



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

February 8, 2024

3:30 pm to 6:00 pm via Zoom

Minutes

Present:

Jonathan Bloomberg
Lawrence Bloomberg
Peter Cohen
David Cynamon
Dr. Luke Devine
Ira Gluskin
Maxine Granovsky Gluskin
Andrew Hoffman
Michael Hollend
Dr. Patricia Houston
Debbie Kimel
Tom Kornya
Jane Merkley

Dr. Gary Newton
Stephen Pustil
Philip Reichmann
Joel Reitman
Joanna Rotenberg
Robert Rubinoff
Howard Sokolowski
Kenneth Tanenbaum
Lawrence Tanenbaum
Dr. Lesley Wiesenfeld
Charles Winograd
Mark Wiseman

Regrets:

Paula Blackstien-Hirsch
Brent Belzberg
Harry Culham
Lloyd S.D. Fogler, QC
Irving Gerstein
Bernard Ghert

Jay Hennick
Richard Pilosof
Dani Reiss
Mark Saunders
Gerald Schwartz
Edward Sonshine

Also Present:

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

Carey Lucki
Barbara McCully
Tracy Rotstein
Dr. Maureen Shandling

Guests:

Sandra Dietrich
Rick Gowrie
Dominique O’Riordan

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

3.1 Consent Agenda Items

3.1.1 Previous Meeting Minutes: December 5, 2023

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Tuesday, December 5, 2023;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Tuesday, December 5, 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:

Medical Advisory Committee – December 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.

Medical Advisory Committee – January 10, 2024

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.

Patient Safety and Quality Committee – January 23, 2024

Whereas the Patient Safety and Quality Committee recommends that the Sinai Health Board of Directors approves the 2023/24 Work Plan, as presented;

Be it resolved that the Sinai Health Board of Directors approves the 2023/24 Work Plan.

Resources, Audit and Risk Committee – January 30, 2024

▪ 2023/24 External Audit Plan and Fees

Whereas PwC LLP have presented their proposed Audit Plan and proposed fees for the fiscal year ending March 31, 2024;

And whereas the Resources, Audit and Risk Committee has recommended approval of the Audit Plan and fees by the Boards of Directors of Sinai Health and Hennick Bridgepoint Health, as presented;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the audit plan and fees for the fiscal year ending March 31, 2024.

▪ Finance Policies Approval Framework

Whereas Sinai Health By-law Number 5 contemplates that the Board may from time to time make such rules as it deems necessary or desirable in connection with the management and affairs of the Board, which rules shall be consistent with the provision of the By-law;

And whereas the Resources, Audit and Risk Committee wishes to clarify which policies require Board review and approval, as follows: asset protection; audit services; execution of documents (signing authority and delegation); business and travel expenses; financial planning and performance; investments; and procurement (collectively, the “**Finance Policies Approval Framework**”);

And whereas the Resources, Audit and Risk Committee has reviewed the Finance Policies Approval Framework and recommend that the Boards of Sinai Health and Hennick Bridgepoint Health approve the Finance Policies Approval Framework, as presented;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the Finance Policies Approval Framework.

▪ Procurement Policy

Whereas Sinai Health By-law Number 5 contemplates that the Board may from time to time make such rules as it deems necessary or desirable in connection with the management and affairs of the Board, which rules shall be consistent with the provision of the By-law;

And whereas the Resources, Audit and Risk Committee wishes to update Sinai Health's Procurement Policy in light of the *Building Ontario Business Initiative Act, 2022* and changes to the Broader Public Sector Procurement Directive;

And whereas the Resources, Audit and Risk Committee has reviewed the updated Procurement Policy and recommends that the Sinai Health Board of Directors approve same, as presented;

Be it resolved that the Sinai Health Board of Directors approves the updated Procurement Policy.

▪ Commitments Requiring Board Authorization

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

- i. the non-competitive procurement to contract Bayshore to operate a 20 bed Transitional Care Unit with an estimated total contract value of \$1.3M;
- ii. the non-competitive procurement of ceiling lift motors from Arjo with an estimated total contract value of \$1.53M; and
- iii. the non-competitive procurement of a Cobas 6800 System, reagents and consumables from Roche Diagnostics with an estimated total contract value of \$6.5M (collectively, the "**Commitments**");

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

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

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

4.0 REPORTS

4.1 Chair's Report

The Chair's Report was circulated on February 6, 2024. No new information was provided at the meeting.

5.0 HOSPITAL AND SECTOR UPDATES

5.1 Sector Update

Dr. Gary Newton, President and Chief Executive Officer, discussed that respiratory viruses (COVID-19, RSV and influenza) are causing pressure on hospitals and there are ongoing challenges regarding patient capacity and flow. He also provided an update on Phase 3A and the recent ribbon cutting for the new state-of-the-art kitchen.

Gary made two leadership announcements. Robert Bull will take on the role of Executive Vice President and his portfolio will include Facilities and Capital Development in addition to his continuing role as Chief Financial Officer. Barbara Griffin will become the Vice President, People Engagement and Chief Human Resources Officer. Both Robert and Barbara are highly experienced healthcare executives.

Gary spoke about the passing of Dr. Robin McLeod, an internationally renowned colorectal surgeon. Among her many accomplishments, Dr. McLeod was an Officer of the Order of Canada and was a mentor to many surgeons.

