

PUBLIC BOARD MEETING

Minutes of the meeting of the Alberta Health Services (“AHS”) Board (the “Board”) held at Boardroom A, Main Floor, Seventh Street Plaza, 10030-107 Street NW, Edmonton, on December 12, 2018.

Attendees:

Board Members: Ms. Linda Hughes (Chair)
Dr. Brenda Hemmelgarn (Vice-Chair)
Mr. Richard Dicerri
Mr. Robb Foote
Mr. Hugh Sommerville
Ms. Marliss Taylor

Management: Dr. Verna Yiu, President & Chief Executive Officer
Dr. Francois Belanger, Vice President, Quality & Chief Medical Officer
Ms. Susan McGillivray, Senior Program Officer, HR Client
Ms. Deborah Rhodes, Vice President, Corporate Services & Chief Financial Officer
Ms. Colleen Turner, Vice President, Community Engagement & Communications
Ms. Ronda White, Chief Audit Executive
Ms. Catherine MacNeill, Corporate Secretary & Legal Counsel

Regrets: Mr. David Carpenter
Ms. Heather Crowshoe
Ms. Glenda Yeates

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

Ms. Hughes called the meeting to order at approximately 3:30 p.m. Notice of the meeting had been properly given and quorum was met.

❖ Welcome & Comments from the Chair

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

Good afternoon everybody. My name is Linda Hughes, Chair of the AHS Board, and I wish to welcome everyone here at Seventh Street Plaza, as well as those watching from across the province through Facebook Live.

I would like to acknowledge we are gathered today on Treaty 6 and Métis Region 4 territory, a traditional meeting place and home for many Indigenous peoples.

As this is the final public board meeting of 2018, I thought I would provide a quick update on two transformational projects now underway at AHS that reached major milestones over the past 12 months.

This year AHS established Alberta Public Laboratories Ltd., or APL, a wholly owned subsidiary that will provide standardized lab testing for the entire province. Currently, several different organizations perform more than 75 million lab tests each year in Alberta, and these tests inform the majority of patient care decisions made every day.

There are advantages to consolidating these services within a single, self-governed organization. Fully integrated lab services will provide Alberta patients with more timely and consistent results, and new testing capabilities will enable more specialized tests to be done here rather than being sent to labs outside the province.

This year, AHS and APL announced plans to work with the Alberta government and the province's universities to build a state-of-the-art clinical lab hub in Edmonton that will process about 30 million tests per year, while also driving research and providing training for lab professionals from across Alberta.

This summer, Craig Ivany was hired as APL's Chief Executive Officer, and Dr. D. Lorne Tyrrell was named Chair of the APL Board. We are truly fortunate to have both of these accomplished professionals to help lead the new organization.

Earlier this week, lab staff that currently provided testing for AHS became official APL employees. Looking ahead, construction of the Edmonton lab hub is slated to begin early next year, with the new integrated lab model fully operational by 2022.

Also this year, enormous progress has been made in planning and designing Connect Care, our new clinical information system. I want to publicly acknowledge and thank our 45 patient advisors who are embedded in all levels of this planning and design work.

Just as APL is consolidating lab services, Connect Care is consolidating health information throughout AHS and empowering our teams to work more collaboratively for better patient outcomes and patient experiences.

Our clinical business and IT teams recently completed a two-year project in the Calgary and Edmonton Zones to migrate all public health patient records and immunization information to the same digital system used by AHS's other three zones.

This project involved electronically and manually converting 2.8 million patient records and transferring 31 million immunization records. A huge amount of work, obviously, and that project is helping AHS stay on track for a first launch of Connect Care at select sites in Edmonton.

As you can appreciate, this is a very busy and exciting time to be involved with AHS and on behalf of the Board, I would like to thank everyone involved in the APL and Connect Care initiatives, both of which will help AHS deliver improved patient outcomes and experiences.

I encourage everyone to visit the Connect Care and APL webpages on the AHS website at www.ahs.ca for the latest updates on both initiatives.

❖ **Review of Agenda**

UPON MOTION duly moved, seconded and unanimously carried, the Board approved the agenda for the meeting of the Board held on December 12, 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. None were declared.

1. **Approval of Minutes – September 27, 2018 and November 15, 2018**

UPON MOTION duly moved, seconded and unanimously carried, the minutes of the AHS Board meetings held on September 27, 2018 and November 15, 2018 were approved and the Chair of the Board and Corporate Secretary were authorized and directed to sign the minutes in the form so approved; and the Corporate Secretary was directed to file them, together with all ancillary documents attached thereto, in the corporate records of AHS and to deliver a copy of these to the Minister of Health.

