

Alberta Health Services Board

MINUTES

PUBLIC BOARD MEETING

Meeting held on

Tuesday, June 17, 2008

HBA Services

Suite 900, 9925 – 109 Street

Edmonton, Alberta

PRESENT:

Board Members: Mr. Ken Hughes, Chair
Mr. Jack Ady
Mr. Pierre Crevolin
Ms. Irene Lewis
Mr. Don Sieben

Executive & Staff: Ms. Charlotte Robb, Interim CEO, AHSB
Ms. Leslie Beard, AHSB, Communications
Ms. Patti Grier, AHSB Office
Mr. Norm Petherbridge, Interim Chief Financial Officer
Ms. Lorinda Prociuk, Executive Coordinator, Interim CEO Office
Mr. David Weyant, Legal Counsel

Guests: Mr. Fred Dunn, Auditor General
Ms. Ronda White, Assistant Auditor General

Regrets: Ms. Linda Hohol
Mr. John Lehnars

1. CALL TO ORDER

The meeting was called to order at 5:00 p.m.

2. DECLARATION OF CONFLICT OF INTEREST

Conflicts of interest were previously identified by Board Members and duly noted by the Chair.

3. APPROVAL OF AGENDA

<p>MOVED BY MR. JACK ADY, SECONDED BY MR. PIERRE CREVOLIN, that the Agenda for the June 17, 2008 Public Board Meeting be approved, subject to the addition of the following motions:</p> <ol style="list-style-type: none">1. Adoption of Trade Name2. Indemnity resolution for Interim Chief Executive Officer3. Delegation of authority regarding Medical Staff4. Delegation of authority regarding Medical Officers of Health5. Delegation of authority regarding Allied Health Professionals	
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4. BOARD CHAIR'S REMARKS

Introductions

Mr. Hughes, Board Chair, advised that the Board spent the day reviewing the audited financial statements for nine Regions and three other entities.

Mr. Hughes introduced Mr. Fred Dunn, Auditor General of Alberta, and thanked him for his assistance today. Mr. Hughes also thanked all the CEOs of the entities and their Administration staff for their participation in the discussion.

Mr. Sieben, Chair, Audit Committee, provided comments on the day's proceedings and advised all audit reports provided an unqualified opinion on the financial statements.

5. MOTION TO APPROVE AUTHORITIES FINANCIAL STATEMENTS

Mr. Sieben, Chair, Audit Committee spoke to the motion.

DECISION AND INSTRUCTION:

MOVED BY MR. JACK ADY, SECONDED BY MR. PIERRE CREVOLIN, that the Alberta Health Services Board approves the audited financial statements for the:

**Calgary Health Region
Capital Health Region
Peace Country Health Region
David Thompson Health Region
Aspen Regional Health Authority
Chinook Regional Health Authority
Northern Lights Health Region
East Central Health
Palliser Health Region**

for the year ended March 31, 2008.

MOTION CARRIED

MOVED BY MS. IRENE LEWIS, SECONDED BY MR. DON SIEBEN, that the Alberta Health Services Board approves the audited financial statements for Alberta Cancer Board for the year ended March 31, 2008.

MOTION CARRIED

NOTE: Mr. Sieben declared a potential conflict of interest with respect to AADAC's audited financial statements as he has done work for an AADAC supported program and abstained from discussion and voting.

MOVED BY MR. JACK ADY, SECONDED BY MR. PIERRE CREVOLIN, that the Alberta Health Services Board approves the audited financial statements for the Alberta Alcohol and Drug Abuse Commission for the year ended March 31, 2008.

MOTION CARRIED

<p>5. <u>MOTION TO APPROVE AUTHORITIES FINANCIAL STATEMENTS (Continued)</u></p> <p>MOVED BY MR. DON SIEBEN, SECONDED BY MS. IRENE LEWIS, that the Alberta Health Services Board approves the audited financial statements for the Alberta Mental Health Board for the year ended March 31, 2008.</p> <p style="text-align: right;">MOTION CARRIED</p>	
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6. MOTION TO APPOINT AUDITOR GENERAL FOR EACH OF THE RHAs

DECISION AND INSTRUCTION:

<p>MOVED BY MR. DON SIEBEN, SECONDED BY MS. IRENE LEWIS, that the Alberta Health Services Board appoints the Auditor General of Alberta as the auditor of the financial statements for the:</p> <p>Calgary Health Region Capital Health Region Peace Country Health Region David Thompson Health Region Aspen Regional Health Authority Chinook Regional Health Authority Northern Lights Health Region East Central Health Palliser Health Region</p> <p>for the year ended March 31, 2009.</p> <p style="text-align: right;">MOTION CARRIED</p> <p><u>NOTE:</u> The Auditor General is the statutory auditor for the Alberta Cancer Board, the Alberta Mental Health Board, and the Alberta Alcohol and Drug Abuse Commission.</p>	
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7. OTHER RESOLUTIONS

Mr. David Weyant, Legal Counsel for the Board, provided comment and background on the following motions:

DECISION AND INSTRUCTION:

(1) TRADE NAME

MOVED BY MS. IRENE LEWIS, SECONDED BY MR. JACK ADY, that the Alberta Health Services Board approve the following Resolution:

WHEREAS each Authority wishes to be able to use the name “Alberta Health Services” in carrying out its duties and responsibilities, individually and in concert or in conjunction with the use of that name by one or more of the other Authorities in carrying out its or their respective duties and responsibilities;

AND WHEREAS the Members of each Authority wish to be able to use the name “Alberta Health Services Board” when carrying out their duties and responsibilities as Members of the Authority;

AND WHEREAS each Authority that uses those names is required to sign and file with the Registrar under the *Partnership Act* (Alberta) a declaration in writing of the fact (“Declaration”);

NOW THEREFORE BE IT RESOLVED as a resolution of each and every Authority that:

1. the Authority is hereby authorized to use the name “Alberta Health Services”, as it sees fit, in carrying out its duties and responsibilities and in concert or in conjunction with the use of the name by one or more of the other Authorities to refer to that Authority or those Authorities;
2. the Members, acting as one or more Authorities, are hereby authorized to use the name “Alberta Health Services Board”, as they see fit, in carrying out their duties and responsibilities as Members of that Authority or those Authorities;
3. any Member or Chief Executive Officer of the Authority is hereby authorized to sign and file with the Registrar, for and on behalf of the Authority, a Declaration, and to sign and deliver, for and on behalf of the Authority, any other documents and take any other action as may be necessary to give effect to this Resolution.

DATED and effective as of the 17th day of June, 2008.

MOTION CARRIED

**(2) INDEMNITY RESOLUTION FOR INTERIM CHIEF
EXECUTIVE OFFICER**

MOVED BY MR. JACK ADY, SECONDED BY MR. DON SIEBEN, that the Alberta Health Services Board approves the following Resolution:

WHEREAS each Authority wishes to provide an indemnity (the “Indemnity”) to each of Charlotte Robb (“Robb”) and MCODE ADVISORY SERVICES LTD. (“MASL”);

AND WHEREAS each Authority intends to enter into an Indemnity Agreement with Robb and MASL substantially in the form attached hereto as Schedule “A” (the “Indemnity Agreement”);

NOW THEREFORE BE IT RESOLVED as a resolution of each and every Authority that:

1. the Authority is hereby authorized to enter into and execute the Indemnity Agreement to be dated effective as of the date of this Resolution;
2. any authorized signatory of the Authority, including its Board Chair, Ken Hughes, is hereby authorized to sign and deliver the Indemnity Agreement for and on behalf of the Authority, and to sign and deliver, for and on behalf of the Authority, any other documents and take any other action as may be necessary to give effect to this Resolution.

DATED and effective as of the 17th day of June, 2008.

MOTION CARRIED

NOTE: Schedule “A” (the “Indemnity Agreement”) attached hereto as part of the Corporate Record of the minutes.

**(3) DELEGATION OF AUTHORITY REGARDING MEDICAL
STAFF APPOINTMENTS**

MOVED BY MR. DON SIEBEN, SECONDED BY MR. PIERRE CREVOLIN, that the Alberta Health Services Board approve the following Resolution:

WHEREAS:

- A. Pursuant to section 12 of the *Hospitals Act* (Alberta) (“HA”), the Board is responsible for appointments to the medical staff of approved hospitals;
- B. Pursuant to subsection 8(1)(f) of the *Cancer Programs Act* (Alberta) (“CPA”), the Board is responsible for appointments to the medical staff, scientific staff and other health services personnel;

**(3) DELEGATION OF AUTHORITY REGARDING MEDICAL
STAFF APPOINTMENTS (Continued)**

C. Pursuant to subsection 6(2) of the *Regional Health Authorities Act* (Alberta) (“RHA”), the regional health authority may delegate any power or duty conferred or imposed on it under the RHA or any other provincial legislation, to a committee of the regional health authority, to any of its employees, officers or agents or to a community health council;

D. Pursuant to subsection 13(1) of the CPA, the Board may delegate any of its power and duties to any of its employees or staff, to any person on the medical, scientific or professional staff of its hospital or out-patient clinics, or to any committee established by the Board; and

E. Pursuant to section 5.3 of the Alberta Health Services Board General Bylaws (“Bylaws”), the Board may delegate any power or duty conferred or imposed on it under the Enactments (as that term is defined under the Bylaws) or any other relevant law, to a committee, council, task force, to a senior officer, to an employee, or to an agent of the Board, including, without limitation, to the Authority’s Chief Executive Officer.

NOW THEREFORE the Members of the Authority do hereby resolve that:

1. The Chief Executive Officer of the Authority be granted the powers and duties set out in section 12 of the HA and where applicable the powers and duties set out in subsection 8(1)(f) of the CPA.

2. The Chief Executive Officer of the Authority shall comply with the appointment process set out in the applicable Medical Staff bylaws in place under such Authority.