Peter spoke about the passing of Peter Godsoe, who served on the Mount Sinai Hospital Board of Directors for many years. There will be a celebration of Peter's life in April 2024.

5.2 Hospital Update – Professional Care Delivery Model

Jane Merkley, Executive Vice President, Chief Nurse Executive and Chief Operating Officer, provided an update on the new professional care delivery model at Mount Sinai Hospital. As a result of the expanded bed capacity, the evolution of health care, the changing needs of patient populations and health human resource pressures, Registered Practical Nurse (RPN) roles will be added at Mount Sinai Hospital. Jane provided an overview of the phases to implement the new model.

6.0 BOARD DEVELOPMENT/EDUCATION

6.1 Research Update

Dr. Anne-Claude Gingras, Vice President Research and Director of the Lunenfeld-Tanenbaum Research Institute (LTRI), spoke about her vision for research at Sinai Health. She provided an update on some early steps to reshape the Sinai Health research portfolio, including the new leadership roles of deputy director of discovery research and deputy director of clinical research.

6.2 Sinai Health Master Plan Progress

The update on the progress of the Master Plan was deferred to April 2024 Board meeting.

7.0 RESOURCES CONVERSATION

7.1 Financial and Performance Results YTD Nov 2023

Rob Bull (Executive Vice President, Finance, Facilities & Capital Development 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 November 30, 2023. Rob discussed the impact of various compensation pressures from Bill 124. During the presentation on November YTD performance results, Sandra discussed that the re-opening of 11 North has provided some small surge capacity.

Whereas the Resources, Audit and Risk Committee reviewed and endorsed the unaudited Financial Results and Volume Performance for the eight months ended November 30, 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.

7.2 Plans to Relocate Mount Sinai Fertility and Future Space Needs

Rick Gowrie, Vice President Facilities and Capital Development, provided an overview of the potential leasing opportunity to relocate Mount Sinai Fertility Corp. and to address program growth in the Frances Bloomberg Centre for Women's and Infants' Health, with a focus on Mature Women's Health. Rick presented the clinical and strategic rationale and the business case.

Whereas Sinai Health is in need of future space and the Mount Sinai Fertility Corp. (MSF) is exploring the relocation of its downtown Toronto location to a new space;

And whereas the Resources, Audit and Risk Committee recommends that the Sinai Health Board approve Sinai Health entering into a lease with KingSett Capital (700 University Avenue Inc.) for the 19th floor of 700 University Avenue (the "Proposed Lease") and to sublease a portion of the lease space to MSF;

Be it resolved that the Sinai Health Board approves Sinai Health entering into the Proposed Lease and to sublease a portion of the leased space to MSF.

7.3 Multi-Year Capital Planning

Rob Bull provided further information about the prioritization of multi-year capital equipment needs and the use of debenture proceeds. The Resources, Audit and Risk Committee will further discuss capital needs at its March 2024 meeting with the goal of finalizing a recommendation for the Board to approve at the April 2024 meeting.

8.0 QUALITY CONVERSATION

8.1 Quality Improvement Plan 2024/25

Tom Kornya provided an overview of the important work done by the Patient Safety and Quality Committee. Jane provided an overview of the purpose of the annual Quality Improvement Plan (QIP), which is a documented set of commitments which measures quality aims in a range of areas. Lily Yang (Vice President, Quality and Chief Clinical Informatics Officer) provided an overview of the priorities for the 2024/25 QIP and an update on Sinai Health's performance.

Whereas the Patient Safety and Quality Committee of the Board (the "Committee") oversees the preparation of the Quality Improvement Plan (the "QIP") 2024/25 as prepared by management in accordance with the *Excellent Care for All Act 2010*;

And whereas the QIP 2024/25 is due to be submitted to Health Quality Ontario on or before March 31, 2024 and requires approval by the Sinai Health Board ("Board") and sign-off by the Chair of the Board, Chair of the Committee and Sinai Health's Chief Executive Officer prior to submission;

Be it resolved that the Board delegates to the Committee the authority to approve the execution and submission of the 2025/25 QIP, with ultimate Board ratification to occur at the April 2024 Board meeting.

9.0 STRATEGY UPDATE

9.1 Long-Term Care Update

Gary provided a status update on the work-in-progress for Sinai Health's long-term care planning, including municipal planning work and discussions with the Ministry of Health and the Ministry of Long-Term Care. Gary thanked Andrew Hoffman and Ken Tanenbaum for their efforts.

Before the end of the meeting, Peter asked Louis de Melo, Chief Executive Officer of the Sinai Health Foundation, to give a brief update. Louis spoke about the Raptors for Research basketball tournament on March 3, 2024, the upcoming Destination Kitchen fundraising events and planning for the postponed Mount Sinai 100 Gala.

10.0 IN-CAMERA

The Board met in-camera from 5:50 pm to 6:00 pm.

11.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is Thursday, April 18, 2024 from 3:30 pm – 6:00 pm at Hennick Bridgepoint Hospital.

12.0 ADJOURNMENT

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


Peter Cohen (Apr 26, 2024 13:19 EDT)

Peter F. Cohen
Chair of the Board


Gary Newton (Apr 25, 2024 15:03 EDT)

Dr. Gary Newton
Secretary of the Board