

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, March 25, 2014 at 4:30pm

PRESENT: Anderson, Carol; Banks, Jordan (by teleconference); Barratt, Jane; Blidner, Jeffrey; Chow, Tiffany; Diamond, Sara; Goldstein, Laurence; Katz, Paul; Kay, Jack; Kay, Robert; Koo, Manfred; Nelson, Sioban; Reichman, William; Shain, Lili; Soloninka, John; Whiteside, Catharine; Zaidman, Jakov

REGRETS: Godfrey, Paul; Jacob, Ellis; Mirsky, Brian; Shapiro, Marla

GUESTS: Conn, David; Foster, Garry; Jackson, Linda; Kent, Joni; Mackie, Brian; McIntosh, Randy; Moir, William (for item 10); Riesenbach, Ron; Rusch-Drutz, Corinne (for item 10); Toppings, Marc

1. CONFLICT OF INTEREST DECLARATION AND CHAIR’S REMARKS

J. Blidner, Chair, welcomed Board members to the meeting. No conflicts of interest were declared.

2. APPROVAL OF MINUTES

The minutes of the Board meeting held February 11, 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 FEBRUARY 11, 2014 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

There was no business arising from the previous minutes.

4. REPORT OF THE PRESIDENT & CEO

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.

W. Reichman invited R. Mackie, Vice-President, Finance and Support Services, to summarize for the Board the most recent burst pipe event which occurred on March 13, 2014 in the executive wing of the hospital second floor. R. Mackie described the event, the scope of the damage, the restoration process, and details regarding the insurance claim process. Baycrest continues to evaluate all potential facilities risk to the campus and is taking steps to mitigate. A comprehensive external review of the state of the facility is planned.

A search is currently underway for an Executive Director, Redevelopment & Support Services to replace the previous incumbent. In the meantime, a strong temporary replacement has been provided by a management services company.

Minutes of the Meeting of the Baycrest Board of Directors

Tuesday, March 25, 2014

Page 2

5. REPORT OF THE BAYCREST FOUNDATION

G. Foster, Interim President of the Baycrest Foundation, outlined activities within the Baycrest Foundation. A copy of the report in its entirety is attached to the master of the minutes.

6. REPORT OF THE CLINICAL STRATEGY, QUALITY & SAFETY COMMITTEE

R. Kay gave 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. R. Kay also updated the Board on new and potential new members of that Committee.

6.3 2014/15 Quality Improvement Plan

The 2014/15 Quality Improvement Plan was presented for approval.

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| <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 JEWISH HOME FOR THE AGED, AND THE BAYCREST DAY CARE CENTRE APPROVES THE 2014/15 QUALITY IMPROVEMENT PLAN. |
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7. REPORT OF THE FINANCE & AUDIT COMMITTEE

L. Shain gave a Report of the Finance & Audit Committee. A copy of the report in its entirety is attached to the master of the minutes.

7.1 Client Accounts Receivable Update

L. Shain informed the Board that the Committee continues to monitor client accounts receivable balances, as well as continued process improvements that are underway.

7.2 2014/2015 Budget

B. Mackie outlined new ongoing savings, including revenue generation, of \$6.2M. These savings will be required to mitigate the projected gap between external funding and compensation and other inflationary expense increases for 2014/2015, and to manage accountability agreement commitments. It was noted that there will be no major patient-care service impact.

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| <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 JEWISH HOME FOR THE AGED, AND THE BAYCREST DAY CARE CENTRE APPROVES THE 2014/2015 BUDGET. |
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7.3 Baycrest Avenue Houses

The five residential houses that Baycrest owns on Baycrest Avenue, purchased largely between 1995 and 2011 were discussed. Management has been addressing the current operating challenges in maintaining the houses as well as an opportunity for disposal. The Finance & Audit Committee presented a motion for the Board to approve the divestment of these houses. It was agreed that the matter would be referred to the Commercialization Committee for further review at its upcoming meeting on April 7, 2014. This matter will then be discussed further at the next meeting of the Board scheduled for May 15, 2014.