3. The Chief Executive Officer of the Authority shall, from time to time as requested by the Board, report to the Board indicating the medical staff that have been appointed and those who were not granted appointments.

4. Any prior delegations under section 12 of the HA and subsection 8(1)(f) of the CPA are revoked without prejudice to the effectiveness of any lawful exercise prior to the date of this revocation of the powers and duties assigned under the prior delegation.

5. Notwithstanding the delegations set out in this resolution, the Board retains the ability to do any act or thing in respect of which these delegations were granted.

IN WITNESS WHEREOF all of the Members of the Authorities have approved these resolutions as of this 17th day of June, 2008.

MOTION CARRIED

(4) DELEGATION OF AUTHORITY REGARDING MEDICAL OFFICERS OF HEALTH

MOVED BY MR. PIERRE CREVOLIN, SECONDED BY MS. IRENE LEWIS, that the Alberta Health Services Board approve the following Resolution:

WHEREAS:

A. Pursuant to subsection 9(1) of the *Public Health Act* (Alberta) (“PHA”), a regional health authority under the *Regional Health Authorities Act* (Alberta) (“RHA”) is required to appoint a person as a medical officer of health and persons as executive officers for the purposes of carrying out the requirements under the PHA and regulations thereunder;

B. Pursuant to subsection 6(2) of the RHA, the regional health authority may delegate any power or duty conferred or imposed on it under the RHA or any other provincial legislation, to a committee of the regional health authority, to any of its employees, officers or agents or to a community health council; and

C. Pursuant to section 5.3 of the Alberta Health Services Board General Bylaws (“Bylaws”), the Board may delegate any power or duty conferred or imposed on it under the Enactments (as that term is defined under the Bylaws) or any other relevant law, to a committee, council, task force, to a senior officer, to an employee, or to an agent of the Board, including, without limitation, to the Authority’s Chief Executive Officer.

NOW THEREFORE the Members of the Authority do hereby resolve that:

1. The Chief Executive Officer of the Authority be granted the powers and duties set out in subsection 9(1) of the PHA.
2. The Chief Executive Officer of the Authority shall from time to time report to the Board indicating who has been appointed as a medical officer of health and executive officers.
3. Any prior delegations under subsection 9(1) of the PHA are revoked without prejudice to the effectiveness of any lawful exercise prior to the date of this revocation of the powers and duties assigned under the prior delegation.
4. Notwithstanding the delegations set out in this resolution, the Board may do any act or thing in respect of which these delegations were granted.

IN WITNESS WHEREOF all of the Members of the Authorities have approved this resolution as of this 17th day of June, 2008.

MOTION CARRIED

**(5) DELEGATION OF AUTHORITY REGARDING ALLIED
HEALTH PROFESSIONALS**

**MOVED BY MR. JACK ADY, SECONDED BY MR. DON SIEBEN, that
the Alberta Health Services Board approve the following Resolution:**

WHEREAS:

A. Pursuant to section 13 of the *Hospitals Act* (Alberta) (“HA”), the Board may grant physicians and other health care practitioners access to hospital facilities on any terms and conditions set out in, *inter alia*, the Authority’s Medical Staff bylaws or general bylaws;

B. Pursuant to section 6(2) of the *Regional Health Authorities Act* (Alberta) (“RHA”), the regional health authority may delegate any power or duty conferred or imposed on it under the RHA or any other provincial legislation, to a committee of the regional health authority, to any of its employees, officers or agents or to a community health council; and

C. Pursuant to section 5.3 of the Alberta Health Services Board General Bylaws (“Bylaws”), the Board may delegate any power or duty conferred or imposed on it under the Enactments (as that term is defined under the Bylaws) or any other relevant law, to a committee, council, task force, to a senior officer, to an employee, or to an agent of the Board, including, without limitation, to the Authority’s Chief Executive Officer.

NOW THEREFORE the Members of the Authority do hereby resolve that:

1. The Chief Executive Officer of the Authority be granted the powers and duties set out in section 13 of the HA.
2. The Chief Executive Officer of the Authority shall comply with the appointment process set out in the applicable health care practitioner bylaws in place under such Authority.
3. The Chief Executive Officer of the Authority shall, from time to time as requested by the Board, report to the Board indicating the health care practitioners that have been appointed and those who were not appointed.
4. Any prior delegations under section 13 of the HA are revoked without prejudice to the effectiveness of any lawful exercise prior to the date of this revocation of the powers and duties assigned under the prior delegation.
5. Notwithstanding the delegations set out in this resolution, the Board may do any act or thing in respect of which these delegations were granted.

IN WITNESS WHEREOF all of the Members of the Authorities have approved this resolution as of this 17th day of June, 2008.

MOTION CARRIED

7. OTHER BUSINESS

No other business was discussed.

NEXT MEETING

Date:	July 8, 2008
Location:	To be determined
Time:	To be determined

ADJOURNED

MOVED BY MR. JACK ADY, SECONDED BY MS. IRENE LEWIS, that the Alberta Health Services Board adjourn at 5:30 p.m.