

M I N U T E S of a meeting of the Boards of Directors of Baycrest Centre for Geriatric Care, Baycrest Hospital, The Baycrest Day Care Centre, and The Jewish Home for the Aged (“Baycrest”) held on Tuesday, September 16, 2014 at 4:30pm

PRESENT: Anderson, Carol; Blidner, Jeffrey; Diamond, Sara; Fishman, Len (by teleconference); Godfrey, Paul; Goldstein, Laurence; Kassie, David; Katz, Paul; Kay, Jack; Kay, Robert; Koo, Manfred; Mirsky, Brian; Reichman, William; Shain, Lili; Soloninka, John; Whiteside, Catherine; Zaidman, Jakov

REGRETS: Banks, Jordan; Barratt, Jane; Hart, Michelle; Jacob, Ellis; Yaffe, Phyllis

GUESTS: Conn, David; Foster, Garry; Jackson, Linda; Kent, Joni; Mackie, Brian; McIntosh, Randy; Riesenbach, Ron; Shin, Anne Marie (Item 1.9); Toppings, Marc

PART 1 – STANDING REGULAR MATTERS

1.1 REPORT OF THE GOVERNANCE COMMITTEE

Mr. J. Blidner, Board Chair and Chair of the Governance Committee advised that the meeting would begin with the appointment of three Board members to fill three of the four one-year term vacancies.

Mr. Blidner informed Board members that although their packet had included information relating to the possible election of a fourth Board member, that item would be deferred and discussed by the Governance Committee immediately following the Board meeting, in lieu of the in-camera meeting of the Board.

The Governance Committee recommended the appointment of Mr. D. Kassie to the Board.

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| <p><u>ACTION:</u> It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED APPROVES DAVID KASSIE AS A DIRECTOR EFFECTIVE IMMEDIATELY TO FILL ONE OF THE FOUR ONE-YEAR TERM VACANCIES.</p> |
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The Governance Committee also recommended Mr. Kassie's appointment as Vice-Chair.

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| <p><u>ACTION:</u> It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED APPROVES DAVID KASSIE AS VICE-CHAIR.</p> |
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The Governance Committee recommended the appointment of Ms. P. Yaffe to the Board.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED APPROVES PHYLLIS YAFFE AS A DIRECTOR EFFECTIVE IMMEDIATELY TO FILL ONE OF THE FOUR ONE-YEAR TERM VACANCIES.**

The Governance Committee recommended the appointment of Mr. L. Fishman to the Board.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED APPROVES LEN FISHMAN AS A DIRECTOR EFFECTIVE IMMEDIATELY TO FILL ONE OF THE FOUR ONE-YEAR TERM VACANCIES.**

1.2 INTRODUCTION OF NEW BOARD MEMBERS

Mr. Blidner welcomed Mr. Fishman, who participated by teleconference from Boston, and Mr. Kassie to the Board and to their first meeting.

1.3 CONFLICT OF INTEREST DECLARATION AND CHAIR'S REMARKS

Mr. Blidner welcomed all Board members to the meeting. There were no conflicts declared.

1.4 APPROVAL OF MINUTES OF THE JUNE 18, 2014 MEETINGS

The minutes of the two Board meetings held June 18, 2014 were approved. A copy of the material is on file with the master of the minutes.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE MINUTES OF THE JUNE 18, 2014 MEETINGS OF THE BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED BE APPROVED.**

The minutes of the Annual Meeting of Members held June 18, 2014 were approved. A copy of the material is on file with the master of the minutes.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE MINUTES OF THE JUNE 18, 2014 ANNUAL MEETING OF MEMBERS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED BE APPROVED.**

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1.5 BUSINESS ARISING

Mr. Blidner asked staff about the status of the sale of Baycrest property located at 56 Baycrest Avenue, which had been approved by the Board at its meeting on June 18, 2014. Mr. B. Mackie, Vice-President, Finance and Chief Financial Officer, informed the Board that the home had not yet been put on the market, but would be in the near future. The sale is expected to be finalized during the 2014/15 fiscal year.

1.6 DISCUSSION

Mr. Blidner informed the Board that today's meeting agenda was prepared using a new format, which included four parts, including Part 1 "Standing Regular Matters", Part 2 "Standing Quarterly Matters", Part 3 "Special Matters and Presentations", and Part 4 "In-Camera".

In addition, Mr. Blidner discussed with the Board the fact that a 4:30pm start time for Board meetings at Baycrest was difficult for many of the members who travel from downtown Toronto. He asked members whether a 7:30am start time for meetings would be preferred and it was agreed that future meetings would begin at that time, if possible, depending on availability of members. The October and December meetings may need to begin at 4:30pm as currently planned due to the availability of guests already invited to attend those two meetings. Ms. P. Freeman was requested to coordinate rescheduling future meeting times with Board members.

1.7 REPORT OF THE PRESIDENT AND CEO

Dr. W. Reichman, President and Chief Executive Officer, gave his report to the Board. A copy of the report in its entirety is attached to the master of the minutes.

