



MEETING OF THE BOARD OF DIRECTORS OF
SINAI HEALTH SYSTEM (“Sinai Health”)
October 10, 2024; 2:30 pm to 5:00 pm
Mount Sinai Hospital, 600 University Avenue, Toronto, Ontario, Ghert Boardroom

Minutes

Present:

Brent Belzberg
Paula Blackstien-Hirsch
Dr. Luke Devine
Joanne Ferstman
Lloyd S.D. Fogler, Q.C.
Bernard Ghert
Jonathan Gitlin

Ira Gluskin
Maxine Granovsky Gluskin
Andrew Hoffman
Michael Hollend
Debbie Kimel
Tom Kornya
Jane Merkle

Dr. Heather Munroe-Blum, O.C., O.Q.
Dr. Gary Newton
Philip Reichmann
Joel Reitman
Dr. Lisa Robinson
Joanna Rotenberg
Mark Saunders

Howard Sokolowski
Kenneth Tanenbaum
Lawrence Tanenbaum, O.C.
Dr. Lesley Wiesenfeld
Charles Winograd
Mark Wiseman

Regrets:

Jonathan Bloomberg
Lawrence Bloomberg
Peter Cohen
Henry Culham
David Cynamon
Jay Hennick

Irving Gerstein
Richard Pilosof
Dani Reiss
Gerald Schwartz, O.C.
Edward Sonshine

Also Present:

Robert Bull
Louis de Melo
Dr. Maureen Shandling

Guests:

Nely Amaral
Sandra Dietrich
Jordana Warner

Kate Wilkinson
Lily Yang

Recorders: Tracy Rotstein and Melissa Branco

1.0 CALL TO ORDER

Andrew Hoffman, Chair of the Board of Directors, called the meeting to order at 2:30 pm. Andrew introduced Melissa Branco as the new Corporate Governance Lead for Sinai Health. A Board Education Day will take place on October 27, 2024. The Board Retreat will be re-scheduled to a date in the spring of 2025.

1.1. Quorum

Andrew 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 20, 2024

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, June 20, 2024;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, June 20, 2024, 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:

Finance, Audit and Risk Committee – September 20, 2024

- 2024/25 Work Plan and Meeting Dates

Whereas the Finance, Audit and Risk Committee (the “Committee”) reviewed the 2024/25 Work Plan & Meeting Dates as proposed by Management;

And whereas the Committee approved the 2024/25 Work Plan & Meeting Dates, as presented, 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 Bridgepoint Health approve the 2024/25 Work Plan & Meeting Dates, as presented.

Governance Committee – September 20, 2024 (written resolution)

Whereas the Governance Committee has recommended that the Sinai Health Board of Directors approve the Committee and Subcommittee membership set out below;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health (as applicable) approve the membership of the Committees set out below:

Committee/Subcommittee Name	Membership
Finance, Audit and Risk Committee	Mark Wiseman (Chair) Leigh Chalmers Harry Culham John Curtin, Jr. Joanne Ferstman Bernard Ghert Tom Kornya Joanna Rotenberg (<i>ex officio</i>)
Investment Subcommittee	David Kaufman and Paul Gallagher (Co-Chairs) David Colla James Cowan Ira Gluskin Robert Grundleger Peter Levitt Catherine Murray Jason Marks Meir Rotenberg Lawrence Ullman
Resources and Planning Committee	Joanna Rotenberg (Chair) Peter Cohen Erez Eizenman Jonathan Gitlin Ira Gluskin Darren Nippard Steve Pustil Raphael Schapiro Kevin Stanton Charles Winograd Mark Wiseman (<i>ex officio</i>)
Long-Term Care Steering Subcommittee	Kenneth Tanenbaum (Chair) Paula Blackstien-Hirsch Adam Brown Peter Cohen Rob Deutschmann Samuel Frum Mitch Gascoyne Tom Kornya Lisa Levin
Patient Safety and Quality Committee	Tom Kornya (Chair) Paula Blackstien-Hirsch Ruthe Anne Conyngham Madeline Cooper Brina Ludwig-Prout Jane Merkely Mira Victoria Perry Joel Reitman Kara Ronald Dr. Lesley Wiesenfeld

Governance Committee – October 1, 2024

▪ 2024/25 Governance Committee Work Plan

Whereas the Governance Committee has reviewed the Committee’s 2024/25 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 2024/25 Work Plan, as presented.

