



ANNUAL GENERAL MEETING  
SINAI HEALTH SYSTEM (“SHS”)

Thursday, June 11, 2020

Via Teleconference

11:30 am – 11:45 am

Minutes

Present:

Mr. Brent Belzberg	Dr. Gary Newton
Dr. Erin Bearss	Mr. Richard Pilosof
Ms. Paula Blackstien-Hirsch	Mr. Stephen Pustil
Mr. Jonathan Bloomberg	Mr. Joel Reitman
Mr. Lawrence Bloomberg	Mr. Robert Rubinoff
Mr. Peter Cohen	Mr. Allan Rudolph
Mr. Harry Culham	Mr. Mark Saunders
Mr. David Cynamon	Mr. Howard Sokolowski
Mr. Lloyd S.D. Fogler, QC	Mr. Edward Sonshine
Mr. Bernard Ghert	Mr. Kenneth Tanenbaum
Mr. Ira Gluskin	Mr. Lawrence Tanenbaum
Ms. Maxine Granovsky Gluskin	Mr. Charles Winograd
Mr. Andrew Hoffman	Mr. Mark Wiseman
Mr. Tom Kornya	Dr. L. Trevor Young
Ms. Jane Merkley	

Regrets:

Mr. Irving Gerstein	Ms. Heather Reisman
Mr. Jay Hennick	Ms. Joanna Rotenberg
Ms. Debbie Kimel	Mr. Gerald Schwartz
Mr. Joseph Lebovic	Rt. Hon. John Turner
Mr. Philip Reichmann	Dr. Jay Wunder

Also Present:

Ms. Susan Brown	Ms. Barbara McCully
Mr. Ross DeBoni	Dr. Howard Ovens
Mr. Louis de Melo	Ms. Dee Perera
Ms. Karen Hurlburt	Dr. Maureen Shandling
Ms. Carey Lucki	Dr. Jim Woodgett

Guests:

Dr. Jennie Johnstone	Ms. Terri McKinnon - PwC
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Recorder: Ms. Amy Anderson

## **1.0 CALL TO ORDER**

Mr. Brent Belzberg, Chair of the Board of Directors, called the meeting to order.

### **1.1 Quorum**

Mr. Belzberg 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 CONSENT AGENDA ITEMS**

### **2.1 Previous Meeting Minutes**

The previous meeting minutes of the joint AGM on June 5, 2019 were pre-circulated. The following resolution was put forward and approved:

**Whereas** the Members of SHS have reviewed the meeting minutes from the joint AGM on June 5, 2019;

**Be it resolved that** the Members of SHS approve the meeting minutes of the Members as listed and as circulated.

## **3.0 REPORTS**

### **3.1 Chair's Report**

The Chair of the Board report was pre-circulated with the meeting material.

### **3.2 CEO's Report**

The President & CEO report was included in the COVID-19 update.

## **4.0 RESOURCES CONVERSATION**

### **4.1 Receipt of Audited Financial Statements for the Year Ending March 31, 2020**

Year-End Financial Results and Audit Findings in respect of SHS were received by the Members of the Corporation.

### **4.2 Appointment of Auditors for Sinai Health System for 2020-21**

**Whereas** the Board of Directors of SHS recommend that the Members of the Corporation appoint PwC LLP as auditors for SHS for the year ending March 31, 2021;

**Be it resolved that** the Members of SHS accept the recommendation of the Board of Directors and appoint PwC LLP as auditors for SHS for the year ending March 31, 2021, at a fee to be determined by the Board of Directors.

