



MEETING OF THE BOARD OF DIRECTORS OF  
SINAI HEALTH SYSTEM (“Sinai Health”)  
February 19, 2026; 3:00 p.m. to 6:00 p.m.  
Zoom

Minutes

Present:

Jonathan Bloomberg  
David Cynamon  
Dr. Luke Devine  
Erez Eisenman  
Joanne Ferstman  
Lloyd S.D. Fogler, Q.C.  
Bernard Ghert  
Jonathan Gitlin  
Ira Gluskin  
Maxine Granovsky Gluskin  
Barbara Hennick  
Andrew Hoffman  
Michael Hollend

Debbie Kimel  
Jane Merkley  
Dr. Heather Munroe-Blum, O.C., O.Q.  
Doug Nathanson  
Dr. Gary Newton  
Richard Pilosof  
Joel Reitman  
Joanna Rotenberg  
Mark Saunders  
Kenneth Tanenbaum  
Charles Winograd  
Dr. David Yan

Regrets:

Brent Belzberg  
Paula Blackstien-Hirsch  
Lawrence Bloomberg  
Peter Cohen  
Harry Culham  
Irving Gerstein

Jay Hennick  
Tom Kornya  
Robert Kumer  
Dr. Lisa Robinson  
Gerald Schwartz, O.C.  
Lawrence Tanenbaum, O.C.

Also Present:

Robert Bull  
Louis de Melo

Sandra Dietrich  
Dr. Lesley Wiesenfeld

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 3:00 p.m.

### 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 Approval

#### 2.1.1 Previous Meeting Minutes: December 4, 2025

**Whereas** the Sinai Health System Board of Directors has reviewed the meeting Minutes from Thursday, December 4, 2025;

**Be it resolved that** the Sinai Health System Board of Directors approves the meeting Minutes from Thursday, December 4, 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 – January 14, 2026

- 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 new appointments, change of status (including deferrals of reappointment), cross appointment, resignation and temporary appointments as recommended by the Medical Advisory Committee, in accordance with the Professional Staff By-Laws.

##### Medical Advisory Committee – February 4, 2026

- 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 new appointments, change of status (including deferrals of reappointment), cross appointment, resignation and temporary appointments as recommended by the Medical Advisory Committee, in accordance with the Professional Staff By-Laws.

#### Governance Committee – Written Resolution

- Board Committee Updates

**Whereas** the Governance Committee recommends that the Sinai Health Board of Directors approve the following:

- (a) the appointment of Joanne Ferstman as Chair of the Finance, Audit and Risk Committee; and
- (b) the addition of Joanne Ferstman to the Resources and Planning Committee and the Governance Committee;

**Be it resolved that** the Sinai Health Board of Directors approves the Governance Committee's recommendations, as presented.

#### Governance Committee – February 5, 2026

- Committee Membership Update

**Whereas** Sinai Health'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 Sinai Health that the following action be taken by the Directors;

**And whereas** the Governance Committee recommends that the Sinai Health Board of Directors approve the addition of Andrew (Andy) Pringle and Tom Kornya to the Research Committee and the Finance, Audit and Risk Committee, respectively;

**Be it resolved that** the Sinai Health Board of Directors approves the addition of Andrew (Andy) Pringle and Tom Kornya to the Research Committee and the Finance, Audit and Risk Committee, respectively.

- Officer Appointment

**Whereas** pursuant to By-law No.5 of Sinai Health, it is deemed desirable and in the best interests of Sinai Health that the following action be taken;

**And whereas** pursuant to By-law No.1 of Hennick Bridgepoint Health, it is deemed desirable and in the best interests of Hennick Bridgepoint Health that the following action be taken;

**And whereas** the Governance Committee recommends that the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approve the appointment of Joanne Ferstman as Treasurer;

**Be it resolved that** the Boards of Directors of Sinai Health and Hennick Bridgepoint Health approves the appointment of Joanne Ferstman as Treasurer, as recommended.

