

MINUTES of a meeting of the Boards of Directors of Baycrest Hospital and The Baycrest Day Care Centre (the “Boards of Directors”) held on Thursday, June 16, 2022 at 8:30 a.m.

PRESENT: Kay, Robert C. (Chair); Borrie, Michael; Cracower, Barry; DaCosta, Margot; Gold, Barbra; Naglie, Gary; Nelson, Gord; Ovenden, Scott; Parekh, Rulan; Paul, Annamie; Shekter-Wolfson, Lorie; Shin Doi, Julia; Wiener, Kenneth; Zaidman, Jakov

REGRETS: Flaster, Amy; Lopez de Lara, Catalina

GUESTS: Bailey, Cathy; Muia, Maria; Nunziata, Marie; Seyi-Ajayi, Mide

PART 1 – STANDING REGULAR MATTERS

1.1 CHAIR’S REMARKS, CONFLICT OF INTEREST DECLARATION

R.C. Kay, Chair, welcomed Board members and guests to the meeting. No conflicts of interest were declared.

1.2 APPROVAL OF AGENDA and MINUTES

The Boards of Directors approved the Agenda for the meeting on June 16, 2022, and the Minutes of the regular meeting on March 22, 2022. 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 Boards of Directors of Baycrest Hospital and The Baycrest Day Care Centre approve the Agenda for the meeting on June 16, 2022, and the Minutes of the regular meeting on March 22, 2022.
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1.3 REPORT OF THE PRESIDENT and CEO

S. Ovenden provided the report of the President and CEO to the Boards of Directors. M. DaCosta gave a brief COVID pandemic update. M. DaCosta and M. Seyi-Ajayi provided a report on the 2021/22 Year End Corporate Balanced Scorecard. A copy of the report in its entirety is on file with the master of the minutes.

1.4 REPORT OF THE MEDICAL ADVISORY COMMITTEE (MAC)

G. Naglie provided a report from the Medical Advisory Committee. A copy of the report is on file with the master of the minutes.

a. 2022/23 Reappointments to Baycrest Professional Staff

The Baycrest Hospital Board approved the reappointment of a 102 Professional staff to from July 1, 2022 to June 30, 2023, as recommended by the Medical Advisory Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the applications for reappointment of 102 Professional staff from July 1 2022 to June 30, 2023, as recommended by the Medical Advisory Committee.

b. Resignations of Baycrest Hospital Professional Staff

The Baycrest Hospital Board received and accepted the resignation of five (5) professional staff members on the recommendation of the Medical Advisory Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital receive and accept the resignations of the five (5) Professional Staff effective June 30, 2022, as recommended by the Medical Advisory Committee.

c. Appointments to Baycrest Hospital Professional Staff

The Baycrest Hospital Board approved the appointments of two new Professional staff in the Department of Psychiatry and in the Department of Medicine, as recommended by the Medical Advisory Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the following applications for appointment to the Professional Staff:

Dr. Alvin Keng: Active Professional Staff privileges in the Department of Psychiatry effective immediately.

Dr. Victoria YY Xu: Clinical Associate – 12 month term renewal - Professional Staff privileges in the Department of Medicine (Internal & Geriatric Medicine) effective immediately.

1.5 REPORT OF THE QUALITY and SAFETY COMMITTEE

L. Shekter-Wolfson provided a report from the Quality and Safety Committee. A copy of the report is on file with the master of the minutes.

1.6 REPORT OF THE EXECUTIVE COMMITTEE

R.C. Kay provided a report from the Executive Committee. A copy of the report is on file with the master of the minutes.

a. Board Committee Membership

The Boards of Directors approved the membership of Rifka Eisenstat on the Quality and Safety Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Boards of Directors for Baycrest Hospital and The Baycrest Day Care Centre approve the membership of Rifka Eisenstat on the Quality and Safety Committee.

The Boards of Directors approved the appointment of Barbra Gold as a member of the Baycrest Hospital Audit and Finance Committee and The Baycrest Day Care Centre Audit and Finance Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Baycrest Hospital Board of Directors approves the membership of Barbra Gold on the Baycrest Hospital Audit and Finance Committee.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that The Baycrest Day Care Centre Board of Directors approves the membership of Barbra Gold on The Baycrest Day Care Centre Audit and Finance Committee.

b. Baycrest Hospital Board Membership and 2022/23 Slate

i) Board Members & Proposed Terms

The Baycrest Hospital Board approved that the following Board Members be elected for three-year terms:

Robert C. Kay	Rulan Parekh
Barry Cracower	Lorie Shekter-Wolfson
Barbra Gold	Kenneth Wiener
Gordon Nelson	Jakov Zaidman

The Baycrest Hospital Board approved that the following Board Members be elected for a one-year term:

Michael J. Borrie	Amy Flaster
Julia Shin Doi	Annamie Paul

ii) Ex-Officio Members

The *Ex-Officio* Board Members are as follows:

Chair, Medical Advisory Committee	Gary Naglie
President, Medical Staff Association *	Catalina Lopez de Lara
President and Chief Executive Officer	Scott Ovenden
Chief Nursing Executive	Margot DaCosta

* The Medical Staff Association will select their new President, Medical Staff Association at their meeting in July 2023

iii) **Honourary Directors**

There are no Honourary Directors that are being proposed for this year.

