



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

April 22, 2025; 3:30 pm to 6:00 pm

Hennick Bridgepoint Hospital, 1 Bridgepoint Drive, Main Floor Auditorium

Minutes

Present:

Brent Belzberg
Paula Blackstien-Hirsch
Jonathan Bloomberg
Lawrence Bloomberg
Peter Cohen
David Cynamon
Dr. Luke Devine
Joanne Ferstman
Lloyd S.D. Fogler, Q.C.
Jonathan Gitlin
Ira Gluskin
Maxine Granovsky Gluskin
Andrew Hoffman
Debbie Kimel

Tom Kornya
Jane Merkley
Dr. Heather Munroe-Blum, O.C., O.Q.
Dr. Gary Newton
Richard Pilosof
Philip Reichmann
Joel Reitman
Joanna Rotenberg
Mark Saunders
Kenneth Tanenbaum
Lawrence Tanenbaum, O.C.
Charles Winograd
Dr. David Yan
Mark Wiseman

Regrets:

Harry Culham
Irving Gerstein
Bernard Ghert
Jay Hennick
Michael Hollend

Dani Reiss
Dr. Lisa Robinson
Gerald Schwartz, O.C.
Howard Sokolowski
Edward Sonshine

Also Present:

Robert Bull
Louis de Melo

Carey Lucki
Dr. Lesley Wiesenfeld

Guests:

Nely Amaral
Sandra Dietrich

Lianne Jeffs
Dr. Anne-Claude Gingras

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: February 6, 2025

Whereas the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, February 6, 2025;

Be it resolved that the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, February 6, 2025, 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:

Medical Advisory Committee – February 5, 2025

- 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.

Medical Advisory Committee – March 5, 2025

- 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.

Governance Committee – April 8, 2025

- Restated Articles of Incorporation

Whereas it is deemed desirable and in the best interests of Sinai Health System (the "**Corporation**") to obtain Restated Articles of Incorporation, as further described in the application for Restated Articles of Incorporation (the "**Application**") as presented;

And Whereas the Governance Committee recommends that the Corporation's Board approve the following:

1. the Corporation is hereby authorized to submit the Application to the Director appointed under the Ontario *Not-for-Profit Corporations Act*;
2. any two officers or directors of the Corporation (collectively, the "**Authorized Signatories**") are authorized and directed to execute all such documents and perform all such acts as are necessary or desirable to give full force and effect to the foregoing, including, without limitation, the execution and delivery to the Ministry of Public and Business Service Delivery of the Application and all other required documents; and
3. the Authorized Signatories are authorized and directed to make such technical changes in the Application as may be required by the Ministry of Public and Business Service Delivery and the Ministry of Health, with no further recourse to the directors or members of the Corporation to approve or confirm such changes, and any such amendments made by such persons shall be conclusive evidence of the need to make such amendments and are hereby ratified and approved;

Be it resolved that Board of Directors of the Corporation approves the Restated Articles of Incorporation, as presented.

- Heritage Subcommittee Amended Terms of Reference

Whereas pursuant to the Corporation's By-Law Number 5, the Board may establish Committees from time to time and shall determine the terms of reference of such committees;

And whereas the Governance Committee has reviewed changes to the Heritage Subcommittee's Terms of Reference and recommends that the Sinai Health Board approve the amended Terms of Reference;

Be it resolved that the Sinai Health Board of Directors accepts the recommendation of the Governance Committee and approves the Heritage Subcommittee's amended Terms of Reference.

- Heritage Subcommittee Membership Update

Whereas the Governance Committee recommends that the Sinai Health Board of Directors approve the addition of Philip Reichmann to the Heritage Subcommittee;

Be it resolved that the Sinai Health Board of Directors accepts the recommendation of the Governance Committee and approves the addition of Philip Reichmann to the Heritage Subcommittee.

Patient Safety and Quality Committee – March 26, 2025

- 2025/26 Quality Improvement Plan

Whereas the Sinai Health Board of Directors delegated to the Patient Safety and Quality Committee (the “Committee”) the authority to approve the execution and submission of the 2025/26 Quality Improvement Plan (QIP), with ultimate Board ratification to occur at the April 2025 Board meeting;

And whereas the Committee has approved the 2025/26 QIP, as presented;

Be it resolved that the Sinai Health Board of Directors ratifies the 2025/26 QIP.