## 5.0 GOVERNANCE CONVERSATION

### 5.1 Election of Sinai Health System Board of Directors and Ex-Officio Directors

**Whereas** the Board of Sinai Health has agreed, on a request from management, to defer the process by which the Board periodically changes the individuals appointed to certain senior governance roles (the “**Renewal**”), understanding that the Renewal will be outside the usual timeframe anticipated in By-law No. 3;

**Whereas** the above decision was made due to the COVID-19 pandemic and the need for governance continuity, focus on operational priorities and deferral of orientation on such governance roles;

**Whereas** it is expected that the Board will, further to a decision by the President and CEO of Sinai Health, decide on the appropriate timing for such Renewal, and it will ideally occur by December 2020;

**Whereas** one such Renewal appointment may be the Chair of the Board, which if effected, the members acknowledge would (i) change the list of ex-officio voting Directors of Sinai Health to include the current Chair and replace the current Immediate Past Chair, and (ii) establish the potential for the members to elect a new regular voting Director;

**Whereas** pursuant to Sinai Health System’s By-Law Number 3, it is deemed desirable and in the best interests of the Corporation that the following actions be taken by the Members of the Corporation;

**Now, therefore, be it resolved that** the Members of Sinai Health System hereby consent to, approve and adopt the following:

#### 1. Election of Directors

**Be it resolved that** effective as of the date hereof, the following individuals, being the only persons on this date nominated for such positions, are hereby elected to the Board of Directors of SHS for a term of three (3) years or until his or her successor is elected subject to the provisions of the Corporation’s By-Law Number 3:

Term ending	Director
2023	1. Maxine Granovsky Gluskin
	2. Debbie Kimel
	3. Tom Kornya
	4. Joseph Lebovic
	5. Richard Pilosof
	6. Stephen M. Pustil
	7. Philip Reichmann
	8. Heather M. Reisman
	9. Joel Reitman

Whereby it is confirmed that the following individuals have been previously elected to the Board of Directors of SHS for a term ending as indicated below or until his or her successor is elected subject to the provisions of the Corporation's By-Law Number 3:

Term ending	Director
2021	10. Joanna Rotenberg
	11. Robert A. Rubinoff
	12. Mark S. Saunders
	13. Howard Sokolowski
	14. Edward Sonshine
	15. Kenneth Tanenbaum
	16. Charles M. Winograd
	17. Mark D. Wiseman
2022	18. Brent Belzberg
	19. Paula Blackstien-Hirsch
	20. Jonathan Bloomberg
	21. Peter Cohen
	22. Harry Culham
	23. David Cynamon
	24. Ira Gluskin
	25. Andrew Hoffman

The following are *ex-officio* voting Directors of Sinai Health System

The President of the University of Toronto or designate	Dr. L. Trevor Young
The Chair of the Board of Circle of Care Home Care Services (Toronto)	Allan Rudolph
Sinai Health System Immediate Past Chair	Jay S. Hennick

The following are *ex-officio* non-voting Directors of Sinai Health System

Chief Executive Officer	Dr. Gary Newton
Chair of the Medical Advisory Committee	Dr. Jay Wunder
President of the Professional Staff Association	Dr. Erin Bearss
Chief Nursing Executive	Jane Merkley

## 2. Appointment of Sinai Health System Director Emeriti

**Whereas** pursuant to the Sinai Health System's By-Law Number 3, there may be *ex-officio* non-voting Director(s) Emeriti appointed to the Board;

**Be it resolved that** effective as of the date hereof, the Members of Sinai Health System appoint the following individuals for a term of one (1) year or until his or her successor is appointed subject to the provisions of the Corporation's By-Law Number 3:

- **Lawrence S. Bloomberg**, *ex-officio* non-voting Director Emeritus
- **Lloyd Fogler**, *ex-officio* non-voting Director Emeritus
- **The Hon. Irving R. Gerstein**, *ex-officio* non-voting Director Emeritus
- **Bernard I. Ghert**, *ex-officio* non-voting Director Emeritus
- **Gerald Schwartz**, *ex-officio* non-voting Director Emeritus
- **Lawrence Tanenbaum**, *ex-officio* non-voting Director Emeritus
- **Rt. Hon. John N. Turner**, *ex-officio* non-voting Director Emeritus

## 6.0 OTHER BUSINESS

No other business was brought forward.

## 7.0 DATE OF NEXT MEETING

The next scheduled Annual General Meeting is Thursday, June 17, 2021 from 11:00 am to 2:00 pm.

## 8.0 ADJOURNMENT

There being no further business, the meeting adjourned at 11:40 am.



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Peter F. Cohen  
Chair of the Board



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Dr. Gary Newton  
Secretary of the Board