

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 Wednesday, March 28, 2018 at 9:00am

PRESENT: Barratt, Jane; Blidner, Jeffrey; Cracower, Barry; DaCosta, Margot; Diamond, Sara; Dryden, Ken; Foster, Garry; Godfrey, Paul; Jacob, Ellis; Kassie, David; Kay, Robert C.; Lastman, Dale; Naglie, Gary; Reichman, William; Shain, Lili; Wilson, Lynn; Zaidman, Jakov

BY PHONE: Doraiswamy, Murali; Mirsky, Brian

REGRETS: Fishman, Len; Fraser, Neil; Whiteside, Catharine; Wolf, Uri

GUESTS: Conn, David; Cooper, Josh; Fanizza, Rheta; Kent, Joni; Mackie, Brian; Ovenden, Scott; Riesenbach, Ron; Sekuler, Allison; Yarin, Rhonda; McGoey, Amanda (Item 2.1)

PART 1 – STANDING REGULAR MATTERS

1.1 CHAIR’S REMARKS, CONFLICT OF INTEREST DECLARATION

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

1.2 APPROVAL OF MINUTES

The minutes of the Board meetings held January 18, 2018 were approved. A copy of the material is on file with the master of the minutes.

<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 APPROVE THE MINUTES OF THE MEETINGS HELD January 18, 2018.</p>
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1.3 BUSINESS ARISING

There was no business arising.

1.4 REPORT OF PRESIDENT AND CEO

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

Ms. J. Kent gave a report on the 2017/18 Q3 Corporate Performance Scorecard.

1.5 REPORT OF THE BAYCREST FOUNDATION

Mr. J. Cooper, President and CEO, The Baycrest Centre Foundation gave a report of the Baycrest Foundation. A copy of the report in its entirety is attached to the master of the minutes.

1.6 REPORT OF THE CLINICAL STRATEGY, QUALITY & SAFETY COMMITTEE

Mr. R. Kay gave a report of the Clinical Strategy, Quality & Safety Committee, including the Q3 2017/18 Clinical Quality, Safety & Risk Report and the 2018/19 Quality Improvement Plan (QIP). A copy of the report in its entirety is attached to the master of the minutes. The Clinical Strategy, Quality and Safety Committee recommended the approval of the QIP for submission to Healthy Quality Ontario.

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 QUALITY IMPROVEMENT PLAN (QIP) FOR SUBMISSION TO HEALTH QUALITY ONTARIO ON APRIL 1, 2018.

1.7 REPORT OF THE MEDICAL ADVISORY COMMITTEE

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

a. Appointments to Baycrest Medical Staff

The Medical Advisory Committee recommended Dr. David Chvartzaid for appointment to the medical staff with consulting privileges in the Department of Dentistry and subsequently for appointment as the Chief of Dentistry.

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 FOLLOWING APPLICATIONS FOR APPOINTMENT TO THE MEDICAL STAFF effective immediately:

DR. DAVID CHVARTSZAID: CONSULTING MEDICAL PRIVILEGES IN THE DEPARTMENT OF DENTISTRY

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 FOLLOWING APPLICATIONS FOR APPOINTMENT TO THE MEDICAL STAFF effective immediately:

DR. DAVID CHVARTSZAID: APPOINTMENT TO CHIEF OF DENTISTRY

PART 2 – STANDING QUARTERLY MATTERS

2.1 REPORT OF THE STRATEGIC PLANNING COMMITTEE

Mr. D. Kassie and Dr. W. Reichman gave a report of the Strategic Planning Committee. A copy of the report in its entirety is attached to the master of the minutes.

The Strategic Planning Committee recommended the approval of the draft 2018-2023 Strategic Plan.

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 AND APPROVE THE 2018-2023 STRATEGIC PLAN.

