



**Sinai
Health**

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

October 12, 2023; 3:30 pm to 6 pm

Mount Sinai Hospital, 600 University Avenue, Toronto, Ontario, Ghert Boardroom
and via Zoom

Minutes

Present:

Paula Blackstien-Hirsch
Jonathan Bloomberg
Lawrence Bloomberg
Peter Cohen
Harry Culham
David Cynamon
Dr. Luke Devine
Lloyd S.D. Fogler, QC
Bernard Ghert
Ira Gluskin
Maxine Granovsky Gluskin
Andrew Hoffman
Michael Hollend
Dr. Patricia Houston
Debbie Kimel

Jane Merkley
Dr. Gary Newton
Richard Pilosof
Stephen Pustil
Philip Reichmann
Dani Reiss
Joel Reitman
Joanna Rotenberg
Howard Sokolowski
Edward Sonshine
Kenneth Tanenbaum
Lawrence Tanenbaum
Dr. Lesley Wiesenfeld
Charles Winograd

Regrets:

Brent Belzberg
Irving Gerstein
Jay Hennick
Tom Kornya

Robert Rubinoff
Mark Saunders
Gerald Schwartz
Mark Wiseman

Also Present:

Robert Bull
Louis de Melo
Dr. Anne-Claude Gingras
Barbara Griffin
Carey Lucki

Barbara McCully
Dr. Howard Ovens
Tracy Rotstein
Dr. Maureen Shandling

Guests:

Sandra Dietrich
Rick Gowrie
Dr. Jennie Johnstone

Scott Patterson
Kate Wilkinson
Lily Yang

Recorders: Tracy Rotstein and Shelley Albert

1.0 CALL TO ORDER

Peter Cohen, Board Chair, called the meeting to order at 3:30 pm and noted that the meeting would begin with an in-camera session.

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 IN CAMERA

The Board met in-camera from 3:35 pm to 4:00 pm.

3.0 APPROVALS

There was a minute of silence for those impacted by the war in Israel prior to the consent agenda.

3.1 Consent Agenda Items

3.1.1 Previous Meeting Minutes: June 13, 2023

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Tuesday, June 13, 2023;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Tuesday, June 13, 2023, 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:

Governance Committee – September 20, 2023

▪ Governance Committee Terms of Reference

Whereas the Governance Committee reviewed the Committee's current Terms of Reference and recommended approval of same by the Sinai Health Board of Directors;

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

▪ 2023/24 Governance Committee Work Plan

Whereas the Governance Committee has reviewed the Committee’s 2023/24 Work Plan and recommended approval of same by the Sinai Health Board of Directors;

Be it resolved that the Board of Directors of Sinai Health approves the Committee’s 2023/24 Work Plan, as presented.

▪ New Ex-Officio Voting Director

Whereas Sinai Health’s By-Law No. 5 contemplates that the President of the University of Toronto (the “University”) shall be an ex-officio voting Director unless they wish to designate a substitute;

And whereas Dr. Trevor Young stepped down as Dean and Vice Provost, Relations with Health Care Institutions effective August 31, 2023 and ceased to be the University’s designate on the Sinai Health Board as of that date;

And whereas the Governance Committee recommended that the Sinai Health Board of Directors approve the appointment of Dr. Patricia Houston, Acting Dean and Vice Provost, as the University’s designate on the Sinai Health Board;

Be it resolved that the Sinai Health Board of Directors approves the appointment of Dr. Patricia Houston, as presented.

▪ New Board Committee Members

Whereas the Corporation’s By-Law No. 5 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. 5, it is deemed desirable and in the best interests of the Corporation that the following action be taken by the Directors of Sinai Health;

And whereas, the Governance Committee recommends that the Sinai Health Board of Directors approve the following changes to the standing Committees, as presented;

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

Committee/Subcommittee	Membership Updates
Buildings and Property Subcommittee	Resignation: Gary Wright
Long-Term Care Steering Subcommittee	New members: <ul style="list-style-type: none"> • Adam Brown • Rob Deutschmann • Samuel Frum • Mitch Gascoyne • Lisa Levin New Co-Chair: Kenneth Tanenbaum
Research Committee	Resignation: Louise Lemieux-Charles

