVID) pandemic. This is a positive time as the current daily average of new COVID cases in Ontario is less than 400 and new ICU patients per day are in the single digits to low teens. During the height of the third wave, over 90 patients were admitted to ICU per day. Today, there are approximately 370 patients in ICU across the province, which is still a large number, but drastically improved from prior months.

Regionally, load sharing of patients between hospitals has settled down given reduced COVID case numbers. Pandemic response structures remain in place, but are not calling for action at this time. This is providing Sinai Health, and the healthcare system, time to pause.

The gradual reopening of the Province has led to liberalization within the Hospital including expanding our Visitor Policy and gradual recovery of scheduled surgical and ambulatory procedures. Previously, OR capacity was reduced to four (4) suites but is now up to ten (10). The Hospital's IMS processes are continuing, but have moved from daily meetings to a few per week.

Executive Management has provided guidance to the operational leadership teams around calibrating ramp up of any new or paused departmental initiatives over the summer. It is important to allow all of our people to take their vacation time.

Sinai Health can be very proud of its performance. It is hopeful current COVID-19 numbers are a harbinger of good things to come. The long-term outlook is optimistic.

5. RESOURCES

5.1 2021/22 Capital Budget Approval

Whereas Management has reviewed the Capital spending capacity for fiscal 2021/22 based on available Ministry funding, Donor funding, Debenture financing, and Operating financing (Depreciation) and recommends a Capital funding release of up to \$101.3M;

And whereas the Resources Committee has approved Capital spending of up to \$101.3M, to be spent according to the priorities recommended and approved by Sinai Management, and recommended approval of the same by the Sinai Health Board of Directors;

Be it resolved that the Sinai Health Board of Directors approves the 2021/21 capital budget, as presented.

6. OTHER BUSINESS

No other business was brought forward.

7. DATE OF NEXT MEETING

The next scheduled meeting of the Board of Directors is Thursday, October 7, 2021 from 3:30 pm to 6:00 pm.

8. ADJOURNMENT

There being no further business, the meeting adjourned at 11:11 am.



Peter F. Cohen
Chair of the Board



Dr. Gary Newton
Secretary of the Board