2. **Comments from the President & Chief Executive Officer**

The following is an abstract of Dr. Verna Yiu's, President and Chief Executive Officer, remarks at the meeting. It is not an official transcript:

Thank you, Linda, and hello everyone.

Alberta Health Services is developing a new Provincial Advisory Council to help address the unique needs of sexual and gender minority communities.

AHS currently has three Provincial Advisory Councils that advise on province wide health programs related to cancer care, addiction and mental health, and seniors and continuing care. These councils,

commonly known as PACs, include public members who represent all zones, healthcare professionals, and stakeholders in their area of focus — and they play a significant role in shaping healthcare delivery. I believe our proposed fourth PAC has an important role to play in creating a safer and more welcoming healthcare environment for individuals who identify as LGBTQ2S+ — that is, lesbian, gay, bisexual, transgender, queer and two-spirited.

Between May and October of this year, AHS met in-person with more than 60 members of the LGBTQ2S+ communities, and solicited feedback from more than 200 people through an online survey. Their insights and perspectives, as well as research and best practice, will guide the work of this new PAC. Recruitment efforts are underway and we started the interview process last month.

Today, the draft terms of reference and bylaws are coming to the Board for approval. The Minister of Health has also expressed support for this PAC. Once it launches, AHS will look to this council to advise us on strategies to address potential stigma, bias and discrimination these communities encounter when accessing and navigating the healthcare system. We will also turn to the PAC to inform AHS on how to support employees who identify with these communities.

Healthcare is a people business and that is why, at AHS, we are focused on creating environments where everybody feels welcome, understood and respected. Mandatory cultural sensitivity training for our staff, physicians and employees is one way we are working toward that goal. The new PAC is another.

We have a lot of work ahead of us in order to evolve into the truly inclusive healthcare system we strive to be and there are signs we are making progress. For example, I am heartened by the fact AHS was named last month as one of Canada's top 100 employers for the second consecutive year. That suggests to me we are on the right track.

I believe this is also good news for Albertans because if staff, physicians and volunteers feel safe, valued and respected at work, they are more likely to do their very best for the patients and families in our care.

It is all about paying it forward and treating people as they wish to be treated. In fact, I have a video that exemplifies how AHS staff are paying it forward to patients and clients and how, in turn, patients and clients are paying it forward to those in need in their community. Please take a look.

[A video was shown]

The holiday season is upon us and, for many Albertans, it is a time of giving and a time of thinking of others and this video is a reminder that, although our AHS people are involved in the spirit of the season, their generosity, compassion and altruism is on display year-round. Our people are truly special.

I would like to thank all AHS staff, physicians and volunteers for always going that extra mile on behalf of patients, clients and families, and for supporting each other as colleagues and I know many of our people will be working on Christmas and New Year's. It is hard being away from friends and family during this time of year but I want our staff, physicians and volunteers to know how much we appreciate their sacrifices and their dedication to making the season special for patients and their families.

I also encourage Albertans to enjoy the season, find time to take a break, recharge and spend time with your loved ones over the next few weeks. May it be a safe and peaceful holiday season for all. Thank you for attending today.

3. Quality & Safety Committee

a) Report to the Board – November 21, 2018

Dr. Brenda Hemmelgarn, Board Vice-Chair, reported on the Quality & Safety Committee meeting on November 21, 2018. Dr. Hemmelgarn advised that the agenda items typically focus on the three areas of: access, quality and safety.

Prior to getting into the agenda items, Dr. Francois Belanger, Vice President, Quality & Chief Medical Officer, spoke to the great success of the recent AHS Quality Summit. It was noted that of the 461 attendees, 98% would recommend the summit to others. Highlights included: patient voice in every part of the project, need to continually iterate, use design thinking and empathy as approaches for system transformation. Speakers and the content of the program were rated very high.

Dr. Hemmelgarn noted that the Committee had an excellent presentation and discussion on the success of the CoACT Collaborative Care initiative – which is a healthcare approach adopted by AHS that has inter-professional teams working together in partnership with patients and families to achieve better health outcomes. The Committee received an update on patient safety and heard about AHS's participation in the Measurement and Monitoring of Safety in Canada – a learning Collaborative that has been launched by the Canadian Patient Safety Institute.

b) [QSC18-29] Revisions to the Alberta Health Services Quality Assurance Committee Structure

Dr. Brenda Hemmelgarn, Board Vice-Chair, advised that the Committee was asked to consider proposed changes to the quality assurance committee ("QAC") structure of AHS with respect to appointing a subcommittee as a stand-alone committee and renaming another committee. In 2010, the AHS Board approved the AHS QAC structure. All modifications to the AHS QAC governance structure require the approval of the AHS Board.