Resources and Planning Committee – March 27, 2025

- Grant Request – Hennick Bridgepoint Health

Whereas the 2024/25 Sinai Health grant requests includes a request from Hennick Bridgepoint Health for up to \$1.0M for Debt Service;

And whereas the Resources and Planning Committee recommends approval of the 2024/25 grant request by the Board of Directors of Hennick Bridgepoint Health;

Be it resolved that the Board of Directors of Hennick Bridgepoint Health approves the grant request for up to \$1.0M for Debt Service.

Finance, Audit and Risk Committee – March 27, 2025

- Internal Audit Plan for 2025/26 Fiscal Year

Whereas the Finance, Audit and Risk Committee endorses the 2025/26 Internal Audit Plan and budget 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 approves the 2025/26 Internal Audit Plan and budget.

- Use of the External Auditor for Non-Audit Services

Whereas the Boards of Directors of Sinai Health and Hennick Bridgepoint Health have approved a Finance Policies Approval Framework (the Framework) to clarify which policies require Board review and approval;

And whereas the Framework includes a policy for Use of the External Auditor for Non-Audit Services (the “Policy”);

And whereas Management has created a Policy and completed the requisite diligence to ensure its appropriateness and suitability;

And whereas the Finance, Audit and Risk Committee recommends that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the Policy;

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approves the Policy, as recommended.

- Procurement Policy

Whereas the Boards of Directors of Sinai Health and Hennick Bridgepoint Health have approved a Finance Policies Approval Framework to clarify which policies require Board review and approval;

And whereas the Finance Policies Approval Framework includes the Procurement Policy;

And whereas Management has revised the Procurement Policy and completed the requisite diligence to ensure its appropriateness;

And whereas the Finance, Audit and Risk Committee recommends that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the revised Procurement Policy.

Be it resolved that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approves the revised Procurement Policy, as recommended.

- Fighting Against Forced Labour and Child Labour in Supply Chains Act

Whereas the *Fighting Against Forced Labour and Child Labour in Supply Chains Act, 2023* requires an entity that meets certain criteria to submit an annual report to the Minister of Public Safety and Emergency Preparedness (the “Report”);

And whereas the Report is due to be submitted on or before May 31, 2025 and requires approval by the Sinai Health Board prior to submission;

And whereas the Finance, Audit and Risk Committee recommends:

- (i) the approval of the Report, as presented, by the Sinai Health Board of Directors; and
- (ii) the authorization of any one of the Board Chair, Treasurer, President and CEO or the Executive Vice President, Finance and Chief Financial Officer (each, an “Authorized Signatory”) to execute and deliver the Report on behalf of the Corporation with such technical changes as the Authorized Signatory may approve.

Be it resolved that the Sinai Health Board of Directors approves the Report, as presented any one of the Authorized Signatory are hereby authorized to execute and deliver the Report on behalf of the Corporation with such technical changes as the Authorized Signatory may approve.

From the Joint Meeting of the Resources and Planning and Finance, Audit and Risk Committees – March 27, 2025

- Hospital and Multi-Sector Service Accountability Agreements (H-SAA, M-SAA)

H-SAA Approval

Whereas Ontario Health and Sinai Health agree on performance, funding and accountability measures that are consistent with Sinai Health’s prior year Hospital Service Accountability Agreement (“H-SAA”) for the 2025/26 H-SAA;

And whereas Sinai Health must approve the H-SAA prior to Ontario Health flowing funds starting April 1, 2025;

Now therefore, subject to the completion by Management of all requisite legal diligence and confirmation that the H-SAA will not create any material legal risks or disadvantages to Sinai Health other than as presented;

And whereas the Finance Audit and Risk Committee and the Resources and Planning Committee recommend the following:

- (i) the Sinai Health Board of Directors approves the H-SAA and any two of the Board Chair, Treasurer, President and CEO, and EVP & Chief Financial Officer, are hereby authorized to execute and deliver on behalf of the Corporation the H-SAA in respect of the 2025/26 funding year with such changes therein, or additions, deletions, alterations or amendments thereto as the persons signing may approve, such approval, and the fact that the H-SAA is authorized to be executed and delivered by this resolution, to be conclusively evidenced by such execution; and
- (ii) any of Board Chair, Treasurer, President and CEO, and EVP & Chief Financial Officer is hereby authorized and directed on behalf of the Corporation, to do all such further and other acts to execute and deliver or cause to be executed and delivered on behalf of the Corporation, such further and other instruments, agreements, certificates, directions, acknowledgements, declarations, documents, undertakings and other writings as he or she may in his or her sole discretion approve or consider necessary or desirable to give effect to this resolution;

Be it resolved that the Sinai Health Board of Directors approves the H-SAA, as presented.

