

MINUTES of a regular meeting of the Boards of Directors of Baycrest Hospital and The Baycrest Day Care Centre (the “Boards of Directors”) held on Thursday, June 22, 2023 at 8:00 a.m.

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

Regrets: Borrie, Michael; Flaster, Amy; Lopez de Lara, Catalina

Guests: Bailey, Cathy; Galet, Deb; Muia, Maria; Nunziata, Marie

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. A special thanks was extended to Julia Shin Doi, who resigned from the Boards upon her appointment as a Justice of the Superior Court of Ontario.

1.2 Approval of Agenda and Minutes

The Boards of Directors approved the Agenda for the meeting on June 22, 2023, and the Minutes of the regular meeting held on March 30, 2023. 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 22, 2023, and the Minutes of the regular meeting held on March 30, 2023.

1.3 Report of the President and Chief Executive Officer

S. Ovenden provided the report of the President and CEO to the Boards of Directors. A copy of the report in its entirety is on file with the master of the minutes.

1.4 2022/23 Year-end Corporate Balanced Scorecard

The Senior Executive Team provided the report on the 2022/23 YE Corporate Balanced Scorecard results. A copy of the report is on file with the master of the minutes.

1.5 Report of the Medical Advisory Committee

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

a. Reappointments to Baycrest Professional Staff

The Baycrest Hospital Board approved the reappointment of 106 Professional staff from July 1, 2023 to June 30, 2024, as recommended by the Medical Advisory Committee. A copy of the list of reappointed individuals is on file with the master of the minutes.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the applications recommended by the Medical Advisory Committee for reappointment to the Professional Staff for the period of July 1 2023 to June 30, 2024.

b. Resignations of Baycrest Professional Staff

Upon recommendation of the Medical Advisory Committee, the Baycrest Hospital Board received and accepted the 2 resignations of Professional Staff.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital, upon the recommendation of the Medical Advisory Committee, receives and accepts the 2 resignations of Professional Staff.

c. Appointments to Baycrest Professional Staff

The Board of Directors for Baycrest Hospital approved one Courtesy Professional Staff appointment in the Department of Medicine (Dermatology), 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 approve the following application for appointment to the Baycrest Professional Staff upon the recommendation of the Medical Advisory Committee:

DR. DAVID CROITORU: Courtesy Professional Staff Privileges in the Department of Medicine (Dermatology) effective immediately.

The Board of Directors for Baycrest Hospital continue two Temporary appointments in the Department of Family & Community 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, upon the recommendation of the Medical Advisory Committee, agrees to continue the following Temporary Appointments for the stated periods:

DR. DAMIAN RZEZNIKIEWIZ: Department of Family & Community Medicine (February 2, 2023 to February 1, 2024)

DR. TSVI GALLANT: Department of Family & Community Medicine (May 9, 2023 to May 8, 2024)

1.6 Report of the Quality and Safety Committee

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

1.7 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

As recommended by the Executive Committee, the Boards of Directors approved the membership of David Golden 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 David Golden as a member of the Quality and Safety Committee.
----------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

b. Election of Board Members

Upon recommendation of the Executive Committee, the Boards of Directors approved, and agreed to submit to its sole member for approval, the appointments of Dr. Amy Flaster, Dr. Daniel Sauder, and Annamie Paul as members of the Boards for a one-year term.

ACTION:	It was duly MOVED , regularly SECONDED , and unanimously CARRIED that the Baycrest Hospital Board of Directors approve and agree to submit to its sole member for approval, the appointment of Dr. Daniel Sauder as a member of the Board for a one-year term.
----------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

ACTION:	It was duly MOVED , regularly SECONDED , and unanimously CARRIED that The Baycrest Day Care Centre Board of Directors approve, and agree to submit to its sole member for approval, the appointment of Dr. Daniel Sauder as a member of the Board for a one-year term.
----------------	---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

ACTION:	It was duly MOVED , regularly SECONDED , and unanimously CARRIED that the Baycrest Hospital Board of Directors approve, and agree to submit to its sole member for approval, the appointment of Dr. Amy Flaster as a member of the Board for a one-year term.
----------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