▪ Terms of Reference for the Real Estate Subcommittee

Whereas pursuant to the Corporation’s By-law Number 5, the Board of Directors of Sinai Health may establish Committees from time to time and shall determine the terms of reference of such committees;

And whereas the Resources and Planning Committee has recommended that the Governance Committee recommend that the Sinai Health Board of Directors approve:

- (i) Terms of Reference for the Real Estate Subcommittee, as presented; and
- (ii) the dissolution of the Buildings and Property Subcommittee and the Development Subcommittee (the “Previous Committees”);

And whereas the Governance Committee has recommended that the Sinai Health Board approve the Terms of Reference of the Real Estate Subcommittee and the dissolution of the Previous Committees;

Be it resolved that the Board of Directors of Sinai Health approves the Terms of Reference of the Real Estate Subcommittee and the dissolution of the Previous Committees.

▪ 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 appointment of the Chair of the Real Estate Subcommittee and the membership of the Committees set out below;

Be it resolved that the Sinai Health Board of Directors approves the Committee membership below.

Committee/Subcommittee Name	Membership
Human Resources Committee	Kenneth Tanenbaum (Chair) Doug Nathanson Andrew Hoffman Joanne Ferstman
Research Committee	Dr. Heather Munroe-Blum (Chair) Dr. Ruedi Aebersold Debbie Kimel Dr. Morag Park Dr. Josef Penninger Dr. Arthur Slutsky Lawrence Tanenbaum Dr. Christine Williams

Real Estate Subcommittee	Jonathan Gitlin (Chair) Peter Cohen Joanne Ferstman Samuel Frum Joanna Rotenberg (ex officio)
--------------------------	---

Medical Advisory Committee – September 4, 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.

Medical Advisory Committee – October 1, 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 – October 1, 2024

Whereas pursuant to By-law Number 5 of Sinai Health System, the Board shall determine the terms of reference of Board Committees;

And whereas the Patient Safety and Quality Committee (the “Committee”) recommended that the Sinai Health Board of Directors approve the Committee’s Terms of Reference and Work Plan, as presented;

Be it resolved that the Sinai Health Board approves the Committee’s Terms of Reference and Work Plan, as presented.

Resources and Planning Committee – September 20, 2024

- Creation of Real Estate Subcommittee – Please see the resolution under “Governance Committee – October 1, 2024.”
- 2024/25 Work Plan and Meeting Dates

Whereas the Resources and Planning Committee (the “Committee”) reviewed the 2024/25 Work Plan & Meeting Dates as proposed by Management;

And whereas the Committee approved the 2024/25 Work Plan & Meeting Dates, as presented, and recommended approval of same by the Sinai Health Board of Directors;

Be it resolved that the Sinai Health Board of Directors approves the 2024/25 Board Education and Work Plan as presented.

3.0 REPORTS

3.1 Chair's Report

The Chair's Report was circulated on October 8, 2024. Andrew expressed his appreciation for the opportunity to act as Chair of the Sinai Health Board and conveyed his thanks to Dr. Gary Newton and the Sinai Health Management team. He also thanked the Board for their leadership and dedication to Sinai Health. Andrew welcomed four new directors to the Board: Jonathan Gitlin, Joanne Ferstman, Dr. Heather Munroe-Blum O.C., Q.C. and Dr. Lisa Robinson (Dean of the Temerty Faculty of Medicine, University of Toronto).

Andrew noted that the Board meeting would include a review of the Board's Work Plan for the year ahead as well as a discussion about the work and focus of the Board's Committees. Sinai Health has recently made changes to the Board Committee structure and added a number of new Committee members, who will bring additional skills and perspective to the organization. Andrew shared that going forward, there will be dedicated time at Board meetings for Committee Chairs to provide updates. He also noted that Sinai Health would be forming a new Heritage Committee and that Terms of Reference are expected to be developed before the December 2024 Board meeting. Andrew thanked the Foundation and Louis De Melo for his leadership to support the Mount Sinai 100 Gala.

3.2 CEO's Report

Dr. Gary Newton, President and Chief Executive Officer, also welcomed Sinai Health's new directors and provided several updates. Sinai Health's vaccination campaign to prepare for the respiratory virus season will begin soon and the Hospital is returning to masking in patient care areas beginning October 16, 2024. Gary also provided updates on governance changes in the Ontario hospital sector, including the appointment of supervisors to oversee operations at three Ontario hospitals. He has also joined a Hospital Advisory Committee with representatives from the Ministry of Health, the Ontario Hospital Association and Ontario Health.

4.0 GOVERNANCE

4.1 Governance Committee Update

Charles (Chuck) Winograd, Chair of the Governance Committee, updated the Board about the Committee's recent meeting. The Governance Committee now includes the Chairs of Sinai Health's Board Committees, which is expected to increase the Governance Committee's focus on strategic initiatives and facilitate coordination. The first part of the Governance Committee's recent meeting focused on recommending new Committee appointments. Efforts were made over the summer to add Committee members with new skill sets. The Governance Committee also discussed the path forward for Board renewal and the Hospital's strategic initiatives.

