



**MINUTES OF THE BOARD OF DIRECTORS
MEETING
Grasett Hall
St. John's Rehab Hospital, 285 Cummer Avenue
Monday January 10, 2011 @ 4:00P.M.**

PRESENT: Joyce Bailey (Chair)
Stephen Beatty (phone)
Tom Curzon
Dennis Darby
Sister Sue Elwyn
Morty Eisenberg
Joanne Flint
Rhonda Galbraith
Pat McGee
Malcolm Moffat
Caroline Pinto (phone)
Hilary Short
David Taylor
Gary Williams

REGRETS: Peter Barbetta
Katherine Berg
Sister Elizabeth Ann Eckert
Jim Kennedy
David Tom
Morris Tushinski
Stephen Wall

GUEST(S): Lorne McCubbin
Shirlene Campbell
Betty Cheung
Esther Chung
Jennifer Shaffer
Janice Tsui
Karen Uy

RECORDER: Donna Serrette

OBSERVERS: Tony DiCosmo
Sonia Jacobs
Kitty Liu
Marcus Staviss
Mary Lou Toop
Sabrina Chagani

1. APOLOGIES FOR ABSENCE & REMARKS

Joyce Bailey called the meeting to order and read the list of regrets for the meeting. She also advised that Steve Beatty and Caroline Pinto will be joining the meeting by phone. J. Bailey also welcomed Rhonda Galbraith, Chief Nursing Officer to the Board as a non-voting Director.

J. Bailey reported that [redacted]. He is resting at home after being at the hospital. A gift basket was sent to [redacted], who will be laid up for approximately five weeks.

J. Bailey welcomed Sabrina Chagani, Administrative Resident from University of Toronto who will be attending the Board and Board Committee meetings as an observer until the end of March, 2011.

Malcolm Moffat gave a brief overview from his conversation with legal counsel regarding quorum for Board meetings, in light of the change in voting status of some ex-Officios. M. Moffat explained that the quorum for the Board will be 50% plus one (based on a total of 21 Directors). This means that Quorum for a Board meeting will be 11 members, six of which must be elected Directors. M. Moffat further explained that this is in keeping with the Corporations Act, and with what our By-Law stipulates and what has been in effect. M. Moffat further stated that he also spoke with A. Corbett about Board Committees. She explained that the Legislation which took effect on January 1, 2011 does not cover Board Committees. She suggested that all members of a Committee should be voting, unless otherwise decided by the Board. This is in keeping with our By-Law which stipulates that quorum for Board Committees are determined by the Board Committee, as well as our practice, which includes a Board approval of all Committee Terms of Reference.

2. CONFLICT OF INTEREST

No conflict of interest was declared.

3. SPECIAL PRESENTATION:

3.1 Mission to Haiti

Malcolm Moffat recognized Gary Williams on a suggestion he had made following the January 2010 earthquake in Haiti. G. Williams had suggested that we should get involved in the mission to Haiti from a rehabilitation perspective.

M. Moffat stated that our staff was approached by Dr. Mike Landry from the University of Toronto to be part of joint rehabilitation efforts from several institutions in the Toronto area. Jennifer Shaffer, Professional Practice Leader for Physiotherapy approached him and advised that several OT and PT staff were very interested in going to Haiti as part of that program. The Foundation Board was approached for funding for the mission and they unanimously voted in favour and supported the efforts fully.

It was noted that Steve Beatty joined the meeting at this point in the agenda.

Jennifer Shaffer and other staff members (Esther Chung, Karen Uy, Janice Tsui, Betty Cheung and Shirlene Campbell) gave a special presentation on their work in Haiti. Their presentation included several photos which showed the conditions under which they worked and the remarkable progress of the patients they were able to assist.

J. Bailey thanked the team on behalf of the Board and conveyed how honoured they are to be part of St. John's and its dedicated staff. G. Williams also thanked the team.

4. APPROVAL OF THE AGENDA

The Agenda was approved as distributed.

MOTION: Moved by David Taylor and seconded by Dennis Darby,
THAT the Agenda be approved as distributed CARRIED

5. APPROVAL OF MINUTES (December 13, 2010)

The Minutes of the meeting held on December 13, 2010 were amended as follows:

- Add Lorne McCubbin to the list of those present at the meeting.
- Item 8.2: Add the following to the last sentence: "...that the Hospital Board assist in sourcing new leads for donations *and potential candidates to join the Foundation Board.*"

The amended Minutes were approved as follows:

MOTION: Moved by Sr. Sue Elwyn and seconded by Pat McGee,
THAT the Minutes of the meeting held on December 13, 2010 be approved as distributed. CARRIED

6. BUSINESS ARISING

There was no business arising from the Minutes.