M-SAA Approval

Whereas Ontario Health and Sinai Health agree on performance, funding and accountability measures that are consistent with Sinai Health's prior year Multi-Sector Accountability Agreement ("M-SAA") for the 2025/26 M-SAA, effective April 1, 2025;

And whereas Sinai Health must approve the M-SAA prior to Ontario Health flowing funds starting April 1, 2025;

Now therefore, subject to the completion by Management of all requisite legal diligence and confirmation that the 2025/26 M-SAA will not create any material legal risks or disadvantages to Sinai Health other than as presented;

And whereas the Finance Audit and Risk Committee and the Resources and Planning Committee recommend the following:

- (i) the Sinai Health Board of Directors approves the 2025/26 M-SAA and any two of the Board Chair, Treasurer, President and CEO, and EVP & Chief Financial Officer, are hereby authorized to execute and deliver on behalf of the Corporation that agreement with such changes therein, or additions, deletions, alterations or amendments thereto as the persons signing may approve, such approval, and the fact that such agreement is authorized to be executed and delivered by this resolution, to be conclusively evidenced by such execution; and
- (ii) any of Board Chair, Treasurer, President and CEO, and EVP & Chief Financial Officer is hereby authorized and directed on behalf of the Corporation, to do all such further and other acts to execute and deliver or cause to be executed and delivered on behalf of the Corporation, such further and other instruments, agreements, certificates, directions, acknowledgements, declarations, documents, undertakings and other writings as he or she

may in his or her sole discretion approve or consider necessary or desirable to give effect to this resolution;

Be it resolved that the Sinai Health Board of Directors approves the M-SAA, as presented.

Human Resources Committee – February 24, 2025

- Executive Contingency Plan – Annual Review

Whereas the Human Resources Committee (“the Committee”) has reviewed the 2025/26 Sinai Health Executive Contingency Plan and recommends approval by the Sinai Health Board of Directors;

Be it resolved that the Sinai Health Board of Directors accepts the recommendation of the Committee and approves the 2025/26 Sinai Health Executive Contingency Plan.

Research Committee – April 1, 2025

- Findings on Strategic Planning Report

Whereas the Research Committee has reviewed the third-party report on Sinai Health Research Strategic Planning (the “Report”);

And whereas the Research Committee endorses and recommends the Report’s finding to the Sinai Health Board of Directors, subject to Sinai Health’s processes for reviewing and approving operating and capital budget commitments;

Be it resolved that the Sinai Health Board of Directors approves the Report’s finding, subject to Sinai Health’s processes for reviewing and approving operating and capital budget commitments.

- Strategic Imperatives and Initial Strategic Recommendations

Whereas the Research Committee has reviewed the third-party report on Sinai Health Research Strategic Planning (the “Report”);

And whereas the Research Committee endorses and recommends the Report’s strategic imperatives to the Sinai Health Board of Directors, subject to Sinai Health’s processes for reviewing and approving operating and capital budget commitments;

Be it resolved that the Sinai Health Board of Directors approves the Report’s strategic imperatives, subject to Sinai Health’s processes for reviewing and approving operating and capital budget commitments.

3.0 REPORTS

3.1 Chair’s Report

The Chair’s Report was circulated on April 19, 2025. Andrew acknowledged Research accomplishments at Sinai Health, notably Dr. Dan Drucker, the recipient of this year’s Breakthrough Prize for Life Sciences for his contribution to the creation of ground breaking drugs for diabetes and obesity. Andrew also congratulated the Cancer Research team for executing a successful full day retreat.

3.2 CEO's Report

Dr. Gary Newton, President and Chief Executive Officer, updated the Board about the upcoming retreat at the The University Club of Toronto on May 12, 2025.