Minutes of the Meeting of the Baycrest Board of Directors

Tuesday, March 25, 2014

Page 3

7.4 Investment in Commercial Entities

The Board was informed that Baycrest's commercial entities, Baycrest Global Solutions Inc. (BGS) and Cogniciti Inc., require further investment early in the new fiscal year. It was acknowledged that the Commercialization Committee had not yet had the opportunity to meet to discuss the recommendation for continuing such investment. The first meeting of the Commercialization Committee is scheduled for April 7, 2014.

For-profit commercialization activity cannot be financed through public dollars. Options for financing include Foundation unrestricted donations or donations for the purposes of commercialization; using a portion of the proceeds from the sale of the Baycrest Avenue houses; or alternate sources such as appropriately applied models of venture philanthropy.

The Finance & Audit Committee recommended that the Board approve funding through Q1, contingent upon the Commercialization Committee's endorsement at its upcoming meeting. This equates to \$125K for Cogniciti and up to \$300K for BGS.

ACTION: It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED, AND THE BAYCREST DAY CARE CENTRE APPROVES FUNDING IN THE AMOUNT OF \$125K FOR COGNICITI AND \$300K FOR BAYCREST GLOBAL SOLUTIONS THROUGH THE FIRST QUARTER OF FISCAL 2014-2015, CONTINGENT UPON THE ENDORSEMENT BY THE COMMERCIALIZATION COMMITTEE.

7.5 2013-16 Long-Term Care Service Sector Accountability Agreement (L-SAA)

The current 2013-16 Long-Term Care Service Sector Accountability Agreement (L-SAA) was signed last year and applies to the period April 2013 to March 2016. One of the reporting requirements of the L-SAA is the completion of an annual compliance declaration stating that to the best of the Board's knowledge and belief, it has fulfilled its obligations under the L-SAA in effect during the applicable period. Completion of the declaration will ensure funding continuance in the following funding year. The Finance & Audit Committee recommended that the Board approve the L-SAA compliance declaration.

ACTION: It was duly MOVED, regularly SECONDED and unanimously CARRIED THAT THE BOARDS OF DIRECTORS FOR BAYCREST CENTRE FOR GERIATRIC CARE, BAYCREST HOSPITAL, THE JEWISH HOME FOR THE AGED, AND THE BAYCREST DAY CARE CENTRE APPROVES THE ANNUAL COMPLIANCE DECLARATION OF THE 2013-16 LONG-TERM CARE SERVICE SECTOR ACCOUNTABILITY AGREEMENT (L-SAA).

9. CONSENT AGENDA

The reports of the Fiscal Advisory Committee and the Medical Advisory Committee are attached to the master of the minutes.

Minutes of the Meeting of the Baycrest Board of Directors

Tuesday, March 25, 2014

Page 4

10. BRANDING AND AWARENESS CAMPAIGN UPDATE

G. Foster, Interim President of the Baycrest Foundation introduced Foundation Board member W. Moir, who, along with Centre Board member B. Mirsky, is Co-Chair of the Foundation's Branding and Awareness Committee. W. Moir and C. Rusch-Drutz, Director, Marketing and Communications in the Baycrest Foundation, gave an update to the Board on the branding campaign to build Baycrest awareness and support for the organization. The Board was last updated in April 2013 at a joint meeting with the Baycrest Foundation Board. The awareness campaign will pave the way for a substantial fundraising campaign to follow. The primary objective of the campaign is to raise awareness and understanding of Baycrest among a target demographic of age-concerned Canadians 50+ so that they understand why they should support Baycrest. The creative development process was discussed, and the creative was shared with the Board. This creative will now be tested to ensure it meets our goals in market, with a launch planned in June 2014.

11. CONCLUSION

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

J. Blidner
Chair, Board of Directors