The Committee recommended that the Board approve the proposed revisions to the AHS QAC Structure.

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

- (a) that the Sturgeon Community Hospital Quality Assurance Subcommittee be appointed as a stand-alone QAC; and**
- (b) that the Community and Rural Hospitals QAC title be changed to the Suburban Hospitals (Edmonton Zone) Quality Assurance Committee.**

4. Finance Committee

a) Report to the Board – November 22, 2018

Mr. Richard Dicerni, Committee Vice-Chair, reported on the Finance Committee meeting on November 22, 2018. He noted the Committee considered three items for recommendation for approval of the Board.

b) [FC18-56] Q2 2018-19 Investment Report

Mr. Richard Dicerni, Committee Vice-Chair, advised as mandated by AHS' Investment Bylaw, the Committee is required to review reports prepared by management and investment managers summarizing the activities and performance of AHS' investment portfolio on a quarterly basis. The *Regional Health Authorities Regulation* and the AHS Investment Bylaw describe the requirements for the Board to approve or ratify by resolution AHS' investment decisions. The Committee was presented the 2018-19 Second Quarter Investment Report and recommended that the Board ratify the transactions.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board ratified the investment portfolio and transactions described below:

- (a) as at September 30, 2018, AHS held restricted and unrestricted funds managed by Phillips, Hager & North Investment Management ("PH&N") and Manulife Financial totalling \$1.456 billion;**
- (b) the funds were invested in short term treasury bills, federal, provincial and corporate fixed income bonds, pooled mortgage funds, bond funds, Canadian and Global equity funds; and**
- (c) all of the funds invested during the quarter ended September 30, 2018, were invested in accordance with the Investment Bylaw and Investments Policy as certified by signed investment compliance certificates from AHS and PH&N.**

c) [FC18-58] Delegation of Authority over \$90M

i. Home Care Agreement, Bayshore Healthcare Ltd.

Mr. Richard Dicerni, Committee Vice-Chair, reported that the Committee considered the approval of certain agreements with value in excess of \$90 million. The Committee recommended the Board approve each agreement.

The first agreement is with a home care agreement with Bayshore Healthcare Ltd.

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

- (a) approved a one year renewal agreement with Bayshore Healthcare Ltd.; and**
- (b) delegated authority to the AHS President & CEO to sign the renewal agreement in accordance with AHS Policy #1100 *Delegation of Authority and Establishment of Controls for Commitments*.**

ii. AH Grant Agreements

Mr. Richard Dicerni, Committee Vice-Chair, advised that the other agreement related to Alberta Health grants.

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

1) approved the following Alberta Health grant agreements:

- (a) an agreement for the operation and management of the On Call programs and provision of on call services by physicians for the period April 1, 2018 to March 31, 2020;**
- (b) an agreement for the training and compensation of postgraduate medical education students who work in AHS facilities and provide clinical services as part of their educational training for the period July 1, 2018 to June 30, 2020; and**
- (c) an amending agreement for the provision of cancer pharmaceuticals to outpatient cancer patients at no cost for the period April 1, 2016 to March 31, 2019; and**

- 2) delegated authority to the AHS President & CEO to sign the above agreements in accordance with AHS Policy #1100 *Delegation of Authority and Establishment of Controls for Commitments*.**

5. Audit & Risk Committee

a) Report to the Board – November 22, 2018

Mr. Hugh Sommerville, reported on the Audit & Risk Committee meeting on November 22, 2018. He noted that standard practice is that staff from the Office of the Auditor General and KPMG are guests at the meeting in their role as external auditors of AHS.

Mr. Sommerville noted that the Committee reviewed the OAG and KPMG audit plan for the upcoming year, the Committee discussed insurance, cyber security, and also received updates on risk management efforts, and a quarterly report on the activities of the AHS Internal Audit and Enterprise Risk Management team.

There were no items that came through the Committee for Board approval.

6. Human Resources Committee

a) Report to the Board – November 28, 2018

Ms. Marliss Taylor, Committee Chair, reported on the Human Resources Committee meeting on November 28, 2018.

