

ANNUAL GENERAL MEETING
SINAI HEALTH SYSTEM ("SHS")
Thursday, June 20, 2024
Toronto, Ontario
11:45 a.m. – 11:55 a.m.

Minutes

Present:

Brent Belzberg
Paula Blackstien-Hirsch
Jonathan Bloomberg
Peter Cohen
David Cynamon
Dr. Luke Devine
Ira Gluskin
Jay Hennick
Andrew Hoffman
Michael Hollend
Dr. Patricia Houston

Debbie Kimel
Jane Merkley
Dr. Gary Newton
Richard Pilosof
Stephen Pustil
Dani Reiss
Joel Reitman
Robert Rubinoff
Howard Sokolowski
Dr. Lesley Wiesenfeld

Regrets:

Lawrence Bloomberg
Harry Culham
Lloyd S.D. Fogler, QC
Irving Gerstein
Bernard Ghert
Maxine Granovsky Gluskin
Tom Kornya
Philip Reichmann

Joanna Rotenberg
Mark Saunders
Gerald Schwartz
Edward Sonshine
Kenneth Tanenbaum
Lawrence Tanenbaum
Charles Winograd
Mark Wiseman

Also Present:

Robert Bull
Jonathan Gitlin
Joanne Ferstman

Tracy Rotstein
Dr. Maureen Shandling

Recorder: Shelley Albert

1.0 CALL TO ORDER

Peter Cohen, Chair of the Board of Directors, called the meeting to order.

1.1 Quorum

The Chair 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.

2.0 CONSENT AGENDA ITEMS

2.1 Consent Agenda Approval

2.1.1 Approval of Agenda

Be it resolved that the Members of Sinai Health System (“SHS”) approve the meeting agenda, as presented.

2.1.2 Previous Meeting Minutes

The previous meeting minutes of the joint AGM on June 13, 2023 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 13, 2023;

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’s Report was circulated as part of Sinai Health’s Annual Report.

4.0 RESOURCES CONVERSATION

4.1 Receipt of Audited Financial Statements for the Year Ending March 31, 2024

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

4.2 Appointment of External Auditors/Public Accountants for 2024/25

Whereas the Boards of Directors of Sinai Health System and Hennick Bridgepoint Health recommend that the Members of the Corporations appoint PwC LLP as auditors for Sinai Health System and public accountants for Hennick Bridgepoint Health for the year ending March 31, 2025;

Be it resolved that the Members of Sinai Health System and Hennick Bridgepoint Health accept the recommendations of the respective Boards of Directors and appoint PwC LLP as auditors for Sinai Health System and public accountants for Hennick Bridgepoint Health for the year ending March 31, 2025, at a fee to be determined by the respective Boards of Directors.

5.0 GOVERNANCE CONVERSATION

5.1 Articles of Amendment and By-Law Number 5

Articles of Amendment

Whereas it is deemed desirable and in the best interests of the Corporation that the following actions be taken by the Members of the Corporation;

And whereas, the Governance Committee has recommended that the Corporation's Board approve the application for articles of amendment, as presented (the "**Application**");

And whereas, the Corporation's Board has approved the Application, subject to confirmation by the Members of the Corporation;

Now therefore be it resolved as a special resolution that:

- (a) the Corporation is hereby authorized to submit the Application, in the form presented to the Members, to the Director appointed under the *Not-for-Profit Corporations Act, 2010* (Ontario);
- (b) 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;
- (c) 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.

Amendments to By-Law Number 5

Whereas, pursuant to the Corporation's By-Law Number 5, it is deemed desirable and in the best interests of the Corporation that the following action be taken by the Members of the Corporation;

And whereas, the Governance Committee has recommended that the Corporation's Board approve amendments to By-law Number 5, as presented;

And whereas, the Corporation's Board has approved amendments to By-law Number 5, as presented, subject to confirmation by the Members of the Corporation;



Now therefore be it resolved that the Members of the Corporation confirm the amendments to By-law Number 5 and the dissolution of the Resources, Audit and Risk Committee.

5.2 Election of Sinai Health System Board of Directors and *Ex-Officio* Directors

Sinai Health System

Whereas pursuant to Sinai Health System's By-Law Number 5, 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:

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 the terms indicated below or until their successor is elected subject to the provisions of the Corporation's By-Law Number 5:

Term Ending 2025	Director
	1. Edward Sonshine
	2. Howard Sokolowski

Term Ending 2026	Director
	3. Charles M. Winograd
	4. Mark D. Wiseman

Term Ending 2027	Director
	5. Joanne Ferstman
	6. Jonathan Gitlin
	7. Dr. Heather Munroe-Blum, O.C., O.Q.
	8. Joanna Rotenberg
	9. Mark S. Saunders
	10. Kenneth Tanenbaum

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 their successor is elected subject to the provisions of the Corporation's By-Law Number 5:

Term Ending 2025	Director
	11. Paula Blackstien-Hirsch
	12. Jonathan Bloomberg

	13. Harry Culham
	14. David Cynamon
	15. Ira Gluskin
	16. Andrew Hoffman
	17. Debbie Kimel
	18. Dani Reiss
	19. Philip Reichmann

Term Ending 2026	Director
	20. Maxine Granovsky Gluskin
	21. Thomas J. Kornya
	22. Richard Pilosof
	23. Joel Reitman

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

The President of the University of Toronto or designate	Dr. Lisa Robinson
The Chair of the Board of Circle of Care Home Care Services (Toronto)	Michael Hollend
SHS Immediate Past Chair	Peter Cohen

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. Lesley Wiesenfeld
Interim President of the Professional Staff Association	Dr. Luke Devine
Chief Nursing Executive	Jane Merkley

Appointment of SHS Director Emeriti

Whereas, pursuant to Sinai Health's By-Law No. 5, the Board of Directors of SHS shall include that *ex-officio* non-voting Director Emeriti be appointed by the Board;

Be it resolved that, effective as of the date hereof, the SHS Board of Directors appoints the following individual for a term of one (1) year or until their successor is appointed subject to the provisions of the Corporation's By-Law No. 4:

- **Brent S. Belzberg**, *ex-officio* non-voting Director Emeritus
- **Lawrence S. Bloomberg**, *ex-officio* non-voting Director Emeritus
- **Lloyd S. D. Fogler, QC**, *ex-officio* non-voting Director Emeritus
- **Hon. Irving R. Gerstein**, *ex-officio* non-voting Director Emeritus
- **Bernard I. Ghert**, *ex-officio* non-voting Director Emeritus
- **Jay S. Hennick**, *ex-officio* non-voting Director Emeritus
- **Gerald W. Schwartz**, *ex-officio* non-voting Director Emeritus
- **Lawrence M. Tanenbaum**, *ex-officio* non-voting Director Emeritus



6.0 DATE OF NEXT MEETING

The next scheduled Annual General Meeting will take place in June 2025, time to be scheduled.

7.0 ADJOURNMENT

There being no further business, the meeting adjourned at 11:55 a.m.

A handwritten signature in black ink, appearing to be "A. Hoffman", written over a horizontal line.

Andrew Hoffman
Chair of the Board

A handwritten signature in black ink, appearing to be "G. Newton", written over a horizontal line.

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

Dr. Gary Newton
Secretary of the Board