4.2 2024/25 Board Work Plan

Andrew provided an overview of the Board Work Plan. There are placeholders in the calendar to address strategic priorities as the year progresses.

Whereas the Governance Committee has reviewed and endorsed the 2024/25 Board Work Plan and recommended approval by Sinai Health's Board;

Be it resolved that Sinai Health's Board approves the 2024/25 Board Work Plan as presented.

4.3 Academic Leadership Update

Gary provided three academic leadership updates. Dr. Nathan Stall has been appointed as the Geriatrics Site Lead for Sinai Health. Dr. Jesse Wolfstadt has been appointed as the Division Head, Orthopaedic Surgery.

With respect to the search for the new Executive Vice President, Academic and Medical Affairs, there is a search committee in place and a shortlist of candidates for the role.

5.0 STRATEGIC INITIATIVES

5.1 Current Strategic Plan and Proposed Strategic Priorities

Andrew provide an overview of the 2024/25 Key Board Priorities, which are areas of priority for which the Board and its Committees will support and enable as a partner to Hospital Management. He spoke about priorities in the areas of patient quality, research, digital transformation, cyber security and multi-year capital planning. Gary briefly spoke about the Hospital's Strategic Plan and discussed the difference between the 2024/25 Key Board Priorities and the Hospital's Operating Plan.

6.0 PATIENT SAFETY AND QUALITY

6.1 Patient Safety and Quality Update

Tom Kornya, Chair of the Patient Safety and Quality Committee, provided an update on the Committee's new members. Jane Merkley (Executive Vice President, Chief Operating Officer and Chief Nurse Executive) introduced Nely Amaral as Sinai Health's new Vice President Quality, Patient Experience and Awards of Distinction. In her new role, Nely will have overall accountability for the quality portfolio, including oversight of the patient experience and quality aims. Nely will also continue to lead Sinai Health's Magnet Program.

6.2 Quality Aims Renew, 2025-2028

Jane and Nely provided an overview of Sinai Health's multi-year quality aims, which will define the Hospital's quality priorities for the next three years. The multi-year aims will cascade into the annual Quality Improvement Plan. This is the third time that the quality aims have been renewed since 2015. Nely presented each aim (Safe, Timely, Effective, Equity and Person Centered) and the proposed sub-aims. The proposed aims will be brought back to the Board for approval at the December 2024 meeting. Detailed reference materials were included in the Board package.

6.3 Quality Performance Metrics Scorecard Orientation Q1 Fiscal year 2024-2025

Sandra Dietrich (Vice President, Performance, Clinical and Support Services) provided an orientation to the Quality Improvement Plan (QIP) performance scorecard and also discussed Perioperative performance.

7.0 RESOURCES AND PLANNING

7.1 Resources and Planning Committee Update

Joanna Rotenberg, Chair of the Resources and Planning (RAP) Committee, discussed the context for the creation of the RAP Committee and the Finance, Audit and Risk (FAR) Committee. There are some new members on both Committees, including some new members with technology experience on the RAP Committee. Joanna also spoke about the creation of the new Real Estate Subcommittee and thanked Jonathan Gitlin for acting as Chair of the Subcommittee.

Joanna also provided an overview of the challenges and opportunities for digital transformation at Sinai Health. RAP Committee members and Management discussed the current digital landscape at the first RAP meeting, including gaps and areas for improvement. Jane introduced Lily Yang, Sinai Health's Vice President, Digital Strategy and Chief Information Officer. Lily is expected to present on opportunities for digital transformation at the December 2024 Board meeting.

7.2 Cyber Update

Lily presented the findings of a cyber crisis table top exercise conducted earlier in the year, including the strengths and opportunities identified through the exercise.

8.0 FINANCE, AUDIT AND RISK

8.1 Financial and Performance Results YTD July 2024

Mark Wiseman, Chair of the FAR Committee, provided an overview of the Committee's mandate. Rob Bull (Executive Vice President, Finance, Facilities & Capital Development and Chief Financial Officer) provided a high level summary of Sinai Health's financial results as of July 31, 2024.

Whereas the Finance, Audit and Risk Committee reviewed and endorsed the Financial Results and Volume Performance for the four months ended July 31, 2024 and recommend 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 FOUNDATION UPDATE

Louis De Melo, President and Chief Executive Officer of the Sinai Health Foundation, provided an update on the success of the Mount Sinai 100 Gala and thanked Richard Pilosof and Ken Tanenbaum for their leadership.

10.0 DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is Thursday, December 5, 2024 from 3:30 pm – 6:00 pm.

11.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 5:15 pm.



Andrew Hoffman
Chair of the Board



Gary Newton (Dec 6, 2024 15:26 EST)

Dr. Gary Newton
Secretary of the Board