Medical Advisory Committee – June 7, 2023

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 – September 6, 2023

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 30, 2023

▪ Terms of Reference

Whereas Management recommended the Resources, Audit and Risk Committee (the "Committee") approve updated Committee Terms of Reference (the "Revised Terms of Reference") in accordance with best corporate governance practices;

And whereas the Committee approved the Revised Terms of Reference with the additional amendments discussed by the Committee and recommended approval of same by the Boards of Directors of Sinai Health and Hennick Bridgepoint Health;

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

▪ 2023/24 Work Plan and Meeting Dates

Whereas the Resources, Audit and Risk Committee (the "Committee") reviewed the 2023/24 Work Plan & Meeting Dates as proposed by Management;

And whereas the Committee recommends the 2023/24 Work Plan & Meeting Dates, as presented, be approved by the Boards of Directors of Sinai Health and Hennick Bridgepoint Health;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the 2023/24 Work Plan & Meeting Dates, as presented.

▪ Commitments Requiring Board Authorization

Whereas the Resources, Audit and Risk Committee has reviewed and endorsed the requests for the following commitments requiring authorization by the Sinai Health Board of Directors:

- i. the award of a competitively procured agreement for the supply of security guard services from Paladin Security Group Ltd. with an estimated total contract value of \$28.3M;
- ii. the non-competitive procurement of an Orbitrap Astral Mass Spectrometer and service from Thermo Fisher Scientific, with an estimated total contract value of \$2.3M;
- iii. the non-competitive procurement of a NovaSeq X Plus sequencer plus service from Illumina Canada ULC, with an estimated total contract value of \$2.2M; and
- iv. the non-competitive procurement of a Chemistry Total Lab Automation upgrade plus service and consumables from Roche, with an estimated total contract value of \$11.9M (collectively, the "Commitments");

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

And whereas the Resources, Audit and Risk Committee recommended the Sinai Health Board of Directors approve the Commitments, as presented;

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

4.0 REPORTS

4.1 Chair's Report

The Chair's Report was circulated on October 10, 2023. There was no new information provided at the meeting. Peter thanked the Board for their leadership and service. He also noted that the materials provided for the Board meeting give a good overview of what the hospital is facing.

4.2 CEO's Report

Dr. Gary Newton, President and Chief Executive Officer, provided four introductions. Dr. Lesley Wiesenfeld, Sinai Health's Psychiatrist-in-Chief, is the new Chair of the Medical Advisory Committee. Dr. Luke Devine, the Head of General Internal Medicine at Mount Sinai Hospital, is the Interim President of the Professional Staff Association. Dr. Anne-Claude Gingras is the new Director of the Lunenfeld-Tanenbaum Research Institute and Vice President, Research. Gary also re-introduced Dr. Patricia Houston, who is the University of Toronto's designate on the Board as the Interim Dean, Temerty Faculty of Medicine and Interim Vice Provost, Relationships with Health Care Institutions.

Richard Pilosof, Chair of the Sinai Health Foundation, provided an update on the fundraising for the postponed Mount Sinai 100 Gala. He also shared that to date, the Foundation has raised \$45 million towards their goal of \$100 million.

5.0 BOARD DEVELOPMENT

5.1 Long-Term Care Update

Andrew Hoffman provided an update on the complex work-in-progress for Sinai Health's long-term care home planning, including municipal considerations, the financial model, the clinical service plan and functional programming. Sinai Health continues to engage with the Ministry of Health and the Ministry of Long-Term Care. Jane Merkley, Executive Vice President, Chief Nurse Executive and Chief Operating Officer, provided an overview of the LTC+ model. Andrew thanked the Long-Term Care Subcommittee and Rick Gowrie (Vice President, Facilities and Capital Development) for their efforts.

6.0 FALL UPDATE

6.1 COVID-19 Update

Dr. Jennie Johnstone updated the Board on the impact of the circulating respiratory viruses (COVID-19, RSV and influenza). This year's respiratory season is expected to be longer and there is already a rise in the number of high acuity COVID-19 cases. Influenza vaccines have started at the hospital and the new COVID-19 booster vaccine will be offered at the hospital starting on Friday, October 13. There is also a new RSV vaccine for patients 60 years of age and over. Masking is mandatory for direct patient care. Gary congratulated Dr. Johnstone on her appointment as the Division Director for Infectious Diseases, Department of Medicine, University of Toronto.

