

PUBLIC BOARD MEETING

Minutes of the meeting of the Alberta Health Services (“AHS”) Board (the “Board”) held by teleconference on April 9, 2020.

Attendees:

Board Members: Mr. David Weyant (Chair)
Dr. Brenda Hemmelgarn (Vice-Chair)
Mr. David Carpenter
Mr. Stephen Mandel
Ms. Heidi Overguard
Mr. Hugh Sommerville
Mr. Brian Vaasjo
Ms. Glenda Yeates

Management: Dr. Verna Yiu, President & Chief Executive Officer
Robert Hawes, Interim Vice President, Corporate Services & Chief Financial Officer
Ms. Colleen Turner, Vice President, Community Engagement & Communications
Ms. Catherine MacNeill, Corporate Secretary & Legal Counsel

Regrets: Mr. Richard Dicerni

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

Mr. Weyant called the meeting to order at approximately 11:20 a.m. Notice of the meeting had been properly given and quorum was met.

❖ **Welcome & Comments from the Chair**

The following is an abstract of Mr. David Weyant’s, Board Chair, remarks at the meeting. It is not an official transcript:

Good morning, everyone. I am David Weyant, Chair of the AHS Board, and I would like to welcome you to this AHS public Board meeting. Thank you for taking the time to dial in.

We are holding our meeting by teleconference so that we can comply with the physical distancing protocols that are essential for the global mitigation of this devastating pandemic.

Not surprisingly, the majority of the motions that are before our Board today are COVID-19 related. Seven out of nine of them. These motions are to ratify or approve very significant expenditures.

Although our Board always remains mindful that we act as stewards of public funds, we are also keenly aware of our obligations to promote and protect the health of Albertans. One of our most challenging responsibilities is determining priorities in the provision of health services and allocating resources accordingly. The expenditures before us today are indicative of some of those priorities.

Some of the matters we will be voting on today will facilitate securing personal protective equipment that protects the healthcare workers who protect the rest of us. We all continuously express our gratitude to them; we thank our doctors, our nurses, and our staff. Our work today illustrates the ongoing tangible actions that AHS and Alberta Health put behind those sentiments. Keeping our front-line workers safe is a much more meaningful way of showing our gratitude than any words I could offer.

We are grateful that our provincial government has provided AHS with a 500 million infusion to flatten the Covid-19 curve and care for those in need. We are moving quickly to use that money and other funds as may be required to do everything we can to continue to protect the health of Albertans.

Thank you to all Albertans for staying home, for isolating, for washing your hands, and taking all of the precautions and restrictions seriously so that we can get through this pandemic together.

And thank you to every employee at AHS. We are so grateful for the work that you do.

Now, on to the business of this meeting. As we are participating by teleconference today, I ask that those seconding motions do so by stating their first name. When I ask for a vote on the 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 carried.

❖ **Review of Agenda**

UPON MOTION duly moved, seconded and unanimously carried, the Board approved the agenda for the meeting of the Board held on April 9, 2020, which was provided to the Board in advance of the meeting.

❖ **Declaration of Conflicts of Interest**

Mr. Weyant requested that any conflicts of interest relevant to the meeting or items noted on the agenda be declared. None were declared.

1. Finance Committee

Mr. David Carpenter, Committee Chair, reported that the Finance Committee met on April 8, 2020.

Mr. Carpenter noted that he would be presenting nine motions for approval. Five of the motions related to ratifications of urgent and unforeseen purchases of COVID-19 personal protective equipment (PPE).

a) Purchases of COVID-19 Personal Protective Equipment

First, Mr. David Carpenter, Committee Chair, reported that the Committee considered the purchase of COVID-19 PPE through Mraiche Holding Corporation. The Committee recommended that the Board ratify the same. The Board reviewed the terms and conditions of the purchase.

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

- (i) the purchase by Alberta Health Services of COVID-19 personal protective equipment through Mraiche Holding Corporation, on the terms and conditions reviewed by the Finance Committee and the Board; and**
- (ii) the actions undertaken by the President and Chief Executive Officer to effect such purchase on behalf of Alberta Health Services.**

Second, Mr. Carpenter reported that the Committee considered a request to recommend the Board ratify the purchase by AHS of N95 masks through LDR Investment Group. The Committee recommended that the Board ratify the same. The Board reviewed the terms and conditions of the purchase.

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

- (i) the purchase by Alberta Health Services of N95 masks through LDR Investment Group, on the terms and conditions reviewed by the Finance Committee and the Board; and**
- (ii) the actions undertaken by the President and Chief Executive Officer to effect such purchase on behalf of Alberta Health Services.**

Third, Mr. Carpenter reported that the Committee considered a request to recommend the Board ratify the purchase by AHS of N95 masks through Global Health Imports Corporation. The Committee recommended the Board ratify the same. The Board reviewed the terms and conditions of the purchase.

