

**PUBLIC BOARD MEETING**

Minutes of the meeting of the Alberta Health Services (“AHS”) Board (the “Board”) held by teleconference, on August 30, 2018.

**Attendees:**

**Board Members:** Ms. Linda Hughes (Chair)  
Dr. Brenda Hemmelgarn (Vice-Chair)  
Mr. David Carpenter  
Mr. Richard Dicerri  
Mr. Robb Foote  
Ms. Heather Hirsch  
Mr. Hugh Sommerville  
Ms. Marliss Taylor  
Ms. Glenda Yeates

**Management:** Dr. Verna Yiu, President & Chief Executive Officer  
Ms. Catherine MacNeill, Corporate Secretary & Legal Counsel

Ms. Hughes acted as Chair of the meeting and Ms. MacNeill acted as Recording Secretary.

Ms. Hughes called the meeting to order at approximately 11:45 a.m. Notice of the meeting had been properly given and quorum was met.

❖ **Welcome**

**The following is an abstract of Ms. Linda Hughes’, Board Chair, remarks at the meeting. It is not an official transcript:**

Good morning, everyone. I am Linda Hughes, Chair of the Alberta Health Services Board, and I would like to welcome you to this AHS public Board meeting.

Thank you for taking the time to dial in and join us. This will be a short meeting as we have only four motions to consider.

The first with respect to the appointment of permanent Board members to Alberta Public Laboratories Ltd. (APL).

The second relating to the approval of certain agreements between AHS and APL.

The other two motions are with respect to an authorization to spend and an appointment to the Calgary Health Trust Board.

We are participating by teleconference today. When I ask for a vote on a motion, I will ask for those in favour and then I will ask for those opposed or abstaining. If none are in the latter group, I will declare the motion passed.

❖ **Review of Agenda**

**UPON MOTION** duly moved, seconded and unanimously carried, the Board approved the agenda for the meeting of the Board held on August 30, 2018, which was provided to the Board in advance of the meeting.

❖ **Declaration of Conflicts of Interest**

Ms. Hughes requested that any conflicts of interest relevant to the meeting or items noted on the agenda be declared.

Hugh Sommerville noted that he would be speaking to some matters involving APL. He declared that for the moment he was the Interim Chair of APL and that he had a fiduciary duty to them, as well as to the AHS Board.

**1. [AHSB18-10] Appointment of Alberta Public Laboratories Ltd. Board Members**

Hugh Sommerville, Interim Chair, Board, APL, advised that the Interim Board of APL had considered and supported the appointments of certain individuals to the permanent board of APL. He noted that the Interim Board of APL conducted an extensive national search and is pleased with the acumen of the proposed appointments in this first phase of board recruitment. The recommendations were made to the AHS Board as sole shareholder of APL.

Mr. Sommerville reported that the AHS Board had also considered and supported the recommendations for the appointments and were very excited about the opportunity to work with the directors going forward.

**UPON MOTION** duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointment of the following individuals as directors of Alberta Public Laboratories Ltd. effective October 1, 2018 and for the terms noted below:

1. Dr. Phillip Gordon – *term of three years*
2. Barb Hambly – *term of two years*
3. Ida Goodreau – *term of three years*
4. Dr. Karen Grimsrud, *ex officio, voting, term of two years*
5. Deborah Rhodes, *ex officio, voting, term of two years*
6. Mauro Chies, *ex officio, voting, term of three years, Interim Chair*
7. Andre Tremblay – *ex officio, non-voting, term of one year.*

**2. [AHSB18-11] Alberta Public Laboratories Ltd. Approvals**

Hugh Sommerville, Interim Chair, Board, APL advised that there was a second motion that addressed certain agreements related to the consolidation of laboratory services in the Province of Alberta. He noted that the Board has reviewed drafts of four agreements that speak to the transfer of the laboratory services business to APL and the service expectation going forward. The Board has been asked to approve the agreements in the form reviewed and delegate signing authority to the AHS President & CEO.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board:**

- (a) approved the Services Agreement, Asset Transfer Agreement, Transition Agreement and Agency Agreement between Alberta Health Services and Alberta Public Laboratories Ltd., all in the form reviewed by the Board with non-substantive amendments management deems necessary; and**
- (b) delegated signing authority on behalf of AHS of all such agreements and any ancillary documents contemplated in such agreements to the President & Chief Executive Officer.**

**3. [FC18-46] 2018/19 Authorization to Spend**

David Carpenter, Committee Chair, advised that the Finance Committee considered an authorization for expenses for AHS from April 1, 2018 – September 30, 2018, if the 2018/19 budget for AHS were not approved by August 31. The Committee recommended that the Board approve the authorization for expenses.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board, if the AHS 2018/19 Budget had not been approved by the Minister of Health by August 31, 2018, authorized AHS to:**

- (a) incur maximum expenses of \$7.6 billion for the period April 1, 2018 to September 30, 2018; and**
- (b) incur maximum capital spending of \$300 million for the period April 1, 2018 to September 30, 2018.**

**4. [AHSB18-12] Appointment of Trustee to Calgary Health Trust**

Dr. Brenda Hemmelgarn, Committee Chair, advised that the Board was asked to consider the appointment of Kirk Bailey as trustee to the Calgary Health Trust. She reported that the responsibility to appoint Trustees to the Calgary Health Trust lies with the AHS Board. Dr. Hemmelgarn stated that AHS is very grateful for the commitment of all volunteers across the

province, value their work and appreciate their commitment to health care in the province. With respect to this matter, the Board wished to approve Mr. Bailey's appointment.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointment of Kirk Bailey as trustee to the Calgary Health Trust for a two year term commencing September 1, 2018.**

❖ **Adjournment**

There being no further business, the meeting was adjourned at 12:07 p.m.

\_\_\_\_\_/S/  
Linda Hughes  
Chair

\_\_\_\_\_/S/  
Catherine MacNeill  
Corporate Secretary & Legal Counsel