

MINUTES of a meeting of the Boards of Directors of Baycrest Centre for Geriatric Care, Baycrest Hospital, The Jewish Home for the Aged and The Baycrest Day Care Centre (“Baycrest”) held on Tuesday, January 29, 2013 at 4:30pm

PRESENT: Banks, Jordan (teleconference); Barratt, Jane; Blidner, Jeffrey (teleconference); Foster, Garry; Godfrey, Paul (teleconference); Jacob, Ellis; Katz, Paul; Kay, Jack; Kay, Robert C.; Kimel, Warren; Koo, Manfred; Mirsky, Brian (teleconference); Nelson, Sioban; Reichman, William; Rosen, Gili; Sinervo, Pekka (teleconference); Velji, Karima; Zaidman, Jakov (teleconference)

REGRETS: Shapiro, Marla; Soloninka, John; Whiteside, Catharine

GUESTS: Conn, David; Goos, Lisa (Item 7); Kent, Joni; Mackie, Brian; Stern, Bianca (Item 5); Sutton, Susan; Toppings, Marc; Webb, Nancy

1. CONFLICT OF INTEREST DECLARATION AND CHAIR’S REMARKS

Mr. G. Foster, Chair, welcomed Board members to the meeting. Mr. Foster declared a conflict of interest regarding Agenda Item 8.2 under the Report of the Finance & Audit Committee, “HST Indirect Tax Review”. Mr. Foster is an employee of Deloitte, the firm that conducted the review. There were no other conflicts of interest declared.

Mr. Foster briefly summarized important items to be discussed on the agenda, including a presentation on Innovation, approval of the 2013-2018 Strategic Plan, and further discussion regarding Strategic Budgeting and Resource Allocation.

Mr. Foster advised Board members that he would be attempting to schedule individual 30 minute conference calls with each Board member in the near future to plan for Board succession and recruitment, as well as committee membership. Ms. Pam Freeman will be in touch to schedule these discussions.

2. MINUTES OF THE DECEMBER 11, 2012 BOARD OF DIRECTORS MEETING

The minutes of the meeting held December 11, 2012 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 DECEMBER 11, 2012 MEETING OF THE BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED AND THE BAYCREST DAY CARE CENTRE BE APPROVED.

3. BUSINESS ARISING

3.1 Strategic Budgeting

The topic of a renewed financial strategy and budgeting approach was again presented by management. It was noted that the Toronto Central Local Health Integration Network (TC-LHIN) had reported that it could take two months or more to provide the approval required to proceed. Impacts and various options were discussed.

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The Board was asked to approve the plan outlined by management for clinical realignment and related budget initiatives contingent upon TC-LHIN approval.

<p><u>ACTION:</u> It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED AND THE BAYCREST DAY CARE CENTRE ARE REQUESTED TO APPROVE THE PLAN OUTLINED BY MANAGEMENT FOR CLINICAL REALIGNMENT AND RELATED BUDGET INITIATIVES CONTINGENT UPON LHIN APPROVAL.</p>

4. **REPORT OF THE PRESIDENT & CEO**

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

5. **STAFF PRESENTATION**

Dr. Reichman introduced Ms. B. Stern, Baycrest's Director, Culture, Arts & Innovation. Ms. Stern provided the Board with a snapshot of current activities in that department, and providing the Board with the following commitment, mandate and focus of the Culture, Arts & Innovation Department at Baycrest:

- A commitment to Baycrest's Jewish culture and principles while supporting an inclusive and culturally diverse community of clients, staff and volunteers;
- A mandate to grow and develop the professional and therapeutic arts at Baycrest; and,
- A focus on discovering and launching the innovative solutions and next practices of the future.

Following the presentation, Mr. Foster thanked Ms. Stern and commented that, in his experience, the brain stimulation activities practiced at Baycrest are unlike those at any other long-term care facility.