Ms. Taylor advised that the Committee was advised that AHS again earned the recognition as one of Canada's Top 100 Employers for 2019. This is the second year in a row that AHS has earned this honour and Ms. Taylor expressed congratulations to all.

Ms. Taylor noted that the Committee received a standing quarterly report on Our People Results and a labour relations update. She noted the Committee also received an update on the upcoming legislative changes that will reform governance of the Local Authorities Pension Plan, critical role succession planning, the PeopleSoft System upgrade, as well as an update on risk management.

There were no items for Board approval that came through the Committee.

b) [AHSB18-15] Provincial Association of Resident Physicians of Alberta (PARA) Agreement

Ms. Taylor advised that in addition to the meeting report, she was asked to present the following item for Board approval.

The terms and conditions related to the non-academic work Alberta Resident Physicians perform is governed by an agreement negotiated between the Provincial Association of Resident

Physicians of Alberta (PARA) and the AHS/University of Calgary Cummings School of Medicine/University of Alberta Faculty of Medicine & Dentistry. The current PARA agreement expired and a new tentative agreement was reached on November 7, 2018 that will be effective from July 1, 2018 to June 30, 2020. The AHS Board has been asked to ratify the agreement.

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

- (a) ratified the agreement between the Provincial Association of Resident Physicians of Alberta (PARA) and the AHS/University of Calgary Cummings School of Medicine/University of Alberta Faculty of Medicine & Dentistry, effective July 1, 2018 to June 30, 2020; and**
- (b) delegated authority to the AHS President & CEO to sign such agreement on behalf of Alberta Health Services.**

7. Community Engagement Committee

a) Report to the Board – November 29, 2018

Dr. Brenda Hemmelgarn, Committee Chair, reported on the Community Engagement Committee meeting on November 29, 2018. She advised that representatives from the David Thompson Health Advisory Council and the Stollery Children's Hospital Foundation attended the meeting.

Dr. Hemmelgarn reported that the Committee considered three items for recommendation for approval of the Board.

b) [CEC18-43] Q3 Appointment of Trustees to Health Foundation

Dr. Brenda Hemmelgarn, Committee Chair, advised that the responsibility to appoint Trustees to established Foundations lies with the AHS Board.

Dr. Hemmelgarn stated that AHS is very grateful for the commitment of our volunteers across the province, values their work and appreciates their commitment to health care in the province.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointment of Trustees to Health Foundations as follows:

Foundation	Name	Period of Appointment
Bassano and District Health Foundation	Loralee Bell	January 1, 2019 to December 31, 2021
	Molly Douglass	January 1, 2019 to December 31, 2021
	Marjolein Havens	January 1, 2019 to December 31, 2021
	Susan Harris	January 1, 2019 to December 31, 2021
	Stewart Heron	January 1, 2019 to December 31, 2021
	Alanna Magnusson	January 1, 2019 to December 31, 2021
	Brian Maguire	January 1, 2019 to December 31, 2021
North County Health Foundation	Shari Barendregt	January 1, 2019 to December 31, 2021
	Sandra Gillies	January 1, 2019 to December 31, 2021
Vulcan County Health and Wellness Foundation	James McNiven	January 1, 2019 to December 31, 2021
Windy Slopes Health Foundation	Suzanne Curran	January 1, 2019 to December 31, 2020
	Sylvia Inabnit	January 1, 2019 to December 31, 2021
	Margaret Olson	January 1, 2019 to December 31, 2021
	Judy Lane	January 1, 2019 to December 31, 2021
	Carolyn Robbins	January 1, 2019 to December 31, 2020
	Dennis Robin	January 1, 2019 to December 31, 2020
	Bette Jean Scott	January 1, 2019 to December 31, 2021
	Jared Van Bussell	January 1, 2019 to December 31, 2020

c) [CEC18-44] Amended Bylaws

i. Canmore and Area Health Care Foundation

Dr. Brenda Hemmelgarn, Committee Chair, reported with respect to amendments to the Bylaws of Canmore and Area Health Care Foundation and the Viking Health Foundation.

