



**Sinai
Health**

MEETING OF THE BOARD OF DIRECTORS OF
SINAI HEALTH SYSTEM (“Sinai Health”)
December 5, 2024; 3:30 pm to 6:00 pm
Mount Sinai Hospital, 600 University Avenue, Toronto, Ontario, Ghert Boardroom

Minutes

Present:

Paula Blackstien-Hirsch
Lawrence Bloomberg
Peter Cohen
David Cynamon
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 Merkley
Dr. Heather Munroe-Blum, O.C., O.Q.
Dr. Gary Newton
Richard Pilosof
Philip Reichmann
Dr. Lisa Robinson
Joanna Rotenberg
Mark Saunders
Howard Sokolowski
Kenneth Tanenbaum
Lawrence Tanenbaum, O.C.
Charles Winograd
Dr. Lesley Wiesenfeld

Regrets:

Brent Belzberg
Jonathan Bloomberg
Harry Culham
Jay Hennick
Irving Gerstein

Dani Reiss
Joel Reitman
Gerald Schwartz, O.C.
Edward Sonshine
Mark Wiseman

Also Present:

Robert Bull
Louis de Melo
Carey Lucki

Guests:

Nely Amaral
Sandra Dietrich
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 3:30 pm.

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: October 10, 2024

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, October 10, 2024;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, October 10, 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:

Governance Committee – November 19, 2024

- Terms of Reference for the Heritage 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 Governance Committee has recommended that the Sinai Health Board approve the Terms of Reference of the Heritage Subcommittee;

Be it resolved that the Board of Directors of Sinai Health approves the Terms of Reference of the Heritage Subcommittee.

- Members of the Heritage Subcommittee

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 the Governance Committee recommended that the Sinai Health Board of Directors approve the membership of the Heritage Subcommittee set out below:

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

Heritage Subcommittee

Heather Reisman (Chair)

Brent Belzberg

Maxine Granovsky Gluskin

Debbie Kimel

Joel Reitman

Lawrence Tanenbaum, O.C.

Charles Winograd

Andrew Hoffman (*ex officio*)

Medical Advisory Committee – October 9, 2024

- Changes to Professional Staff, New Appointments, Change of Status and Temporary Privileges

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.

- Professional Staff By-Laws Review

Whereas the Medical Advisory Committee endorsed the establishment of a Working Group to provide input on amendments to the Professional Staff By-Laws and recommended approval of same by the Sinai Health 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 establishment of a Professional Staff By-law Working Group.

Medical Advisory Committee – November 6, 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.

Finance, Audit and Risk Committee – November 14, 2024

▪ Internal Audit Charter

Whereas the Finance, Audit and Risk Committee has reviewed and endorsed the Internal Audit charter, as presented and recommends that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve same;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the Internal Audit Charter, as presented.

▪ External Audit 2024/25 Audit Plan and Remuneration

Whereas the Finance, Audit and Risk Committee has reviewed and endorsed PwC LLP's proposed Audit Plan and fees for the fiscal year ending March 31, 2025 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 PwC LLP's Audit Plan and fees for the fiscal year ending March 31, 2025, as presented.

▪ Commitments Requiring Board Approval

Whereas the Finance, 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 of a contract with Circle of Care for the delivery of home and community care services for the Hospital to Home program for a period of 5 years, with an estimated contract value of \$13.4M;
- ii. approval to enter into a contract with Otis Canada Inc. to (a) to modernize 9 elevating devices; and (b) to provide maintenance services for 36 elevators and 2 escalators for 5 years, with an estimated contract value of \$6.3M (collectively, the "Commitments");

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

And whereas the Finance, 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 approve entering into such Commitments, as presented.

Research Committee – November 14, 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 Research Committee (the "Committee") recommends that the Sinai Health Board of Directors approve the Committee's Terms of Reference and transitional mandate, as presented;

Be it resolved that the Sinai Health Board of Directors approves the Committee's Terms of Reference and transitional mandate, as presented.

Human Resources Committee – November 29, 2024

- Amended Terms of Reference

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 Human Resources Committee (the “Committee”) recommends that the Sinai Health Board of Directors approve the amendments to the Committee’s Terms of Reference, as presented;

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

- Updated Work Plan

Whereas the Human Resources Committee has reviewed and endorsed the Committee’s updated 2024/25 Work Plan, as presented and recommends the Sinai Health Board of Directors approve the same.

Be it resolved that the Sinai Health Board of Directors approves the Committee’s updated 2024/25 Work Plan, as presented.

3.0 REPORTS

3.1 Chair’s Report

The Chair’s Report was circulated on December 2, 2024. Andrew congratulated Jane Merkle, Executive Vice President, Chief Nurse Executive and Chief Operating Officer, and the leadership team for successfully achieving Magnet Accreditation of the NICU; the first hospital in Canada to achieve this designation. Andrew also congratulated Dr. Eric Monteiro on being appointed as the new Otolaryngologist-in-Chief. Finally, Andrew acknowledged and thanked Dr. Maureen Shandling, Executive Vice President, Academic and Medical Affairs on her years of service as Maureen will retire at the end of December.