Baycrest's onsite Accreditation survey visit has been confirmed for June 8-11, 2015. Dr. Reichman also informed the Board that a review of Baycrest's facilities and infrastructure is currently in progress, with results coming to the Board at its December meeting.

Dr. Reichman informed the Board that Minister Dipika Damerla (the Minister responsible for Long-Term Care and Wellness) will be visiting Baycrest on October 14 and it is hoped that she will be able to attend a portion of the Board meeting scheduled for that date. It might also be a good opportunity to have Mr. S. Kerr, Director, Stakeholder Relations & Special Projects, give the Board a briefing on Government and Stakeholder activities.

1.8 REPORT OF THE MEDICAL ADVISORY COMMITTEE

Dr. P. Katz gave a report of the Medical Advisory Committee. A copy of the report in its entirety is attached to the master of the minutes.

Dr. Katz reported that there was one request submitted to the Medical Advisory Committee for Temporary Medical Staff Privileges.

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ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED ACCEPT THE APPLICATION FOR TEMPORARY MEDICAL STAFF PRIVILEGES AS LISTED BELOW UNTIL OCTOBER 31, 2014.**

DR. JEFF LIPSITZ: TEMPORARY MEDICAL STAFF PRIVILEGES IN THE DEPARTMENT OF MEDICINE effective immediately

Dr. Katz also reported that there were two requests submitted to the Medical Advisory Committee for Active Medical Staff Privileges.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE BAYCREST DAY CARE CENTRE, AND THE JEWISH HOME FOR THE AGED ACCEPT THE APPLICATION FOR TEMPORARY MEDICAL STAFF PRIVILEGES AS LISTED BELOW UNTIL JUNE 30, 2015.**

DR. DANIEL ISAKOW: ACTIVE MEDICAL STAFF PRIVILEGES IN THE DEPARTMENT OF DENTISTRY effective immediately

DR. ALIYA HIRANI: ACTIVE MEDICAL STAFF PRIVILEGES IN THE DEPARTMENT OF FAMILY AND COMMUNITY MEDICINE effective immediately

1.9 REPORT OF THE CLINICAL STRATEGY, QUALITY AND SAFETY COMMITTEE

Mr. R. Kay gave a report of the Clinical Strategy, Quality & Safety Committee (CSQSC). A copy of the report in its entirety is attached to the master of the minutes.

Mr. Kay explained to the Board that the CSQSC oversees the work of Baycrest's Quality Steering Committee with respect to monitoring of quality and safety across the campus. This work includes thorough review of all safety incidents (including critical incidents), ongoing monitoring of established clinical quality indicators, decisions regarding the content of external quality reporting (QIP), and the development of the Baycrest balanced quality framework.

Mr. Kay invited Ms. C. Anderson, Vice-President, Clinical Programs & Chief Nursing Executive and Ms. A. Shin, Executive Director of Nursing, Quality and Safety, to give a presentation to the Board entitled *An Introduction to Quality Monitoring and Quality Improvement*. This presentation will be followed in October by *Governance Accountabilities in Quality Monitoring*. Both of these presentations will set the stage for understanding how the Board will participate in performance management, including the Board's review of a new balanced corporate scorecard.

PART 2 – STANDING QUARTERLY MATTERS

2.1 REPORT OF THE GOVERNANCE COMMITTEE

A copy of the Report of the Governance Committee was provided to Board members for review and is attached to the master of the minutes.

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2.2 REPORT OF THE BAYCREST FOUNDATION

Mr. G. Foster, President and Chief Executive Officer of the Baycrest Foundation, gave a report of the Baycrest Foundation. A copy of the report in its entirety is attached to the master of the minutes.

Baycrest's branding and awareness campaign will be launched on September 22 with a new television commercial and a series of ads in cinemas, major media publications and digital screens in high-traffic public spaces. Mr. Foster thanked Baycrest Centre Board member Mr. B. Mirsky and former Foundation Board member Mr. W. Moir for their guidance throughout the process. Mr. Foster invited Board members to provide him with feedback.

Mr. Foster outlined the focus which has been given to the Campaign, including the identification of two honorary chairs.

2.3 ENTERPRISE RISK MANAGEMENT (ERM) UPDATE

Ms. J. Kent, Vice-President, Strategy and Chief Human Resources Officer, introduced Mr. M. Toppings, Director, Legal Affairs and General Counsel to give an update on ERM, including (1) what is ERM, (2) detailed steps to date to identify and prioritize risk, and (3) role of the Board and its committees providing oversight.

The Board was invited to review the Final Top 20 Risks for 2014 following the meeting and to provide comments.

PART 3 – SPECIAL MATTERS AND PRESENTATIONS

3.1 RESEARCH

Dr. R. McIntosh, Vice-President, Research and Director, Rotman Research Institute, gave a presentation on Research at Baycrest.

There being no further business, the meeting adjourned at 6:30pm.

J. Blidner
Chair, Board of Directors