Dr. Hemmelgarn noted that the current bylaws for the Canmore and Area Health Care Foundation are from 2008 and reference the Calgary Health Region. On September 18, 2018, the board members of the Foundation voted to update the bylaws to the standard template for established foundations that AHS negotiated with Alberta Health. This will bring the bylaws in line with other established foundations. The AHS Board is required to approve amendments to the bylaws and then submit them to the Minister for approval.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the Amended Bylaws for the Canmore and Area Health Care Foundation as reviewed by the Board, with such non-substantive changes that management of Alberta Health Services considers necessary or advisable, and directed the same be forwarded to the Minister of Health for approval.

ii. Viking Health Foundation

Dr. Brenda Hemmelgarn, Committee Chair, reported that the current bylaws for the Viking Health Foundation are from 2008 and reference the East Central Health Region. On May 28, 2018, the board members of the Foundation voted to update the bylaws to the standard template for established foundations as negotiated between AHS and Alberta Health. This will bring the bylaws in line with other established foundations.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the Amended Bylaws for the Viking Health Foundation as reviewed by the Board, with such non-substantive changes that management of Alberta Health Services considers necessary or advisable, and directed the same be forwarded to the Minister of Health for approval.

d) [CEC18-46] Terms of Reference and Bylaws for the new Provincial Advisory Council

Dr. Brenda Hemmelgarn, Committee Chair, also reported with respect to the Terms of Reference and Bylaws for the new Provincial Advisory Council to support Alberta's sexual and gender minorities. AHS is developing a Provincial Advisory Council to help address the unique needs of sexual and gender minority (lesbian, gay, bisexual, transgender, queer, and 2 Spirit or LGBTQ2S+)

communities. The PAC will advise AHS on strategies to prevent the stigma, bias and discrimination these communities encounter when accessing and navigating the healthcare system. The PAC will also inform how AHS supports employees who identify with these communities, and work within them.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the Terms of Reference and Bylaw of the Provincial Advisory Council that is proposed to be called the Sexual Orientation, Gender Identity and Expression Provincial Advisory Council in the form reviewed by the Board, with such non-substantive changes that management of AHS considers necessary or advisable, and submit the Bylaw to the Minister of Health for approval.

8. Governance Committee

a) Report to the Board – November 29, 2018

Mr. Hugh Sommerville, Committee Chair, reported on the Governance Committee meeting on November 29, 2018.

Mr. Sommerville advised that in addition to receiving routine updates on the status of preparation for Accreditation in 2019 and the quarterly update from the Chief Ethics & Compliance Officer, the Committee considered three items for recommendation for approval of the Board.

b) [GOV18-18] *Whistleblower Policy*

Mr. Hugh Sommerville, Committee Chair, reported that Amendments to the *Public Interest Disclosure (Whistleblower Protection) Act* came into effect March 1, 2018, and compelled revisions to AHS' *Safe Disclosure/Whistleblower Policy* and related governance documents. The Committee recommended the Board approve the revised Policy.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the revised Whistleblower Policy and Frivolous and Vexatious Disclosures Procedure, in the form reviewed by the Committee and the Board, with such non-substantive changes that management of Alberta Health Services considers necessary or advisable.

c) [GOV18-19] Conflict of Interest Bylaw

Mr. Hugh Sommerville, Committee Chair, reported that the Ethics Commissioner accepted the Conflict of Interest (COI) Bylaw. In order for the COI Bylaw to have effect, it must be approved by the Minister of Health, and the Board's formal approval of the COI Bylaw is thus sought prior to seeking Ministerial approval.

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

- (a) approved the Conflict of Interest Bylaw in the most recent form reviewed by the Committee and the Board, with such non-substantive changes that management of Alberta Health Services considers necessary or advisable;**
- (b) authorized and directed management of Alberta Health Services to deliver the amended draft AHS Conflict of Interest Bylaw to the Minister of Health for approval; and**
- (c) following such approval, to make the Conflict of Interest Bylaw available to the public through the Alberta Health Services website.**

d) [GOV18-22] Revised Terms of Reference

Mr. Hugh Sommerville, Committee Chair, reported on the revised Terms of Reference. At its October 15, 2018 meeting, the Committee reviewed the Terms of Reference for all Board Committees as well as the TORs for the Board, Board Chair and Board Member.

The Committee requested amendments to Terms of Reference for all Committees as well as the TORs for the Board. There were no requested changes to the TORs for the Board Chair or Board Member. The Board had reviewed the revisions and wish to approve.

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

(a) approved the amended Terms of Reference for the:

- **Board**
- **Audit & Risk Committee**
- **Finance Committee**
- **Governance Committee**
- **Human Resources Committee**
- **Community Engagement Committee**
- **Quality & Safety Committee; and**

(b) directed that the revised Terms of Reference be posted on the AHS public website.

❖ **Adjournment**

There being no further business, the meeting was adjourned at 4:00 p.m.

_____/S/
Linda Hughes
Chair

_____/S/
Catherine MacNeill
Corporate Secretary & Legal Counsel