6. **REPORT OF THE BAYCREST FOUNDATION**

Mr. Foster invited Ms. S. Sutton, President of the Baycrest Foundation, to give a report of the Baycrest Foundation. Mr. Foster also congratulated Ms. Sutton on the transformation of the Baycrest Foundation over the past 17 months. Ms. Sutton informed the Board that she is very proud of where the Foundation is at this time and advised that the Foundation is almost fully staffed, and office renovations are now complete. A copy of the report in its entirety is attached to the master of the minutes.

7. **REPORT OF THE STRATEGIC PLANNING COMMITTEE**

7.1 **Committee Update**

Mr. Foster summarized recent activities relating to the 2013-2018 Strategic Plan and congratulated the Strategic Planning Committee, under Mr. J. Blidner's leadership, as well as each of the other Board Committees that worked with management on the 2013-2018 Strategic Plan. Mr. Foster noted that the input received from the Clinical Strategy, Quality & Safety Committee under Dr. M. Koo's leadership was critical. Mr. Foster thanked Ms. J. Kent and management for a job well done. Mr. Foster also commented that he had never been a part of a strategic planning process that was as well informed by stakeholders as this one.

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Changes made since the Board last saw a draft in December 2012 include the removal of Key Performance Indicators (KPIs) which will be brought to the Board in March with full identification of units of measure and goals, as well as a plan on how to cascade this through the organization. In February, the various Board committees will discuss this topic. A copy of the report in its entirety is attached to the master of the minutes.

The Board was asked to accept and approve the 2013-2018 Strategic Plan.

ACTION: It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED AND THE BAYCREST DAY CARE CENTRE ACCEPT AND APPROVE THE 2013-2018 STRATEGIC PLAN.

8. REPORT OF THE FINANCE & AUDIT COMMITTEE

Mr. E. Jacob gave a report of the Finance & Audit Committee. A copy of the report in its entirety is attached to the master of the minutes.

8.1 Audit Plan and Fees for 2012/2013 Year End

The Committee recommended the Audit Plan and Fees for the 2012/2013 year end for approval by the Board.

ACTION: It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT the BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED AND THE BAYCREST DAY CARE CENTRE APPROVES THE AUDIT FEES FOR THE 2012/13 YEAR-END, TOTALLING \$75,300.

8.2 HST Indirect Tax Review

Mr. Jacob reviewed the status of the Deloitte findings to date of their strategic review of Baycrest's indirect tax systems and processes. The aim of the review is to ensure Baycrest is optimizing its systems and processes, ensuring compliance, identifying planning opportunities, and mitigating risks on indirect tax liabilities. The review is still in progress.

9. CONSENT AGENDA

Copies of the reports in their entirety are attached to the master of the minutes.

8.1 Report of the Academic Advisory Committee

8.2 Report of the Clinical Strategy, Quality & Safety Committee

Mr. Foster requested that Dr. M. Koo give a brief report of the Clinical Strategy, Quality & Safety Committee. A copy of the report in its entirety is attached to the master of the minutes.

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Dr. Koo informed the Board that the 2013/14 QIP will be presented for approval at the Board's next meeting in March. This will then be posted for the public on April 1, 2013.

Dr. Koo summarized staff immunization results. Although there has been a year over year improvement, it was noted that Baycrest's results were disappointing (50th percentile) when compared with other hospitals and long-term care facilities. Dr. Reichman indicated that the Toronto Academic Health Science Network (TAHSN) is currently in discussions regarding a full range of options to improve immunization rates.

8.3 Report of the Fiscal Advisory Committee

8.4 Report of the Governance Committee

8.5 Report of the Medical Advisory Committee

8.5.3 Appointments – Courtesy Medical Staff Privileges

The Medical Advisory Committee recommended one appointment for active medical staff privileges.

<p><u>ACTION:</u> It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT the BOARDS OF DIRECTORS OF BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED AND THE BAYCREST DAY CARE CENTRE APPROVES THE GRANTING OF ACTIVE MEDICAL STAFF PRIVILEGES TO THE FOLLOWING APPLICANT:</p> <p><u>DR. Shery ZENER:</u> ACTIVE MEDICAL STAFF PRIVILEGES IN THE DEPARTMENT OF PSYCHIATRY effective immediately.</p>
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9. CONCLUSION

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

G. Foster
Chairman, Board of Directors