#### Finance, Audit and Risk Committee – Written Resolution

- Mount Sinai Fertility

**Whereas** Sinai Health’s lease for Mount Sinai Fertility’s downtown Toronto location will expire in 2027 and it is possible to extend the lease until 2032, on the terms presented;

**And whereas** the Real Estate Subcommittee has recommended that the Resources and Planning Committee and the Finance, Audit and Risk Committee endorse the proposed lease amending agreement for 250 Dundas Street;

**Be it resolved that** the Finance, Audit and Risk Committee endorses the proposed lease amending agreement.

#### Finance, Audit and Risk Committee – January 23, 2026

- Financial 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. approval to enter into a contract with Bayer Inc. for the purchase of Contrast Media Products for seven years, inclusive of a two-year renewal option with an estimated contract value of \$5.7M;
- ii. approval for a non-competitive procurement amendment to the existing agreement with DXC Technology for the purchase of Microsoft 365 Run and Maintain Managed Services and Management of a SaaS-based Backup Solution for three years with an estimated contract value of \$2.264M, amending the total contract value to \$39.964M (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.

- Use of the External and Internal Auditor for Non-Audit Services

**Whereas** the Boards of Directors of Sinai Health and Hennick Bridgepoint Health (the “Boards”) have a policy governing Use of the External Auditor for non-Audit Services (the “Policy”);

**And whereas** the Boards want to expand the Policy to include procedures governing use of the Internal Auditor for non-Audit Services (the “Revised Policy”);

**And whereas** Management has revised the 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 Revised Policy, as presented.

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

## Resources and Planning Committee – Written Resolution

- Mount Sinai Fertility

**Whereas** Sinai Health’s lease for Mount Sinai Fertility’s downtown Toronto location will expire in 2027 and it is possible to extend the lease until 2032, on the terms presented;

**And whereas** the Real Estate Subcommittee has recommended that the Resources and Planning Committee and the Finance, Audit and Risk Committee endorse the proposed lease amending agreement for 250 Dundas Street;

**Be it resolved that** the Resource and Planning Committee endorses the proposed lease amending agreement.

### **3.0 REPORTS**

#### **3.1 Chair’s Report**

The Chair’s Report was circulated on February 17, 2026. Andrew congratulated Mark Wiseman, who has stepped down from the Sinai Health Board following his appointment as Canada’s Ambassador to the United States. Andrew thanked Mark for his 16 years of service on the Sinai Health Board and provided several leadership updates.

Andrew acknowledged and thanked Joanne Ferstman for taking on additional roles as the new Chair of the Finance, Audit and Risk Committee as well as Treasurer. He thanked Joanna Rotenberg for her years of service as Treasurer and for continuing as Chair of the Resources and Planning Committee. Andrew also highlighted that Tom Kornya and Barbara Hennick have both agreed to join the Finance, Audit and Risk Committee.

Andrew shared his condolences on the passing of Dr. Michael Fralik, a beloved clinician scientist general internist in the Department of Medicine.

#### **3.2 CEO’s Report**

Dr. Gary Newton, President and Chief Executive Officer, also shared his condolences on the passing of Dr. Michael Fralick, a dedicated educator and mentor and a cherished member of our medical staff.

Gary highlighted the announcement that was circulated before the meeting regarding the appointment of Dr. David Gratzner as the new Psychiatrist-in-Chief and thanked Joanne Ferstman for assisting in the search process.

### **4.0 GOVERNANCE**

#### **4.1 Governance Committee & Board Succession Planning Update**

Chuck Winograd, Chair of the Governance Committee, provided an update on the Committee’s February 5<sup>th</sup> meeting. The main topics of discussion were Board renewal and Chair succession planning. With respect to Board succession planning, the Committee reviewed the Board’s current composition and skill sets. Recruitment continues to focus on candidates with experience and skill sets in health care, government relations and research. The Committee discussed retaining an executive search firm to support the search for candidates with a health care background. The Committee is targeting to recruit approximately three Directors each year as Directors retire from the Board.

Chuck highlighted that Chair succession planning also continues to be a topic of discussion by the Committee. The role of Chair Elect includes participating in an orientation plan to assume the role of Chair and working collaboratively with the CEO and current Chair on knowledge transfer. The Committee discussed concerns about transitioning to a new CEO and a new Board Chair at the same time. Chair succession planning will be further explored at the next Governance Committee meeting.