4.0 STRATEGIC INITIATIVES

4.1 Update on Strategic Priorities

Andrew highlighted that each Committee Chair will be asked to provide an update with a focus on the Board's strategic priorities and items that require Board approval.

4.2 Healthy Ageing

Gary introduced Dr. Anne-Claude Gingras, Director of LTRI and Vice President of Research at Sinai Health, as well as the Healthy Ageing program; a priority for academic and researchers.

Anne-Claude discussed the inaugural Healthy Ageing Seed Grant Competition, a new Sinai Health internal funding opportunity designed to spark cross-disciplinary collaborations and support innovative research relevant to ageing. Grants of up to \$50,000 per year (for a maximum of two years) are available. Anne-Claude also briefly discussed potential future partnerships with other grant organizations in the area of brain health.

5.0 FOUNDATION UPDATE

Richard Pilosof, Chair of the Sinai Health Foundation Board of Directors, provided an update on the Foundation's fundraising results and ongoing activities. Richard highlighted that the Foundation met its \$100 million goal and thanked the Hilary and Galen Weston Foundation and Janice and Earle O'Born for their gift of \$20 million towards the Centre for Mature Women's Health. Richard also discussed the Ezras Awards that will be presented at the luncheon after Sinai Health's Annual General Meeting.

Louis De Melo, President and CEO, Sinai Health Foundation, provided an update on Raptors for Research. The event will take place on May 25, 2025 and there are sponsorship opportunities available.

6.0 MEDICAL AFFAIRS

6.1 Update on Professional Staff By-Law

Dr. Lesley Wiesenfeld, Executive Vice President, Academic and Medical Affairs, provided an update on the new Professional Staff By-law which is expected to be brought to the Board for approval in the fall of 2025.

6.2 Early Reflections – EVP, Academic and Medical Affairs

Lesley reflected on her first 100 days in her new role. Lesley highlighted the role's oversight of Professional Staff which includes over 1,000 Physicians, Dentists and Midwives. Lesley has been listening to and taking stock of perspectives from other Chiefs, with a goal to maximize their clinical and academic impact and opportunities for shared learning. Lesley noted that a learning series for leadership roles is being developed with a focus on increasing orientation to human resources, financial governance, optimizing conversations with the Foundation, and community leadership of practice. Lesley also announced the launch of a newsletter for physicians to better connect and to share promotions and awards information.

7.0 GOVERNANCE

7.1 Governance Committee Update

Chuck Winograd, Chair of the Governance Committee, shared the cadence of voting Director departures and discussed plans to recruit new Directors, including targeted skill sets. The Director nominees will be brought forward for approval at the June 2025 Annual General Meeting. Andrew shared there will be opportunities for ongoing engagement with the departing Directors such as membership on committees and/or the Sinai Senate.

Discussion about the Heritage Subcommittee will be added to the agenda of a future Board meeting where there can be more time allocated to the discussion.

8.0 PATIENT SAFETY AND QUALITY

8.1 Senior Executive at Risk Compensation Plan

Tom Kornya, Chair of the Patient Safety and Quality Committee, introduced the progress report of the 2024/25 Senior Executive at Risk Compensation Plan that was approved last year as well as the proposed 2025/26 targets. Tom noted that the proposed plan is being presented for information purposes and will be brought back to the Board for final decision and approval in June. Tom highlighted that the targets are thoughtful, integrated, measureable and collaborative. Tom also shared that the Quality Improvement Plan was approved and posted publically.

8.2 Patient Safety and Quality Committee Update

Lianne Jeffs, Scientific Director, Science of Care Institute, presented the data to date from the Compassionate Care strategy piloted on 9 South at Hennick Bridgepoint Hospital and 14 North at Mount Sinai Hospital. Lianne highlighted the next steps to operationalize the Compassionate Care Intervention Bundle across Sinai Health. Lianne shared components that require assistance such as governance and infrastructure. A series of interventions and evidence informed actions are being chosen and co-designed with the Patient Family Advisory Council and healthcare leaders to land on overarching intervention bundles. A business case is being developed on what investment will be needed, such as team education, backfill of staff (clinical and non-clinical), a research innovation fund to fund competitions, compassionate care spaces, a project manager, and rewards and recognition opportunities to recognize people and units.