6.2 Ontario Healthcare Landscape

Gary provided an update on the ongoing challenges facing the healthcare system, such as the impact of delayed care due to the COVID-19 pandemic. On the supply side, there continues to be health human resources challenges, including the exodus of professionals from the health care sector. Gary announced that Jane Merkley has stepped down from the Chair position for the Toronto Region Hospital Operations Table and congratulated Jane for her tremendous contributions to this group. Jane is now stepping into the Chair position for the TAHSN Practice Table, the group that leads professional practice in all University of Toronto hospitals.

6.3 Phase 3A Update

Rick Gowrie provided an update on the Renew Sinai Phase 3A Project. Phase 2 of the Schwartz-Reisman Emergency Centre will open on October 24, which is a significant milestone for our hospital. Rick also provided an update on efforts to escalate discussions with EllisDon to stay focused on key milestones. Peter encouraged the directors to tour the new Emergency Department before it opens.

7.0 QUALITY CONVERSATION

7.1 Quality Update and Operational Challenges

Jane Merkley, Kate Wilkinson (Vice President, Clinical Operations and Risk) and Lily Yang (Vice President, Quality and Chief Clinical Informatics Officer) provided an overview and update on Sinai Health's capacity and patient flow challenges and the impact on the Emergency Department. Detailed reference materials describing capacity pressures and key mitigation strategies were included in the Board package. Lily used the image of a bathtub to contextualize the capacity, demand and patient flow challenges within the hospital and the broader system.

8.0 RESOURCES CONVERSATION

8.1 Financial and Performance Results YTD July 2023

Rob Bull (Vice President, Finance and Chief Financial Officer) and Sandra Dietrich (Vice President, Performance, Clinical and Support Services) provided an overview of Sinai Health's financial results and volume performance as at July 31, 2023. Rob discussed the impact of various compensation pressures from Bill 124 and new contract awards. The go-forward impact of these awards is being considered. Sandra advised that the July YTD volume performance results show favourable trends compared to the previous year in both acute inpatient and day surgery and complex continuing care. Peter thanked Rob and Sandra for their presentations and noted that it would be helpful to have a look at the hospital and healthcare landscape five years from now.

Whereas the Resources, Audit and Risk Committee reviewed and endorsed the unaudited Financial Results and Volume Performance for the four months ended July 31, 2023 and recommended approval by the Boards of Directors of Sinai Health and Hennick Bridgepoint Health;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the Financial Results and Volume Performance, as presented.

9.0 GOVERNANCE CONVERSATION

9.1 2023/24 Board Education and Work Plan

Peter advised that the Governance Committee is developing a Work Plan to address rejuvenating the Board while exploring options for past directors to have continued engagement with Sinai Health.

Whereas the Governance Committee has reviewed and endorsed the 2023/24 Board Education and Work Plan and recommended approval by Sinai Health's Board;

Be it resolved that Sinai Health's Board approves the 2023/24 Board Education and Work Plan as presented.

9.2 Director and Committee Evaluations

Peter discussed the importance of the annual Director and Committee evaluation process. Reference material was included in the Board package.

9.3 Academic Leadership Update

Gary congratulated Dr. Kellie Murphy, who has been appointed as the Chair of the Department of Obstetrics and Gynaecology in the Temerty Faculty of Medicine, University of Toronto. Dr. Murphy joins Dr. Carol Swallow (Surgery) and Dr. Rita Kandel (Pathology and Laboratory Medicine) as Sinai Health clinicians who lead medical departments for the Temerty Faculty of Medicine, University of Toronto.


Gary also provided an update on the search for the new Surgeon-in-Chief. Three candidates will be interviewed in November 2023.

10.0 DATE OF NEXT MEETING


The next scheduled meeting of the Boards of Directors is Tuesday, December 5, 2023 from 3:30 pm – 6:00 pm.

11.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 6:00 pm.


Peter Cohen (Feb 13, 2024 18:30 EST)

Peter F. Cohen
Chair of the Board


Gary Newton (Feb 13, 2024 16:37 EST)

Dr. Gary Newton
Secretary of the Board