#### **4.2 CEO Search Committee Terms of Reference**

Andrew provide an update on the status of the CEO search process. Mirams Becker is actively working on the search and the job profile has been posted. Andrew presented the CEO Search Committee 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 the Terms of Reference of the CEO Search Committee and recommends approval by the Sinai Health Board of Directors;

**Be it resolved that** the Sinai Health Board of Directors approves the Terms of Reference of the CEO Search Committee, as presented.

#### **4.3 CEO Search Committee Members**

Andrew presented the CEO Search Committee's proposed list of members.

**Whereas** Sinai Health'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 Sinai Health that the following action be taken by the Directors;

**And whereas** the Governance Committee recommends that the Sinai Health Board of Directors approve membership of the CEO Search Committee set out below:

- Andrew Hoffman
- Kenneth Tanenbaum
- Doug Nathanson
- Joanne Ferstman
- Brian Golden
- Charles Winograd
- Joanna Rotenberg
- Dr. Heather Munroe-Blum
- Peter Cohen
- Barbara Hennick
- Dr. Anne-Claude Gingras\* (\* indicates advisory engagement)
- Jane Merkley\*
- Dr. Lesley Wiesenfeld\* (University of Toronto Representative)

**Be it resolved that** the Sinai Health Board of Directors approves the membership of the CEO Search Committee, as presented.

#### **4.4 Professional Staff By-Law**

Dr. Lesley Wiesenfeld, Executive Vice President, Academic and Medical Affairs, provided an overview of the new Professional Staff By-law, including the consultation and engagement process

with the Medical Advisory Committee and the Professional Staff Association. The new By-law includes changes to Professional Staff categories to better align with the TAHSN common credentialing categories. The resolution reflects the Medical Advisory Committee's recommendation for a phased implementation.

**Whereas** Professional Staff By-law Number 2 of Sinai Health System (the "Corporation") contemplates that the Medical Advisory Committee (the "MAC") may make recommendations to the Board of Directors concerning proposed amendments to the Professional Staff By-law;

**And whereas** pursuant to By-law Number 5 relating to the administrative affairs of the Corporation, the Board may, by resolution, amend or repeal any By-laws that regulate the activities or affairs of the Corporation, subject to confirmation by the Members of the Corporation;

**And whereas** the MAC and the Governance Committee recommend the draft updated Professional Staff By-law (the "Draft By-law") to the Corporation's Board;

**And whereas** the MAC and the Governance Committee recognize the importance of a phased implementation approach and communication plan;

**Be it resolved that** the Sinai Health Board endorses the Draft By-law and approves the following subject to confirmation by the Corporation's Members:

1. the repeal of Professional Staff By-law Number 2; and
2. the approval of the Draft By-law, with an effective date of February 19, 2026, subject to the following:
  - a. an effective date of July 1, 2026 for Article Six (Categories of Professional Staff);
  - b. an effective date of February 1, 2027 for Article 3 (Appointment and Reappointment to Professional Staff);

## **5.0 PATIENT SAFETY AND QUALITY**

### **5.1 Patient Safety and Quality Committee Update**

Jane Merkley, Executive Vice President, Chief Nurse Executive and Chief Operating Officer, shared that the Committee met on January 28. The Committee discussed the pilot units that implemented the Compassionate Care Intervention Bundle. The Committee also considered the results of the Global Workforce Survey, specifically the responses relating to culture around quality and patient safety. The Committee was provided with an update on the upcoming Magnet designation onsite visit in March 2026.

### **5.2 Quality Improvement Plan 2026/27**

Nely Amaral, Vice President, Quality, Patient Experience and Awards of Distinction, provided an overview of the draft 2026-27 Quality Improvement Plan (QIP). Nely highlighted that stakeholder engagement continues and acknowledged Paula Blackstien-Hirsch who has been instrumental in providing valuable feedback on the QIP.

Nely reviewed each Quality Aim domain, highlighting the priorities identified by Ontario Health, the Patient and Family Advisory Councils, and the Board in Sinai Health's Strategic Plan and Annual Operating Plan. Based on the feedback received, the QIP will be refined and presented for approval to the Patient Safety and Quality Committee on March 19, 2026. Elements of the QIP will inform the 2026-27 Senior Executive Compensation Plan and the approved QIP will be submitted and publically posted on March 31, 2026.

