

To:	Warden Halliday and Members of Grey County Council
Committee Date:	August 9, 2018
Subject / Report No:	CAOR-CC-15-18
Title:	Long Term Care Management Agreement
Prepared by:	Kim Wingrove, Chief Administrative Officer
Reviewed by:	
Lower Tier(s) Affected:	All Grey County
Status:	Recommendation adopted by Council as presented per Resolution CC80-18;

Recommendation

1. That Report CAOR-CC-15-18 Long Term Care Management Agreement, be received; and
2. That the Agreement between the Corporation of the County of Grey and Sienna Senior Living Management GP Ltd., as a general partner of Sienna Senior Living Management LP, (Sienna) for a five year term, with an option to extend for a further five year period, substantially in the form of Appendix A to Report CAOR-CC-15-18, be approved, subject to any required approval by the Ministry of Health and Long Term Care (MoHLTC); and
3. That upon approval of the MoHLTC, a by-law and Agreement to Approve a Management Contract with Sienna Senior Living be brought forward for Council's consideration.

Executive Summary

Council endorsed resolution CC74-18 on July 12, 2018 directing that the current agreement with Sienna Senior Living be amended to reflect the execution of a new, single source, full services management contract to support Grey County's long term care facilities. This report provides a summary of the management contract terms and conditions for consideration as requested.

Background and Discussion

In response to the findings and recommendations contained in the long term care operational review undertaken between February and May 2018, moving to a full service management model was determined to be the most prudent way to meet the challenges of attaining accreditation for the County's long term care facilities, meeting the need for new policies and

procedures that enable service delivery in an increasingly complex environment and gaining efficiencies and economies of scale.

Some changes within the sector during the past decade include the implementation of a new Long-Term Care Homes Act and regulations (2010), increased financial and statistical reporting requirements, increased acuity and complexity of resident care needs, introduction of new programs and reporting requirements i.e. physio therapy, responsive behaviours, implementation of a new mandatory assessment and funding model, the requirement for homes to submit an annual quality improvement plan and publically reported quality indicators. The implementation of a full service management contract will support long-term sustainability and stability in the Grey County homes.

Sienna will oversee all aspects of the long-term care operations including financial, quality, human resources and operating platform. This includes responsibility for:

- The completion, submission and posting of Ministry of Health and Long-Term Care (MOHLTC) and South West Local Health Integration Network (LHIN) documents
- Development and completion of action plans and benchmarking related to compliance, finance and quality initiatives
- The provision of education, advice and expertise on all matters related to long-term care funding, policy and operations

Sienna will provide regular reports to the Committee of Management as outlined in the following table:

Reporting Frequency	Report Description
Monthly	<ul style="list-style-type: none"> • Financial statements • Operations reports
Quarterly	<ul style="list-style-type: none"> • Quality and risk reports benchmarking the performance of the homes with the provincial average and other Grey County homes clinical indicators • Progress on transition, milestones, implementation of systems, projects, approved recommendations
Annually	<ul style="list-style-type: none"> • Resident and employee satisfaction results • Home operational plans and quality improvement plans
Other	<ul style="list-style-type: none"> • Any recommendation requiring decision or approval • Any reports received from the MOHLTC, LHIN or other regulatory body • Any reports prepared for the MOHLTC, LHIN or other will be provided in advance for review and approval prior to submission • Sentinel events and risks

The following are key characteristics of the Full Management Model that the Agreement is based on:

- Grey County remains the licensee with responsibility to the Ministry of Health and Long Term Care as the Health Services Provider.
- All employees of Grey Gables, Lee Manor and Rockwood Terrace remain employees of Grey County.
- Labour relations and collective agreement negotiations will have the participation of both Sienna and County staff. County Council retains the ratification authority for all collective agreements as Owner.
- Support to attain goals and objectives under each of the four pillars (finance, human resources, quality and operating platform) is provided to each home Administrator, the management team and the Grey County Committee of Management by Sienna's team of expert consultants.
- Sienna is accountable to the County through the Committee of Management.
- The fees associated with the agreement are calculated annually based on the formula provided in the agreement.
- Sienna will consult and provide recommendations to the County Information Technology department on long-term care related IT projects.
- The term is for 5 years, from August 1, 2018 to December 31, 2023 with an option for a renewal for a further 5 years.

Legal and Legislated Requirements

Relevant excerpt from the Long-Term Care Homes Act, 2007:

Management contracts

110 (1) A licensee of a long-term care home shall not allow anyone else to manage the home except pursuant to a written contract approved by the Director. 2007, c. 8, s. 110 (1).

Does not apply to Administrator

(2) Subsection (1) does not apply to the management of the home by the Administrator. 2007, c. 8, s. 110 (2).

Compliance with regulations

(3) The contract described in subsection (1) must comply with any requirements established by the regulations. 2007, c. 8, s. 110 (3).

Approval by Director

(4) The following apply with respect to the approval by the Director of a contract described in subsection (1):

1. Before approving the contract, the Director shall satisfy himself or herself that the contract complies with any requirements established by the regulations.
2. The approval by the Director is subject to any restrictions by the Minister under section 97 and subject to section 98 as those sections would apply if the

person who would manage the long-term care home were to be the licensee. 2007, c. 8, s. 110 (4).

Director may withdraw approval

(5) The Director may withdraw his or her approval of a contract at any time. 2007, c. 8, s. 110 (5).

Amendment of contract

(6) A licensee shall not allow a contract described in subsection (1) to be amended materially without the approval of the Director. 2007, c. 8, s. 110 (6).

Notice

108 (1) A licensee that is a corporation shall notify the Director in writing within 15 days of any change in the officers or directors of the corporation. 2007, c. 8, s. 108 (1).

Same

(2) A licensee shall immediately notify the Director in writing if the licensee has reason to believe that a person has gained a controlling interest in the licensee. 2007, c. 8, s. 108 (2).

Same, management contract

(3) Where a long-term care home is managed by a person under a contract under section 110, the licensee of the home shall immediately notify the Director in writing if the licensee has reason to believe that anything mentioned in subsection (1) or (2) has occurred with respect to the person. 2007, c. 8, s. 108 (3).

On July 12, 2018, County Council endorsed entering into an agreement with Sienna subject to review of the agreement and the enacting of a by-law. The County solicitor and Sienna's legal counsel have provided their guidance with regard to the content of the Management Agreement.

As required by the Ontario Long-Term Care Homes Act (2007), once executed, the Agreement requires review and approval by the MOHLTCs Long-Term Care Licensing Branch. An Agreement to Approve a Management Contract will be executed between all three parties.

Financial and Resource Implications

The operational review identified that a considerable amount of work is required to improve service, maximize efficiencies, meet legislative requirements and work on improving outcomes in each of Grey County's long-term care homes. An operational support team will be assigned to the homes to provide support and resources that are required to operate in this increasingly complex environment.

Subject to direction by the Long Term Care Committee of Management, there will be opportunities to increase revenue and decrease costs and to realign staff duties and responsibilities. Full understanding of the changes will be identified as the management transition occurs.

The fees associated with the Full Service Management Model are consistent with administration fees across the sector at no more than 5% of gross revenue. Fees will be adjusted annually based on revenue adjustments e.g. MOHLTC transfers. Costs and sources of funds were provided in report LTCR-CC-26-18 presented to Council on July 12, 2018.

Relevant Consultation

- Internal – Long Term Care, Finance
- External – County solicitor, Sienna Senior Living, MOHLTC Licensing Branch

Appendices and Attachments

[Draft Management Agreement](#)

[Statement of Work to Sienna Agreement](#)