It was noted that Sinai Health is building educational opportunities on compassionate care for staff through the Magnet Recognition Program and the Centre of Nursing Excellence.

9.0 FINANCE, AUDIT AND RISK (FAR)

9.1 Financial and Performance Results YTD January 2025

Joanne Ferstman, a Director and member of the Finance, Audit and Risk Committee, noted that the Committee endorsed the audit plan for 2025/26 and recommended approval of the year-to-date financial statements.

Rob Bull, Executive Vice President, Finance, Facilities and Capital Development and Chief Financial Officer, provided an overview of the financial report. Rob noted the U.S. tariffs have not had much of an impact to date but they are expected to impact future construction costs. Sandra Dietrich, Vice President of Performance, Clinical Support Services and Hospital/Government Partnerships shared that Sinai Health is on track to meet performance targets except for emergency room visits. Mount Sinai Hospital has opened additional capacity in operating rooms and has reopened 14 North. The Hospital is also re-opening and optimizing some of the units that were closed due to Phase 3A.

Whereas the Finance, Audit and Risk Committee reviewed and endorsed the Financial Results and Volume Performance for the year-to-date period ended January 31, 2025 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.

10.0 JOINT MEETING OF RAP AND FAR

10.1 2025/26 Hospital Operating and Capital Budgets

Joanne Ferstman provided an update on the joint meeting of the Resources and Planning and the Finance, Audit and Risk Committees noting the main topics of discussion were the operating and capital budgets.

Rob provided an overview of the operating budget and the capital budget. A more detailed overview on the uses of capital and where it will be spent, the sources of funds, and the impact on restricted funds and cash balances, will be provided at the next Board meeting.

Operating Budget

Whereas the Resources and Planning (“RAP”) Committee and the Finance, Audit and Risk (“FAR”) Committee have reviewed the Operating Budget for FY 2025/26, with an anticipated operating deficit of \$47.5M;

And whereas Sinai Health management has committed to continuing efforts to improve the anticipated operating deficit throughout the fiscal year;

And whereas the RAP Committee and the FAR Committee endorse the Operating Budget for FY 2025/26 and recommend 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 approves the Operating Budget for FY 2025/26, as presented.

Capital Budget

Whereas the Resources and Planning (“RAP”) Committee and the Finance, Audit and Risk (“FAR”) Committee have reviewed the approach to managing the capital needs of Sinai Health for FY 2025/26;

And whereas the RAP Committee and the FAR Committee have reviewed and recommended the sources of funds available to address the upcoming priority capital needs for 2025/26, subject to delegating to the Chair of the FAR and to the Chair of the RAP further review of the expected budget spend by fiscal year prior to approval by the Sinai Health Board of Directors (“Delegated Review”);

And whereas subject to the Delegated Review described above, the RAP Committee and the FAR Committee endorse a capital budget for 2025/26 of up to \$90M, to be spent according to the priorities recommended and approved by Sinai Health Management, and recommend approval of the same by Sinai Health Board of Directors.

Be it resolved that the Sinai Health Board of Directors approves the capital budget for 2025/26 of up to \$90M, as presented.

11.0 HUMAN RESOURCES

11.1 Human Resources Committee Update

Ken Tanenbaum, Chair of the Human Resources Committee, provided an update on the Committee's last meeting noting the discussion on the CEO performance evaluation, the 2025/26 Executive Contingency Plan and the 2025 People Plan refresh. Ken shared that the Committee will review the Senior Leadership at Risk Compensation Plan at its upcoming meeting.

12.0 RESEARCH

12.1 Research Committee Update

Heather Munroe-Blum, Chair of the Research Committee, provided an update on work in progress on research strategic planning. Heather encouraged the Board to attend the Retreat and thanked Andrew for adding research to the Board agenda, noting the importance of Board engagement.

14. DATE OF NEXT MEETING

The next scheduled meeting of the Boards of Directors is the AGM on Tuesday, June 10, 2025 from 9:30 a.m. to 12:00 p.m.

15. ADJOURNMENT

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



Andrew Hoffman
Chair of the Board



Gary Newton (Jun 11, 2025 16:01 EDT)

Dr. Gary Newton
Secretary of the Board