MINUTES 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 Thursday, May 26, 2016 at 9:00am

PRESENT: Anderson, Carol; Blidner, Jeffrey; Cracower, Barry; Dryden, Ken; Godfrey, Paul; Goldstein, Laurence; Jacob, Ellis; Kassie, David; Kay, Robert; Reichman, William; Shain, Lili

BY PHONE: Hart, Michelle; Madan, Robert; Zaidman, Jakov; Yaffe, Phyllis

REGRETS: Banks, Jordan; Barratt, Jane; Diamond, Sara; Fishman, Len; Fraser, Neil; Mirsky, Brian; Whiteside, Catharine

GUESTS: Foster, Garry; Conn, David; Kent, Joni; Mackie, Brian; Riesenbach, Ron; Yarin, Rhonda

Item 3.1 only: Ballon, Anna

PART 1 – STANDING REGULAR MATTERS

1.1 CHAIR’S REMARKS, CONFLICT OF INTEREST DECLARATION

Mr. D. Kassie, Chair, welcomed all Board members to the meeting. No conflicts of interest were declared.

1.2 APPROVAL OF MINUTES

The minutes of the Board meeting held April 28, 2016 were approved. A copy of the material is on file with the master of the minutes.


1.3 BUSINESS ARISING

There was no business arising from the previous minutes.

1.4 REPORT OF PRESIDENT AND CEO

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

Dr. Reichman invited Ms. Carol Anderson, Executive Vice-President, Clinical Programs & Chief Nursing Executive and Ms. J. Kent, Executive Vice-President, Corporate Services & Chief Human Resources Officer to report on matters in their portfolios.

1.5 REPORT OF THE BAYCREST FOUNDATION

Mr. G. Foster, President and CEO of the Baycrest Foundation, gave a verbal report to the Board.
Mr. Foster gave a brief campaign update and advised the Board that a campaign report would be included in future written Reports of the Baycrest Foundation.

Mr. Foster gave the Board an update on activities relating to The Brain Project. Mr. Foster and Dr. Reichman also informed the Board that planning is underway for a celebration of Baycrest's 100th anniversary in 2018.

1.6 REPORT OF THE MEDICAL ADVISORY COMMITTEE

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

c) Appointment to Baycrest Medical Staff

Dr. Madan reported that there was a request submitted to the Medical Advisory Committee for a new appointment to the Baycrest Medical Staff in the Department of Family Medicine.

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 FOLLOWING
APPOINTMENT TO THE MEDICAL STAFF:

DR. SOLINA LIM: TEMPORARY CONSULTING MEDICAL STAFF
PRIVILEGES IN THE DEPARTMENT OF FAMILY MEDICINE effective
immediately.

1.7 REPORT OF THE CLINICAL STRATEGY, QUALITY AND SAFETY COMMITTEE

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

PART 2 – STANDING QUARTERLY MATTERS

2.1 REPORT OF THE GOVERNANCE COMMITTEE

Mr. D. Kassie gave a report of the Governance Committee. A copy of the report in its entirety is attached to the master of the minutes.

a) Board Membership and Terms – 2016/17 Directors

Mr. Kassie reviewed Board membership and terms for 2016/17 Directors.

The Committee recommended that the following current Board Members remain on the Board as continuing appointments for the balance of their term: Jordan Banks, Jane Barratt, Barry Cracower, Sara Diamond, Paul Godfrey, David Kassie, Brian Mirsky, Lili Shain, and Phyllis Yaffe.

The Committee recommended that the following current Board Members be elected for three-year terms: Neil Fraser, Ellis Jacob, and Robert C. Kay.

The Committee recommended that the following current Board Members be elected for one-year terms: Jeffrey Blidner, Ken Dryden, Len Fishman, Jakov Zaidman, and Catharine Whiteside.
There will be no vacancies on 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 APPROVE THE SLATE OF DIRECTORS AND THEIR TERMS AND SUBMIT TO THE MEMBERSHIP FOR APPROVAL AT THE ANNUAL MEETING OF MEMBERS.

The ex officio Board Members were discussed and are as follows:

- President, Medical Staff Association: Dr. Michelle Hart
- Chair, Medical Advisory Committee: Dr. Gary Naglie *
- President and Chief Executive Officer: Dr. William Reichman
- Chair, The Baycrest Centre Foundation: Laurence Goldstein
- Representative, University of Toronto: To be appointed
- Chief Nursing Executive: Carol Anderson
* Dr. Naglie has filled the new permanent role of Vice-President, Medical Services and Chief of staff

The Committee decided that no Honourary Directors would be proposed for this year.

b) **2016/17 Officers**

The Committee discussed the recommended Officers of the Board for 2016/17:

- Chair, Board of Directors: David Kassie
- Vice-Chair: Paul Godfrey
- Vice-Chair: vacant
- Secretary: Lili Shain
- Treasurer: Lili Shain
- President and Chief Executive Officer: Dr. William Reichman

**c) 2016/17 Board Committee Chairs**

The Committee discussed the recommended Chairs of the Committees of the Board for 2016/17:

- Campus Redevelopment **: Frederic Waks
- Clinical Strategy, Quality and Safety: Robert C. Kay
- Commercialization: Ellis Jacob
- Education Advisory: Dr. Jane Barratt
- Finance and Audit: Lili Shain
- Fiscal Advisory: Dr. William Reichman
- Governance: David Kassie
- Government Relations: Inactive Committee
- Management Resources and Compensation: David Kassie
- Medical Advisory: Dr. Gary Naglie * and Dr. Michelle Hart
- Public Awareness and Branding **: Steven Matyas and Brian Mirsky
- Research Advisory: Neil Fraser
- Strategic Planning: David Kassie
* Dr. Naglie has filled the new permanent role of Vice-President, Medical Services and Chief of staff
** ad hoc committees
d) **CC-ABHI Interim and Future Governance Structure**

The Board was informed that the Committee discussed the proposed interim governance structure. The structure and rationale are outlined in a presentation that was circulated to the Board. The Committee discussed how projects would be selected under this structure, the length of time this structure would be in place and the approximate amount of money that would be allocated to projects under this structure.

The Board was also informed that the Committee discussed the rationale for the proposed future governance structure. The structure was circulated to the Board. The Committee discussed that further consideration will need to be given to the composition of the CC-ABHI Board. The factors taken into account in determining how to structure CC-ABHI were also discussed.

The Committee recommended the Board approve the proposed interim and future governance structures.

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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 APPROVE THE CANADIAN CENTRE
FOR AGING AND BRAIN HEALTH INNOVATION (CC-ABHI) INTERIM AND
FUTURE GOVERNANCE STRUCTURES.
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### 2.2 REPORT OF THE FISCAL ADVISORY COMMITTEE

Dr. W. Reichman gave a report of the Fiscal Advisory Committee. A copy of the report in its entirety is attached to the master of the minutes.

### PART 3 – SPECIAL PRESENTATION

#### 3.1 TERRACES/WAGMAN/TWO NEPTUNE

Ms. C. Anderson introduced Dr. A. Ballon, Executive Director, Residential Living and Community Programs. Dr. Ballon gave a detailed presentation regarding Baycrest’s Residential Living and Community Programs in order to create an understanding of the current Residential and Community portfolio. Dr. Ballon shared some of the challenges facing the Terraces and within the retirement home industry. Dr. Ballon also described the future vision/state that will drive planning over the coming years.

There being no further business, the regular meeting adjourned at 10:30am.

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D. Kassie  
Chair, Board of Directors