3.2 CEO’s Report

Dr. Gary Newton, President and Chief Executive Officer, announced that Ian McDermott will join Sinai Health as the new Vice President of Facilities and Capital Development. Gary noted that on the clinical side, both hospitals are full and busy. New programs have been implemented to help with flow, such as the reactivation beds at West Park Healthcare Centre and the Hospital to Home program. The Hospital to Home program, a collaboration between Sinai Health and Circle of Care, is currently underway. Gary congratulated Kara Ronald, Vice President, Professional Practice, Nursing and Health Disciplines, for her leadership on these two programs.

Gary also noted that flu season is forthcoming and encouraged everyone to get their vaccinations.

4.0 GOVERNANCE

4.1 Governance Committee Update

Charles (Chuck) Winograd, Chair of the Governance Committee, provided an update on the Committee’s most recent meeting. The Committee is considering Board renewal and succession planning, including the skill sets to prioritize as the Board replaces departing Directors. Chuck also provided an overview of the mandate of the Heritage Subcommittee.

4.2 Academic Leadership Update

Gary noted that leadership updates were already provided as part of the CEO's report and were also included in the Medical Advisory Committee reports.

5.0 STRATEGIC INITIATIVES

5.1 Board Education Day

Andrew provided an update on the Board's Education Day held on November 27, 2024. Feedback received from the Directors was positive. It was suggested that future Education Days be held in the fall, specifically in September, as new Directors join the Board and should also be videotaped, if possible. Andrew noted that other opportunities for Board education will be identified.

5.2 Board and Senior Leadership Retreat

Andrew led a discussion on suggested topics, format and guest speakers for the upcoming Board and Senior Leadership Retreat. Gary noted that potential dates will be circulated shortly.

6.0 PATIENT SAFETY AND QUALITY

6.1 Quality Aims, 2025-2028

Tom Kornya, Chair of the Patient Safety and Quality Committee, introduced the Quality Aims noting that they are reasonable, relevant and ambitious. He acknowledged that the team should be proud of their work to arrive at this outcome.

Jane provided an overview of the five Aims, noting that measures for the Sub-Aims will be presented at a later date along with the Quality Improvement Plan's (QIP) first year targets. The advantage of multi-year Aims is that they become the anchor for the QIP over a three year span. The hospital employed a systematic approach to creating the Aims which included a working group, a review of external requirements, accreditation requirements, provincial targets, feedback from patients and families, stakeholder committees, direct staff and subject matter experts.

Whereas the Patient Safety and Quality Committee (the "Committee") has reviewed and approved the Sinai Health Quality Aims 2025-2028, Sub-Aims and their recommended measures as the foundation for the annual Quality Improvement Plans (QIP);

And whereas the Committee recommended that the Sinai Health Board of Directors approve the Sinai Health Quality Aims 2025-2028, Sub-Aims and their recommended measures as the foundation for the annual Quality Improvement Plans (QIP), as presented;

Be it resolved that the Sinai Health Board accepts the recommendation of the Committee and approves the Sinai Health Quality Aims 2025-2028, Sub-Aims and their recommended measures as the foundation for the annual Quality Improvement Plans (QIP), as presented.

6.2 Quality Performance Report Q2 – Spotlight on Board Priorities

Sandra Dietrich, Vice President, Performance, Clinical and Support Services, provided an overview of two key Board priorities: pre-pandemic surgical volume recovery by increasing operating room hours and reducing long waiters; and improving access and throughput by decreasing time to inpatient beds and ambulance offload times. Sandra highlighted that the surgical volumes do not reflect patient acuity.

7.0 RESOURCES AND PLANNING

7.1 Resources and Planning Committee Update

Joanna Rotenberg, Chair of the Resources and Planning Committee, provided an update on the Committee's most recent meeting which primarily focused on digital health and the electronic patient records systems.

7.2 Digital Health Update

Lily Yang, Vice President, Digital Strategy and Chief Information Officer, presented the due diligence to date to advance Sinai Health's electronic patient record strategy.

8.0 FINANCE, AUDIT AND RISK

8.1 Financial and Performance Results YTD September 2024

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 September 30, 2024. Sandra presented the volume performance highlighting a slight increase in Emergency Department visits.

Whereas the Finance, Audit and Risk Committee reviewed and endorsed the Financial Results and Volume Performance for the year-to-date period ended September 30, 2024 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 FOUNDATION UPDATE

Richard Pilosof, Chair, Sinai Health Foundation Board of Directors, provided an update on the Foundation's fundraising results, ongoing activities and impactful gifts expected in the coming weeks.

10.0 HUMAN RESOURCES

10.1 Human Resources Committee Update

Ken Tanenbaum, Chair of the Human Resources Committee provided an update on the Committee's most recent meeting. Ken provided an overview of the Committee's expanded Terms of Reference and quarterly Work Plan.

11.0 RESEARCH

11.1 Research Committee Update

Dr. Heather Munroe-Blum, Chair of the Research Committee provided an update on the Committee's most recent meeting. Given the new mandate for the Lunenfeld-Tanenbaum Research Institute and research across Sinai Health, the Committee's Terms of Reference were amended. Heather also noted that a strategic planning process has been launched.

12.0 DATE OF NEXT MEETING

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

13.0 ADJOURNMENT

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



Andrew Hoffman
Chair of the Board



Gary Newton (Feb 7, 2025 10:05 EST)

Dr. Gary Newton
Secretary of the Board