

**MINUTES
PUBLIC BOARD MEETING**

Wednesday, August 13, 2008

**Peace Country Health
Provincial Building
Boardroom
2101 10320 - 99th Street
Grande Prairie, Alberta T8V 6J4**

PRESENT:

Board Members: Mr. Ken Hughes, Chair
Mr. Jack Ady
Ms. Linda Hohol
Mr. John Lehnern
Ms. Irene Lewis
Ms. Catherine Roozen
Mr. Don Sieben

Executive & Staff: Ms. Charlotte Robb, Interim CEO, Alberta Health Services
Ms. Patti Grier, Alberta Health Services Board Office
Mr. David Weyant, Legal Counsel

CALL TO ORDER

The meeting was called to order at 1:30 p.m.

DECLARATION OF CONFLICT OF INTEREST

No conflicts of interest were declared relative to the agenda.

APPROVAL OF AGENDA

MOVED BY MS. LINDA HOHOL, SECONDED BY MS. IRENE LEWIS, that the agenda for the Alberta Health Services Board Public Meeting of August 13, 2008, be approved.

MOTION CARRIED UNANIMOUSLY

APPROVAL OF MINUTES

MOVED BY MR. JACK ADY, SECONDED BY MR. JOHN LEHNERS, that the minutes of the Alberta Health Services Board Public Meeting dated July 8, 2008, be approved.

MOTION CARRIED UNANIMOUSLY

CHAIR'S REMARKS

Mr. Hughes welcomed everyone to the meeting and advised that the proceedings are being broadcast throughout Alberta to various health services sites via Telehealth.

Mr. Hughes further advised that due to the high level of interest in the meeting, an overflow room on the Main Floor with Telehealth capabilities has been opened in order to allow everyone to view the Public Board Meeting. He advised that public meetings of the AHS Board are to conduct the business of the Board and under current governance procedures there is no opportunity for the public to provide comment or ask questions. He further advised that Albertans are encouraged to submit comments/suggestions to Board Members through the AHS website Board contact section.

Mr. Hughes stated that one venue available for employees to provide comments and innovative ideas to the Board and management's attention is the "Bright Ideas" portal which is accessed through the AHS website. Mr. Hughes thanked staff for the hundreds of bright ideas that have been received over the past month and stated the Board is appreciative of the time taken to share these ideas.

Mr. Hughes advised the Board has received a number of suggestions on how to support staff including providing child care close to our facilities, e-learning to assist with training in a province-wide organization, and utilizing the various professionals to their full scope of practice. A number of suggestions were also received on how to make our infrastructure more sustainable -- particularly when building new facilities. Mr. Hughes stated he was also impressed by the concern that our staff have for the environment. Mr. Hughes advised that each month he will share some of these suggestions at the beginning of each public meeting. He further advised the Board plans to hold meetings in a different location each month. Meetings have already been held in Calgary, Edmonton and Red Deer.

Mr. Hughes provided an update on the Board's past two days in Grande Prairie which included:

- A tour of the QEII Hospital and STARS facility.
- Meetings with both the Chamber of Commerce and the Rotary Club;
- A presentation from Peace Country Health on the different services provided to the Grande Prairie region and also the challenges they face in the delivery of these services; and
- A dinner for community, government, former Board Members and health leaders in the Grande Prairie area.

Mr. Hughes advised that Boyden Global Executive Search has been retained with respect to the search process for additional members of the Alberta Health Services Board. He further advised that ads will appear in papers across Canada requesting applications for membership on the Board. Mr. Hughes stated that the intent of the process is to recruit eight additional members to bring the Board membership to 15 with a timeline for conclusion of the process by December 2008.

In closing, Mr. Hughes advised that today's agenda contained a number of governance items which form the mandate of the Board including approval of revisions to the General Bylaws. He further advised that the Terms of Reference for the Boards' various committees were being referred to the Governance Committee for further review. Mr. Hughes stated the Board will also approve nominations for additional members to a number of Foundations whose work and contributions to the community are highly valued.

AGENDA ITEMS

AHSB08-04 Banking Resolution

Mr. Weyant, General Counsel, was in attendance to provide an overview and answer questions with respect to the Banking Resolution.

<p>MOVED BY MR. DON SIEBEN, SECONDED BY MR. JOHN LEHNERS, that the Board approves Report AHSB08-04, Banking Resolution, as follows:</p> <p>WHEREAS:</p> <p>A. The Board of Members of each Authority (collectively, the “Members”) have previously signed resolutions (collectively, the “Financial Resolutions”) whereby the Members granted to one or more persons, or the persons holding one or more positions with the Authority, the authorization to conduct financial matters on behalf of the Authority, which matters may include, without limitation, the authorization to:</p> <ul style="list-style-type: none">(i) execute financial instruments or other documents on behalf of the each Authority;(ii) withdraw or order the transfer of funds;(iii) mortgage, hypothecate, charge, pledge convey, assign, transfer or create security interests in any or all of the property of an Authority;(iv) receive from the financial institution, cash or any securities, instruments or other property of the Authority held by the institution;(v) deposit with the financial institution, cash, securities or other property;(vi) instruct the financial institution to debit accounts of third parties; and(vii) receive statements and other documents relating to the Authority. <p>(such actions being collectively, the “Financial Matters”)</p> <p>B. The Members believe it is in the best interest of the Authorities to standardize signing authorities for the purpose of conducting Financial Matters.</p>	<p>CFO Legal</p>
--	-----------------------------