**Whereas** the Patient Safety and Quality Committee of the Board (the "Committee") oversees the preparation of the Quality Improvement Plan (the "QIP") 2026/27 as prepared by management in accordance with the *Excellent Care for All Act 2010*;

**And whereas** the QIP 2026/27 is due to be submitted to Health Quality Ontario on or before March 31, 2026 and requires approval by the Sinai Health Board (“Board”), and sign-off by the Chair of the Board, Chair of the Committee and Sinai Health’s Chief Executive Officer prior to submission;

Be it resolved that the Board delegate to the Committee the authority to approve the execution and submission of the 2026/27 QIP, with ultimate Board ratification to occur at the April 2026 Board meeting.

## **6.0 FINANCE, AUDIT AND RISK (FAR)**

Joanne Ferstman, Chair of the FAR Committee, thanked Rob Bull, Executive Vice President, Finance and Capital Development and Chief Financial Officer, for onboarding to her new roles as Chair of the Committee and Treasurer. Joanne noted that the Committee met on January 23 and was provided with a general status of Sinai Health’s financial results and performance. The Committee continues to discuss capital expenditures and previewed updates to Finance policies relating to procurement and signing authorities.

### **6.1 Financial and Performance Results YTD September 2025**

Rob provided an overview of Sinai Health’s financial performance. The projections for year-end were revised and Sinai Health has submitted an anticipated operating deficit to the Ministry as part of its Q3 update. The deficit is caused primarily by lower than expected Ministry of Health funding and continued unfavorable variance in salaries and benefits since the adjusted budget was set. Rob noted that FAR and the Resources and Planning Committees will consider the 2026-2027 operating and capital budgets in March.

Sandra Dietrich, Vice President, Performance, Clinical Support Services and Hospital/Government Partnerships, discussed performance volumes. All service lines are stable or have increased activity. The surge spaces opened in September have alleviated some of the pressures from the increased volumes in the Emergency Department.

**Whereas** the Finance, Audit and Risk Committee reviewed and endorsed the Financial Results and Volume Performance for the year-to-date period ended November 30, 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.

## **7.0 RESOURCES AND PLANNING (RAP)**

### **7.1 Resources and Planning (RAP) Committee Update**

Joanna Rotenberg, Chair of the RAP Committee, noted that the Committee met on January 23. The EPR renewal was the main topic of discussion. The Committee also discussed capital spending. Joanna shared that Management is enhancing the capital planning process and a large SAP upgrade is scheduled to occur in May. Joanna also highlighted that the Real Estate Subcommittee has been focusing efforts on optimizing Sinai Health’s footprint on current and future needs. Decisions on future planning for some Sinai Health locations will be made in the spring. The lease for space at 250 Dundas has been extended for five years. This will allow time to contemplate strategic direction for Mount Sinai Fertility.

## **8.0 IN-CAMERA**

The Board met in-camera from 4:25 p.m. to 4:45 p.m.

## 9.0 HUMAN RESOURCES

### 9.1 Human Resources Committee Update

Ken Tanenbaum, Chair of the Human Resources Committee, noted that the Committee met on February 6. The Committee discussed the Global Workforce Survey results, the Q3 HR metrics and labour relations at Hennick Bridgepoint Hospital.

## 10.0 RESEARCH

### 10.1 Research Committee Update

Dr. Heather Munroe-Blum, Chair of the Research Committee, noted that the Committee met on January 20. The Committee discussed recruitment, the operating and capital budgets, and strategic opportunities through a new federal initiative. Heather highlighted progress will be made on the implementation of the Research Strategic Plan in the year ahead. Heather also shared that the Committee is targeting to add more members who can be involved in succession planning.

## 11.0 FOUNDATION UPDATE

Debbie Kimel, Co-Chair of the Sinai Health Foundation Board, provided an update on the Foundation's year-to-date financial performance. Louis De Melo, President and CEO of Sinai Health Foundation, asked the Board to submit nominations for this year's Ezras awards by March 27, 2026.

## 12.0 ADJOURNMENT

There being no further business, the meeting was adjourned at 5:30 p.m.



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Andrew Hoffman  
Chair of the Board



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Gary Newton (Apr 28, 2026 07:13:26 EDT)

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Dr. Gary Newton  
Secretary of the Board