7. LHINS:

J. Bailey stated that she and M. Moffat will attend a meeting with the LHIN Board Chair and LHIN CEO on Thursday January 13, 2011 to discuss the Aging @ Home Funding.

M. Moffat advised that with the recent release of the Auditor General's report, the LHIN's have been asked to ensure that hospitals are following the recommendations that were included in the AG's report. M. Moffat further stated that we have been asked by the LHIN to sign an attestation stating that we are following the recommendations contained in the Auditor General's report. The attestation is due on February 14, 2011 and due to that deadline, a draft document will be brought directly to the February 7, 2011 Board meeting.

M. Moffat further stated that he has had a conversation with Kim Baker, LHIN CEO, to ensure that she was fully aware of the reasons that we will be meeting with them on January 13, 2011.

M. Moffat also advised that Ken Deane, ADM for Accountability has recently left the MoHLTC to take up duties as Supervisor of Windsor Hotel Dieu Hospital, and we are unsure at this point who will be replacing him.

8. ITEMS FOR DISCUSSION

9.1 President & CEO Report

Malcolm Moffat presented a brief verbal President & CEO Report. He stated that the main item is the Toronto Commandery Hospice proposal that was distributed to the Board at the December 2010 meeting. He advised that the Toronto Commandery Hospice group approached the Government approximately 1.5 years ago to build a hospice in Toronto. They were allocated \$500k in funding to assist in operating a 10-bed hospice and they were directed to seek appropriate partnerships, as well as additional funding to complete the project. The group approached David Zimmer and a meeting was held with D. Zimmer, Kathleen Wynne (MPP Don Valley West and Minister

of Transportation), Sr. Elizabeth Ann and M. Moffat to discuss the proposal. Sr. Elizabeth Ann explained that there is no space on the Sisterhood property and the Sisterhood is unable to offer assistance in that regard. We were then approached.

A copy of the proposed footprint of the Hospice was distributed to the Board members.

There was a detailed discussion regarding the Hospice proposal and below are the key points of that discussion:

- Does palliative care fit with the Vision of the Hospital?
- D. Taylor gave a brief report on a hospice proposal which he was part of some time ago. He stated that it was concluded at that time that it was more important to provide adequate support for the individuals at that point than bricks and mortar.
- It would be a stretch to see how a hospice fits with St. John's Mission
- Is it a question of partitioning off a separate piece of available land for the project and have it separate from the vision or mission of the Hospital?
- It is important to decide based on what we need for future growth of the hospital property. That discussion must be considered in light of our current expansion.
- We must be very cognizant of our own need for land space as the need increases for available land space in the GTA.
- Sr. Sue Elwyn stated that the Hospital's Dissolution By Law states that should the hospital cease to exist, the existing property will revert back to the Sisterhood (once all the liabilities are settled). She further stated that part of the Sisterhood's founding vision for the hospital was the extensive grounds and its importance as part of the rehabilitation of patients.
- Are we the right site for dying people?
- We should develop a Master Plan for the entire hospital site to protect our site. This should include the current use of the extra land.

M. Moffat stated that there is a Master Plan which includes the current expansion project but does not include plans for all of the property.

It was noted that while the Board is in support of the plan to build a Hospice, they did not agree that it fits into the Hospital's Vision and Mission. In light of this, the following motion was passed.

MOTION: Moved by Hilary Short and Tom Curzon,
THAT in view of the Board of Directors discussion on the concept of making land available for the building of a Hospice on the Hospital grounds, it was determined that the proposal does not fit with the current Vision and Mission of St. John's Rehab Hospital. CARRIED

M. Moffat will report back to the Toronto Commandery Hospice group.

9.2 Fundraising Report

Tom Curzon gave a brief Foundation/Fundraising Report. On behalf of the Foundation, T. Curzon recognized Gary Williams who was instrumental in setting up a meeting with [redacted] which resulted in securing a [redacted] commitment from them.

T. Curzon also reminded the Board of the upcoming Achilles Run which is taking place on March 18, 2011. Details will be sent out to all via email.

9. VOLUNTEER REPORT

Lorne McCubbin gave a brief report on behalf of the Volunteer Association. He stated that the Volunteer Association's Executive Meeting will take place on February 16, 2011.

10. OTHER BUSINESS

There was a brief discussion regarding the difficulty of make a left turn at the signal light at the foot of the Hospital's driveway.

There was also a brief discussion regarding the new Board set up and everyone present felt that the set up would work well.

MOTION: Moved by Gary Williams and seconded by Dennis Darby,
THAT the Open Session of the Board meeting be adjourned at 5:19pm. CARRIED

11. DATE OF NEXT MEETING:

The next meeting of the Board of Directors is scheduled for: **Monday February 7, 2011 starting at 4:00pm in Grasett Hall.**

CHAIR

SECRETARY