<p>AHSB08-04 Banking Resolution (Continued)</p> <p>NOW THEREFORE the Members do hereby resolve that:</p> <ol style="list-style-type: none"> 1. The authority of all persons or positions held with an Authority to conduct Financial Matters as described in any Financial Resolution is hereby revoked. For greater certainty, except to the extent described in this resolution, all Financial Resolutions remain in full force and effect. 2. The persons appointed by the Authority to hold any two of the positions with each Authority as described in Schedule “A” attached hereto are hereby authorized to jointly conduct the Financial Matters and in that respect, to conduct any act which had previously been authorized by the Members in any Financial Resolution. 3. The persons appointed to any two positions with of each Authority as described in Schedule “A” attached hereto are authorized to sign all such other documents and do all such other acts and things as may be necessary or desirable to give effect to the above resolution. <p style="text-align: center;">MOTION UNANIMOUSLY CARRIED</p>	
---	--

AHSB08-05 Alberta Health Services Board Terms of Reference, Principle and Policies

Mr. Weyant, General Counsel, was in attendance to provide an overview and answer questions with respect to the AHS Board Terms of Reference, Principle and Policies.

<p>MOVED BY MS. LINDA HOHOL, SECONDED BY MR. DON SIEBEN, that the AHSB refer Report AHSB08-05, and the resolution approving the Terms of Reference, the Principle and the Policies, to the Governance Committee for further review and recommendation to the AHSB.</p> <p style="text-align: center;">MOTION UNANIMOUSLY CARRIED</p>	<p>Legal Board Office</p>
--	--------------------------------------

AHSB08-06 Amendments to the Alberta Health Services Board General Bylaws

Mr. Weyant, General Counsel, was in attendance to provide an overview and answer questions with respect to revisions to the AHSB General Bylaws.

<p>MOVED BY MS. IRENE LEWIS, SECONDED BY MS. CATHY ROOZEN, that the AHSB approves Report AHSB08-06, Amendments to the Alberta Health Services Board General Bylaws and the resolution, as follows, approving the revised General Bylaws in the form attached to the resolution (the “Revised General Bylaws”) for resubmission to the Minister for his approval:</p> <p>A. WHEREAS the Alberta Health Services Board (the “AHSB”), as the common governance board for the Authorities, wishes to set the bylaws and procedures by which their affairs will be governed;</p> <p>B. AND WHEREAS by resolutions dated May 30, 2008, the Members of the Authorities approved a form of general bylaws (the “ Proposed General Bylaws”) for recommendation to the Minister of Health and Wellness of Alberta (the “Minister”) and sought his approval to have the Proposed General Bylaws adopted by the AHSB as the common governance board for the Authorities;</p> <p>C. AND WHEREAS by correspondence dated June 25, 2008, the Minister communicated that the Proposed General Bylaws were approved subject to two amendments being made by the AHSB (the “Amendments”);</p> <p>D. AND WHEREAS the Amendments and other changes recommended by counsel to the AHSB have been made and are included in the revised general bylaws in the form attached to this resolution (the “Revised General Bylaws”).</p> <p>NOW THEREFORE the Members of the Authorities do hereby resolve that:</p> <ol style="list-style-type: none">1. The Revised General Bylaws in the form attached are approved for re-submission to the Minister (the “General Bylaws”).2. All bylaws, policies, procedures, practices, directives, or similar instruments of the Authorities remain in effect except where, and to the extent that, they are in conflict with the General Bylaws, these resolutions, and the Principles outlined herein. More specifically, the bylaws of the Authorities that deal with these matters are repealed and replaced with the attached.	<p>Legal Board Office</p>
--	--------------------------------------

<p>AHSB08-06 Amendments to the Alberta Health Services Board General Bylaws (Continued)</p> <p>3. The Chair is authorized to sign all such other documents and do all such other acts and things as may be necessary or desirable to give effect to the above resolutions.</p> <p>IN WITNESS WHEREOF all of the Members of the Authorities have approved these resolutions as of this 13th day of August, 2008.</p> <p>MOTION UNANIMOUSLY CARRIED</p>	
---	--

