

**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, January 31, 2019 at 9:00 am**

**PRESENT:** Cracower, Barry; DaCosta, Margot; Dryden, Ken; Godfrey, Paul; Kay, Robert C.; Lastman, Dale; Naglie, Gary; Reichman, William; Shain, Lili; Whiteside, Catharine; Zaidman, Jakov

**BY PHONE:** Barratt, Jane; Blidner, Jeffrey; Diamond, Sara; Doraiswamy, Murali; Fraser, Neil; Mirsky, Brian; Wilson, Lynn

**REGRETS:** Fishman, Len; Foster, Garry; Jacob, Ellis; Kassie, David; Wolf, Uri

**GUESTS:** Conn, David; Cooper, Josh; Fanizza, Rheta; Kent, Joni; Mackie, Brian; Ovenden, Scott; Sekuler, Allison; Yarin, Rhonda

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**PART 1 – STANDING REGULAR MATTERS**

**1.1 CHAIR’S REMARKS, CONFLICT OF INTEREST DECLARATION**

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

**1.2 APPROVAL OF MINUTES**

The minutes of the Board meeting held September 27, 2018 were approved. A copy of the material is on file with the master of the minutes.

<p><b><u>ACTION:</u></b> It was duly <b>MOVED</b>, regularly <b>SECONDED</b> and unanimously <b>CARRIED</b> 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 MEETING HELD SEPTEMBER 27, 2018 AND THE BOARD TELECONFERENCE HELD JANUARY 11, 2019.</p>
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The minutes of the Board teleconference meeting held January 11, 2019 were approved. A copy of the material is on file with the master of the minutes.

<p><b><u>ACTION:</u></b> It was duly <b>MOVED</b>, regularly <b>SECONDED</b> and unanimously <b>CARRIED</b> 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 BOARD TELECONFERENCE MEETING HELD JANUARY 11, 2019.</p>
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**1.3 SPECIAL PRESENTATION**

Dr. A. Sekuler, Vice-President, Research & Sandra Rotman Chair in Cognitive Neuroscience, gave a Research Update presentation to the Board. It was noted the Board can help Dr. Sekuler’s efforts by raising awareness about the importance of research. It was noted this is the type of presentation the Board desires to have on a regular basis.

#### **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.

#### **1.5 REPORT OF THE CLINICAL STRATEGY, QUALITY & 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.

Ms. R. Fanizza, Executive Vice-President, Residential and Community Programs and Mr. S. Akinsulie, Executive Director, Long-Term Care presented a clinical case.

#### **1.6 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. Appointment to Baycrest Medical Staff**

The Medical Advisory Committee recommended one new Consulting Medical Staff Appointment in the Department of Family & Community Medicine.

<p><b><u>ACTION:</u></b> It was duly <b>MOVED</b>, regularly <b>SECONDED</b> and unanimously <b>CARRIED</b> THAT THE <b>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 APPLICATION FOR APPOINTMENT TO THE MEDICAL STAFF effective immediately:</b></p> <p><b><u>DR. ELIZABETH NIEDRA: CONSULTING MEDICAL STAFF PRIVILEGES IN THE DEPARTMENT OF FAMILY &amp; COMMUNITY MEDICINE</u></b></p>
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### **PART 2 – STANDING QUARTERLY MATTERS**

#### **2.1 REPORT OF THE EXECUTIVE COMMITTEE**

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

#### **2.2 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. Audit Plan and Fees for 2019/20 Year End**

The Finance and Audit Committee recommended for approval the fee for audit and related reports of \$93,800, a \$2,500 increase on the prior year.

**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 \$93,800 FEE FOR THE AUDIT AND RELATED REPORTS FOR THE YEAR ENDING MARCH 31, 2019.**

**b. Financial/Budget Update**

The Finance and Audit Committee recommended the approval of a \$250,000 short-term funding requirement for Cogniciti and that these funds are made available at market rates of interest.

**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 \$250,000 IN FUNDING TO BE MADE AVAILABLE FOR COGNICITI OPERATIONS AT MARKET RATES OF INTEREST.**

**c. Working Funds/Special Facility**

The Finance and Audit Committee recommended the approval of an additional \$2.039 million of debt to be refinanced from the company's special revolving facility with National Bank by March 31, 2019 in order to partially refinance other long-term debt.

**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 ACCESSING \$2.039 MILLION OF THE \$15 MILLION FIVE-YEAR NATIONAL BANK REVOLVING LINE OF CREDIT FACILITY PRIOR TO MARCH 31, 2019 IN ORDER TO PARTIALLY REFINANCE OTHER LONG-TERM DEBT.**

**2.3 REPORT OF THE BAYCREST FOUNDATION**

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

**2.4 REPORT OF THE EDUCATION ADVISORY COMMITTEE**

Dr. D. Conn, Vice-President, Education & Director, Centre for Education, gave a report of the Education Advisory Committee for Dr. J. Barratt who was not able to attend the meeting. A copy of the report in its entirety is attached to the master of the minutes.

**2.5 REPORT OF THE RESEARCH ADVISORY COMMITTEE**

Mr. N. Fraser gave a report of the Research Advisory Committee. A copy of the report in its entirety is attached to the master of the minutes.

Mr. Fraser thanked Dr. Sekuler for her excellent Research presentation earlier in the meeting. Mr. Fraser also congratulated the Rotman Research Institute (RRI) on the recent Canadian Institutes of Health Research (CIHR) announcement that the RRI received three new grants totaling approximately \$1.5 million over a three to five year period.

**2.6 REPORT OF THE CAMPUS REDEVELOPMENT COMMITTEE**

Dr. Reichman gave a report of the Campus Redevelopment Committee on behalf of Committee Chair Mr. D. Green. A copy of the report in its entirety is attached to the master of the minutes.

**2.7 REPORT OF THE CENTRE FOR AGING AND BRAIN HEALTH INNOVATION BOARD**

Mr. J. Blidner gave a report of the Centre for Aging and Brain Health Innovation (CABHI) Board. Mr. Blidner invited Dr. Sekuler to provide highlights of the report. A copy of the report in its entirety is attached to the master of the minutes.

**2.8 REPORT OF THE BAYCREST GLOBAL SOLUTIONS BOARD**

Dr. Reichman gave a report of the Baycrest Global Solutions (BGS) Board on behalf of Mr. D. Kassie who was unable to attend the meeting. Dr. Reichman invited Mr. S. Ovenden, Chief Operating Officer of BGS, to provide highlights of the report. A copy of the report in its entirety is attached to the master of the minutes.

**2.9 REPORT OF THE COGNICITI BOARD**

Dr. Reichman gave a report of the Cogniciti Board on behalf of Mr. D. Kassie who was unable to attend the meeting. Dr. Reichman invited Mr. B. Mackie, Chief Operating Officer of Cogniciti, to provide highlights of the report. A copy of the report in its entirety is attached to the master of the minutes.

The meeting of the Board of Directors adjourned at 11:00 am.

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D. Lastman  
Chair, Board of Directors