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

- (i) the purchase by Alberta Health Services of N95 masks through Global Health Imports Corporation, on the terms and conditions reviewed by the Finance Committee and the Board; and**

- (ii) the actions undertaken by the President and Chief Executive Officer to effect such purchase on behalf of Alberta Health Services.**

Fourth, Mr. Carpenter reported that the Committee considered a request to recommend the Board ratify the purchase by AHS of N95 masks through Busrel Inc. The Committee recommended the Board ratify the same. The Board reviewed the terms and conditions of the purchase.

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

- (i) the purchase by Alberta Health Services of N95 masks through Busrel Inc., on the terms and conditions reviewed by the Finance Committee and the Board; and**
- (ii) the actions undertaken by the President and Chief Executive Officer to effect such purchase on behalf of Alberta Health Services.**

As a final matter, Mr. Carpenter reported that the Committee considered a request to recommend the Board ratify the purchase by AHS of procedural masks through Busrel Inc. The Committee recommended the Board ratify the same. The Board reviewed the terms and condition of the purchase.

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

- (i) the purchase by Alberta Health Services of procedural masks through Busrel Inc., on the terms and conditions reviewed by the Finance Committee and the Board; and**
- (ii) the actions undertaken by the President and Chief Executive Officer to effect such purchase on behalf of Alberta Health Services.**

Mr. Carpenter advised that the Committee also reviewed an additional two items related to COVID-19, for recommendation of Board approval.

b) Delegation of Authority – COVID-19

- Compensation Structure for Redeployment of Physicians**

Mr. David Carpenter, Committee Chair, noted that the first item was a compensation structure for temporarily redeployed physicians during the COVID-19 response. The Committee recommended that the Board approve the temporary compensation structure. The Board reviewed the structure.

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

- (i) approved the Alberta Health Services commitment related to the recommended temporary compensation structure for redeployment of physicians in Alberta Health Services positions during COVID-19 on the terms reviewed by the Finance Committee and the Board; and**
- (ii) delegated to the President and Chief Executive Officer the authority to commit all acts on behalf of Alberta Health Services to give effect to the temporary compensation structure.**

- **Funding for Continuing Care**

Mr. Carpenter reported that the second item was with respect to additional COVID-19 funding to address surge capacity in continuing care that was identified through a Request for Expression of Interest. The Committee recommended that the Board approve the funding. The Board reviewed the funding.

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

- (i) approved preliminary surge capacity funding for Continuing Care beds to support COVID-19 needs on the terms reviewed by the Finance Committee and the Board; and**
- (ii) delegated signing authority to the President and Chief Executive Officer to sign the payment requisitions or revenue-transfer journal entries for such funding.**

Mr. Carpenter advised that the Committee also reviewed two other matters for recommendation of Board approval.

c) Amendments to the Delegation of Authority and Establishment of Controls for Commitments Policy #1100

Mr. David Carpenter, Committee Chair, reported that the first item was proposed amendments to Policy 1100, *Delegation of Authority and Establishment of Controls for Commitments* (Policy). The amendments establish the Board's delegation of authority from the Board to Board Chair, and ultimately, the President and Chief Executive Officer, for amounts over and above the existing limits set out in the Policy, specifically related to urgent and unforeseen commitments. The Committee recommended that the Board approve the proposed amendments to the Policy. The Board reviewed the amendments.

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

- (i) approved the proposed amendments to the Policy 1100, Delegation of Authority and Establishment of Controls for Commitments, as reviewed by the Finance Committee and the Board with such non-substantive changes that management of Alberta Health Services considers necessary or advisable; and**
- (ii) directed management to post the amended Policy 1100 on the Alberta Health Services public website following Board approval.**

d) Brenda Strafford Foundation Master Services Agreement

Mr. David Carpenter reported that the second item was with respect to amendments to The Brenda Strafford Foundation Master Services Agreement. The Committee recommended Board approval. The Board reviewed the proposed amendments.

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

- (i) approved the amendments to The Brenda Strafford Foundation Master Services Agreement on the terms reviewed by the Finance Committee and the Board with such non-substantive changes that management of Alberta Health Services considers necessary or advisable; and**
- (ii) delegated authority to the President and Chief Executive Officer to execute this Amendment on behalf of Alberta Health Services in accordance with Policy 1100, *Delegation of Authority and Establishment of Controls for Commitments*.**

❖ **Adjournment**

There being no further business, the meeting was adjourned at 11:35 a.m.

_____/s/_____
David Weyant
Chair

_____/s/_____
Catherine MacNeill
Corporate Secretary & Legal Counsel