iv) **Vacant Board Positions**

There will be no vacant Board Member positions.

v) **2022/23 Officers**

The Baycrest Hospital Board approved the following Officers of the Board for 2022/23:

Chair	Robert C. Kay
Vice-Chair	Barry Cracower
President and Chief Executive Officer	Scott Ovenden
Treasurer	Gordon Nelson
Secretary	Lorie Shekter-Wolfson

vi) **2022/23 Board Committee Chairs**

The Baycrest Hospital Board approved the following Committee Chairs of the Board for 2022/23:

Executive	Robert C. Kay
Quality and Safety	Lorie Shekter-Wolfson
Audit and Finance	Gordon Nelson
Fiscal Advisory	Scott Ovenden
Medical Advisory	Gary Naglie

ACTION: It was duly MOVED , regularly SECONDED , and unanimously CARRIED the Board of Directors for Baycrest Hospital recommends the 2022/23 Slate of Directors and their terms to Baycrest Seniors Care as the Member for approval at the meeting on June 28, 2022.

c. **The Baycrest Day Care Centre Board Membership and 2022/23 Slate**

i) **Board Members & Proposed Terms**

The Baycrest Day Care Centre Board approved that the following Board Members be elected for three-year terms:

Robert C. Kay	Rulan Parekh
Barry Cracower	Lorie Shekter-Wolfson
Barbra Gold	Kenneth Wiener
Gordon Nelson	Jakov Zaidman

The Baycrest Day Care Centre Board approved that the following Board Members be elected for a one-year term:

Michael J. Borrie
Julia Shin Doi

Amy Flaster
Annamie Paul

ii) Ex-Officio Members

The *Ex-Officio* Board Members are as follows:

Chair, Medical Advisory Committee
President, Medical Staff Association *
President and Chief Executive Officer
Chief Nursing Executive

Gary Naglie
Catalina Lopez de Lara
Scott Ovenden
Margot DaCosta

** The Medical Staff Association will select their new President, Medical Staff Association at their meeting in July 2023*

iii) Honourary Directors

There are no Honourary Directors that are being proposed for this year.

iv) Vacant Board Positions

There will be no vacant Board Member positions.

v) 2022/23 Officers

The Baycrest Day Care Centre Board approved the following Officers of the Board for 2022/23:

Chair
Vice-Chair
President and Chief Executive Officer
Treasurer
Secretary

Robert C. Kay
Barry Cracower
Scott Ovenden
Gordon Nelson
Lorie Shekter-Wolfson

vi) 2022/23 Board Committee Chairs

The Baycrest Day Care Centre Board approved the following Committee Chairs of the Board for 2022/23:

Executive
Quality and Safety
Audit and Finance
Fiscal Advisory
Medical Advisory

Robert C. Kay
Lorie Shekter-Wolfson
Gordon Nelson
Scott Ovenden
Gary Naglie

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for The Baycrest Day Care Centre recommends the 2022/23 Slate of Directors and their terms to Baycrest Seniors Care as the Member for approval at the meeting on June 28, 2022.

1.6 REPORT OF THE AUDIT and FINANCE COMMITTEES

G. Nelson provided a report from the Audit and Finance Committees. A copy of the report is on file with the master of the minutes.

a. Appointment of the Auditors for the Fiscal Year ending March 31, 2023

The Baycrest Hospital Board approved the appointment of Ernst & Young LLP as the Auditors for the year ending March 31, 2023. This is subject to the approval of Ernst & Young LLP as the Auditors for all other Baycrest entities.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the appointment of Ernst & Young LLP as the Auditors for the year ending March 31, 2023, subject to the approval of Ernst & Young LLP as the Auditors for all other Baycrest entities.

The Baycrest Day Care Centre Board approved the appointment of Ernst & Young LLP as the Auditors for the year ending March 31, 2023. This is subject to the approval of Ernst & Young LLP as the Auditors for all other Baycrest entities.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that The Board of Directors for The Baycrest Day Care Centre approves the appointment of Ernst & Young LLP as the Auditor for the year ending March 31, 2023, subject to the approval of Ernst & Young LLP as the Auditor for all other Baycrest entities.

b. Accountability Attestations

i) BPSAA Attestations

The Baycrest Hospital Board approved the annual compliance statement with the Broader Public Sector Accountability Act (BPSAA).

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the BPSAA Compliance Declaration, for the period of April 1, 2021 to March 31, 2022.

ii) Multi-Sector Service Accountability Agreement (M-SAA) Declaration of Compliance

The Baycrest Hospital Board approved the annual compliance statement regarding community and related services governed by the Multi-Sector Service Accountability Agreement (M-SAA).

ACTION:	It was duly MOVED, regularly SECONDED, and unanimously CARRIED that The Board of Directors for Baycrest Hospital approves that the M-SAA Compliance Declaration for submission to Ontario Health for the period of April 1, 2021 to March 31, 2022.
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1.8 SPECIAL PRESENTATIONS

a. Board Orientation (Part 3)

The Senior Executive Team continued the board orientation presentation providing an overview of human resources, financial services and information systems.

PART 2 – IN-CAMERA SESSION

The meeting moved to in-camera at 10:25 a.m.

There being no further business, the meeting terminated at 10:40 am.

Robert C. Kay

Chair, Baycrest Hospital Board of Directors

Chair, The Baycrest Day Care Centre Board of Directors