AHSB08-07 Appointment of Catherine Roozen to Board Committees

<p>MOVED BY MR. JACK ADY, SECONDED BY MR. JOHN LEHNERS, that the AHSB approves Report AHSB08-07, Appointment of Catherine Roozen to Board Committees, and that she be appointed to the Governance Committee as a member, and to the Health Councils Committee as a Member and the Chair.</p> <p>WHEREAS by M.O. #67/2008, M.O. #68/2008, M.O. #69/2008 and O.C. 378/2008, the Minister of Health and Wellness (the “Minister”) terminated the appointment of Pierre Crevolin as a Member of Alberta Health Services;</p> <p>AND WHEREAS by M.O. #67/2008, M.O. #68/2008, M.O. #69/2008 and O.C. 378/2008, the Minister appointed Catherine Roozen as a Member of Alberta Health Services;</p> <p>AND WHEREAS pursuant to a resolution dated May 30, 2008, the Members of Alberta Health Services (the “Members”) established committees to assist with the governance of Alberta Health Services, being the Finance, Audit, Governance, Human Resources, Ethics & Quality and Health Councils committees;</p> <p>AND WHEREAS Pierre Crevolin was formerly a member and chair of the Health Councils committee and a member of the Governance committee;</p> <p>AND WHEREAS the Members now wish to appoint Catherine Roozen as a member and chair of the Health Councils committee and a member of the Governance committee;</p>	<p>Board Office</p>
--	----------------------------

<p>AHSB08-07 Appointment of Catherine Roozen to Board Committees (Continued)</p> <p>NOW THEREFORE the Members do hereby resolve that:</p> <ol style="list-style-type: none"> 1. Catherine Roozen is a member of the Governance committee. 2. Catherine Roozen as a member and chair of the Health Councils committee. 3. The Chair of Alberta Health Services is authorized to sign all such other documents and do all such other acts and things as may be necessary or desirable to give effect to the above resolutions. <p><u>NOTE:</u> Ms. Roozen abstained from voting.</p> <p style="text-align: center;">MOTION UNANIMOUSLY CARRIED</p>	
--	--

RECOMMENDATION(S) FROM HEALTH REGIONS (For Approval)

Mr. Hughes advised that Alberta Health Services is a compilation of nine health regions and three entities and until such time as the Regions and entities are formally dissolved into one, the Alberta Health Services Board will be required to approve recommendations from the various organizations in order to ensure their ongoing operations.

Calgary Health Region

CHR08-01 Appointments to Claresholm & District Health Foundation

<p>MOVED BY MS. LINDA HOHOL, SECONDED BY MR. JOHN LEHNERS, that the AHSB approves Report CHR08-01, Appointment of the following Members to the Claresholm & District Health Foundation for a three-year term expiring August 2011:</p> <ul style="list-style-type: none"> • Mr. Art Scott • Mr. Wilf Kenyon <p style="text-align: center;">MOTION UNANIMOUSLY CARRIED</p>	<p>COO, Planning & Programming</p> <p>Claresholm & District Health Foundation</p>
---	---

CHR08-02 Calgary Health Trust – Appointment of Board Members

<p>MOVED BY MR. JOHN LEHNERS, SECONDED BY MS. LINDA HOHOL, that the AHSB approves Report CHR08-02, Report from the Nominating Committee to the Board of Trustees of the Calgary Health Trust, recommending the appointment of three Trustees, Dr. Donald Grant Gall, Mr. Philip G. Hughes and Loreen Gilmour, for a three-year term expiring June 11, 2011.</p> <p>MOTION UNANIMOUSLY CARRIED</p>	<p>COO, Planning & Programming</p> <p>Calgary Health Trust</p>
---	--

Palliser Health Region

PHR08-01 Approval of Palliser Health Foundation Bylaws

<p>MOVED BY MR. DON SIEBEN, SECONDED BY MS. IRENE LEWIS, that with respect to Report PHR08-01, Approval of Palliser Health Region Foundation Bylaws, the Board:</p> <p>a) approves the amendments to the bylaws for the following health care foundations established by the Palliser Health Region:</p> <ul style="list-style-type: none">• Bassano and District Health Foundation• Bow Island and District Health Foundation• Brooks and District Health Foundation• Medicine Hat and District Health Foundation• Oyen and District Health Care Foundation <p>b) recommends to the Minister the approval of the amendments to the bylaws for the Palliser Health Region's health care foundations.</p> <p>MOTION UNANIMOUSLY CARRIED</p>	<p>COO, Planning & Programming</p> <p>Palliser Health Foundation</p>
--	--

Alberta Cancer Board

ACB08-01 Appointment of Alberta Cancer Foundation Trustees

MOVED BY MS. CATHERINE ROOZEN, SECONDED BY MR. DON SIEBEN, that AHSB approves Report ACB08-01, and reappoint Alberta Cancer Foundation trustees Mary Barr (Calgary) and Greg Cameron (Edmonton) for a second term of three years commencing September 2008 and concluding at the end of the Foundation's Annual Meeting in 2011.	COO, Planning & Programming
MOTION UNANIMOUSLY CARRIED	Alberta Cancer Board

OTHER BUSINESS

No other business was discussed.

NEXT MEETING

Date: September 24, 2008
Location: Medicine Hat
Time: TBD

ADJOURNED

MOVED BY LINDA HOHOL, SECONDED BY IRENE LEWIS, that the meeting of the Alberta Health Services Board adjourn at 2:00 p.m.

MOTION UNANIMOUSLY CARRIED

Chair

Recording Secretary