2.2 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

The Governance Committee recommended the appointment of Dale Lastman to the Boards of Directors, effective immediately, for a one-year term ending at the Annual Meeting of the Members on June 21, 2018 and as Vice-Chair of the Boards of Directors.

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 DALE LASTMAN AS A DIRECTOR , EFFECTIVE IMMEDIATELY, FOR A ONE-YEAR TERM, ENDING AT THE ANNUAL MEETING OF THE MEMBERS ON JUNE 21, 2018.

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 DALE LASTMAN AS VICE-CHAIR.

b. Board Committee Membership

The Governance Committee recommended the appointment of Dr. Ronald Feld to the Clinical Strategy, Quality and Safety Committee, effective immediately.

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 DR. RONALD FELD AS A MEMBER OF THE CLINICAL STRATEGY, QUALITY AND SAFETY COMMITTEE.

c. Baycrest Residential Properties

The Board of The Jewish Home for the Aged, as the sole shareholder of Baycrest Residential Properties Inc., was requested to approve the following documents: (1) Consent of the sole shareholder in respect of the exemption regarding appointment of the auditor; (2) the Resolutions of the sole shareholder in respect of the election of directors; and (3) the Acknowledgement of the sole shareholder in respect of receiving a copy of the financial statements of Baycrest Residential Properties Inc. There is currently no policy

pertaining to the execution of ordinary course (non-material) resolutions and other instruments pertaining to subsidiaries.

ACTION: It was duly **MOVED**, regularly **SECONDED** and unanimously **CARRIED THAT THE BOARD OF DIRECTORS FOR THE JEWISH HOME FOR THE AGED APPROVES THE EXECUTION OF THE FOLLOWING DOCUMENTS:**

- (1) CONSENT OF THE SOLE SHAREHOLDER OF BAYCREST RESIDENTIAL PROPERTIES INC. IN RESPECT OF THE EXEMPTION REGARDING THE APPOINTMENT OF THE AUDITOR;**
- (2) RESOLUTIONS OF THE SOLE SHAREHOLDER OF BAYCREST RESIDENTIAL PROPERTIES INC. IN RESPECT OF THE ELECTION OF DIRECTORS; AND**
- (3) THE ACKNOWLEDGEMENT OF THE SOLE SHAREHOLDER IN RESPECT OF RECEIVING A COPY OF THE FINANCIAL STATEMENTS IN RESPECT OF BAYCREST RESIDENTIAL PROPERTIES INC.**

THE BOARD OF DIRECTORS OF THE JEWISH HOME FOR THE AGED AUTHORIZES ANY OFFICER OR DIRECTOR OF THE JEWISH HOME FOR THE AGED TO EVIDENCE SUCH APPROVAL BY EXECUTING THE DOCUMENTS AND DELIVERING SUCH DOCUMENTS TO BAYCREST RESIDENTIAL PROPERTIES INC.

2.3 REPORT OF THE FINANCE AND AUDIT COMMITTEE

Mr. B. Cracower gave a report of the Finance and Audit Committee. A copy of the report in its entirety is attached to the master of the minutes.

a. Financial Update and Budget Presentation

The Finance and Audit Committee recommended the approval of the 2018/19 budget and H-SAA performance standards.

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 2018/19 BUDGET AND H-SAA PERFORMANCE STANDARDS.**

b. L-SAA 2016-19 Briefing Note and Declaration of Compliance

The Finance and Audit Committee recommended the approval of the declaration of compliance with the L-SAA for the period of January 1 to December 31, 2017.

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 DECLARATION OF COMPLIANCE WITH THE L-SAA FOR THE PERIOD OF JANUARY 1 TO DECEMBER 31, 2017.**

2.4 REPORT OF THE COMMERCIALIZATION COMMITTEE

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

A special meeting of the Board of Directors of Baycrest Hospital was held at 10:20am. Following the special meeting an in-camera session was held at 10:25am and the meeting adjourned at 12:00pm.

D. Kassie
Chair, Board of Directors