ACTION:	It was duly MOVED , regularly SECONDED , and unanimously CARRIED that The Baycrest Day Care Centre Board of Directors approve, and agree to submit to its sole member for approval, the appointment of Dr. Amy Flaster as a member of the Board for a one-year term.
----------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

ACTION:	It was duly MOVED , regularly SECONDED , and unanimously CARRIED that the Baycrest Hospital Board of Directors approve, and agree to submit to its sole member for approval, the appointment of Annamie Paul as a member of the Board for a one-year term.
----------------	---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that The Baycrest Day Care Centre Board of Directors approve, and agree to submit to its sole member for approval, the appointment of Annamie Paul as a member of the Board for a one-year term.

c. Chair Emeritus

On the recommendation of the Executive Committee, the Boards of Directors approved the establishment of the new position of Chair Emeritus for a one-year term.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Baycrest Hospital Board of Directors and The Baycrest Day Care Centre Board of Directors approve the establishment of the new position of Chair Emeritus for a one-year term.

The Chair Emeritus shall be a non-voting member of the Board of Directors of Baycrest Hospital and the Board of Directors for The Baycrest Day Care Centre.

The Chair Emeritus will provide advice and counsel as may be required to the Chair and the Board of Directors.

1.8 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. Audit Report

Upon recommendation of the Audit and Finance Committees, the Boards of Directors approved the audited financial statements for Baycrest Hospital and The Baycrest Day Care Centre for the year ended March 31, 2023.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors of Baycrest Hospital approves the audited financial statements of Baycrest Hospital for the year ended March 31, 2023.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors of The Baycrest Day Care Centre approves the audited financial statements of The Baycrest Day Care Centre for the year ended March 31, 2023.

b. Appointment of the Auditors for the Fiscal Year ending March 31, 2024

As recommended by the Audit and Finance Committees, the Boards of Directors approved the appointment of Ernst & Young LLP as the Auditors for the year ending March 31, 2024, 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, 2024, 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, 2024, subject to the approval of Ernst & Young LLP as the Auditor for all other Baycrest entities.

c. Broader Public Service Accountability Act (BPSAA) Attestation

The Baycrest Hospital Audit and Finance Committee recommended that the Baycrest Hospital Board approve the annual compliance statement for the Broader Public Service Accountability Act (BPSAA) for the period of April 1, 2022 to March 31, 2023 .

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, 2022 to March 31, 2023.

d. Multi-Sector Service Accountability Agreement (M-SAA) 2022-23 Declaration of Compliance

The Baycrest Hospital Audit and Finance Committee recommended that the Baycrest Hospital Board approve the annual compliance statement regarding Baycrest Hospital’s community and related services governed by the M-SAA, for the period of April 1, 2022 to March 31, 2023, and approve its submission to Ontario Health.

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the M-SAA Compliance Declaration for the period of April 1, 2022 to March 31, 2023, and its submission to Ontario Health.

e. Multi-Sector Service Accountability Agreement (M-SAA) 2023-24

On the recommendation of the Baycrest Hospital Audit and Finance Committee, the Baycrest Hospital Board approved the 2023-24 Multi-Sector Service Accountability Agreement (MSAA).

ACTION: It was duly **MOVED**, regularly **SECONDED**, and unanimously **CARRIED** that the Board of Directors for Baycrest Hospital approves the 2023-24 Multi-Sector Service Accountability Agreement (MSAA) with Ontario Health.

Part 2 – New Business/Presentations

2.1 Strategic Planning Update

S. Ovenden and J. Moloney provided an update on the strategic planning and strategy development process, including a summary of emerging health trends, and themes from stakeholder sessions regarding mission, vision and values. A copy of the presentation is on file with the master of the minutes.

Part 3 – In-Camera Session

The Board met in camera from 9:55 am to 10:30 am.

ACTION:	It was duly MOVED, regularly SECONDED, and unanimously CARRIED that meeting move to <i>in-camera</i> .
----------------	--------------------------------------------------------------------------------------------------------

ACTION:	It was duly MOVED, regularly SECONDED, and unanimously CARRIED that meeting move out of <i>in-camera</i> .
----------------	------------------------------------------------------------------------------------------------------------

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

Robert C. Kay

Chair, Baycrest Hospital Board of Directors
Chair, The Baycrest Day Care Centre Board of Directors