

## **PUBLIC BOARD MEETING**

Minutes of the meeting of the Alberta Health Services (“AHS”) Board (the “Board”) held by teleconference on November 26, 2020.

### **Attendees:**

**Board Members:** Mr. David Weyant, QC (Chair)  
Dr. Brenda Hemmelgarn (Vice-Chair)  
Mr. David Carpenter  
Mr. Stephen Mandel  
Mr. Hugh Sommerville, QC  
Mr. Brian Vaasjo  
Ms. Glenda Yeates, OC  
Ms. Vicki Yellow Old Woman  
Dr. Sayeh Zielke

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

**Regrets:** Ms. Heidi Overguard

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

Mr. Weyant called the meeting to order at approximately 4:00 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 Mr. David Weyant’s, Board Chair, remarks at the meeting. It is not an official transcript:**

Good afternoon, 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 join us.

We would like to recognize that our work takes place on the historical and contemporary Indigenous lands, including the territories of Treaties 6, 7 & 8 and the homeland of the Metis. We also acknowledge the many Indigenous communities that have been forged in urban centres across Alberta.

Our Board members are joining us from across the country and we acknowledge the Indigenous peoples territories in which they live and work.

Today, we have several motions for consideration from the Board’s various Committees.

First, I would like to pass along this Board's deep and sincere appreciation for AHS teams across the province for their hard work, care and compassion throughout the most significant public health crisis of our lifetimes, indeed generations. COVID-19 has been unrelenting.

We are coming up on nine months since the first confirmed case of COVID-19 in the province and we know our pandemic response will extend many months into the New Year.

This year, more than 1,500 Albertans have been hospitalized and, as of today, 510 Albertans have died. Our thoughts and condolences go out to those who are grieving for them.

Through it all, AHS teams continue to provide safe, outstanding care for Albertans each and every day. Albertans have shown their appreciation for these healthcare heroes throughout 2020 and we cannot express often enough our gratitude and respect for those on the front lines.

To AHS staff, physicians and volunteers, I thank you again, personally and on behalf of the Board. We can never thank you enough for your courage and dedication and for always being there for Albertans when we need you the most.

Next, I would like to address administrative matters. In keeping with provincial guidelines we are not meeting in person; we are participating by teleconference today. Accordingly, we cannot see each other.

David Weyant, Board Chair, noted the Board was participating by teleconference and that, therefore, he would ask for a vote on the motion, and ask for those opposed or abstaining. Those who neither oppose nor abstain, would be viewed as in favour of the motion. If there are none, or a minority, who either oppose or abstain, the motion would be declared 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 November 26, 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. Approval of Minutes – October 8, 2020**

**UPON MOTION** duly moved, seconded and unanimously carried, the minutes of the AHS Board meeting held on October 8, 2020 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.

Like AHS staff, volunteers and physicians, the Board continues to be very busy. Each of the Board's Committees met at least once during the month of November. The following reports address recommendations coming from some of those Committees.

## **2. Finance Committee**

Mr. David Carpenter, Chair of the Finance Committee, reported that the Committee met on November 12, 2020.

Mr. Carpenter advised he would be presenting four motions for approval of the Board.

### **a) Q2 2020/21 Investment Report**

First, Mr. David Carpenter, Committee Chair, reported that the Committee considered the Second Quarter 2020-21 Investment Report. 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 Committee was presented the Second Quarter 2020-21 Investment Report and recommended that the Board ratify the transactions. The Board reviewed the recommendation and the members support the approval.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board ratified the investment portfolio and transactions as described below, and as certified by signed investment compliance certificates from Alberta Health Services and Phillips, Hager & North Investment Management:**

- i. as at September 30, 2020, Alberta Health Services held restricted and unrestricted funds managed by Phillips, Hager & North Investment Management and Manulife Financial totaling \$855 Million;
- ii. the funds were invested in short term treasury bills, federal, provincial, municipal and corporate fixed income bonds, pooled mortgage funds, bond funds, real estate funds, Canadian and Global equity funds; and
- iii. all of the funds invested during the quarter ended September 30, 2020, were invested in accordance with the Investment Bylaw and Investments Policy.

### **b) Approvals**

#### **i) Microsoft Enterprise Agreement**

Mr. Carpenter advised that the second item considered was a proposed amendment to the Microsoft Enterprise Agreement between AHS and Microsoft Corporation. The Committee recommended Board approval. The Board reviewed the proposed amendment and the members support the approval.

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

- i. the proposed amendment to the Microsoft Enterprise Agreement between Alberta Health Services and Microsoft Corporation effective December 1, 2020, on the terms and conditions 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. the delegation of authority to the President and Chief Executive Officer to execute the above amendment on behalf of Alberta Health Services in accordance with Policy 1100 *Delegation of Authority and Establishment of Controls for Commitments*.

**ii) Furniture and Equipment, Information Technology Program Master Agreement**

Mr. Carpenter advised that the third item considered by the Committee was the Furniture and Equipment, Information Technology Program Master Agreement for Major Health Capital Projects. The Committee recommended Board approval. The Board reviewed the proposed agreement and the members support the approval.

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

- i. the Furniture and Equipment, Information Technology Program Master Agreement for Major Health Capital Projects, between Alberta Infrastructure and Alberta Health Services, for a term of five years, effective as of the date of execution, 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. the delegation of authority to the President and Chief Executive Officer to execute the above agreement on behalf of Alberta Health Services in accordance with Policy 1100 *Delegation of Authority and Establishment of Controls for Commitments*.

**iii) Peritoneal Dialysis Products & Home Delivery Services – Contract with Baxter Corporation**

Lastly, Mr. Carpenter reported that the Committee reviewed the renewal and amending agreement for Peritoneal Dialysis Products & Home Delivery Services with Baxter Corporation. The Committee recommended Board approval. The Board reviewed the proposed amendments and the members support the approval.

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

- i. the renewal and amending agreement for Peritoneal Dialysis Products & Home Delivery Services with Baxter Corporation for the term ending on June 30, 2022 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. **the delegation of authority to the President and Chief Executive Officer to execute the above renewal and amendment on behalf of Alberta Health Services in accordance with Policy 1100 *Delegation of Authority and Establishment of Controls for Commitments*.**

### **3. Community Engagement Committee**

Dr. Brenda Hemmelgarn, Chair of the Community Engagement Committee of the Board, reported that the Committee met on November 13, 2020.

Dr. Hemmelgarn noted that she would be presenting four items for approval of the Board. Two of these items were with respect to the appointment and renewal of Advisory Council members and the appointment of Trustees to established Foundations.

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

#### **a) Advisory Council Appointments, including SOGIE Chair Appointment**

Dr. Brenda Hemmelgarn, Committee Chair, advised that the first item considered by the Committee was the appointments and renewals of members to Advisory Councils and the appointment of the Chair of the Sexual Orientation, Gender Identity and Expression Provincial Advisory Council. The responsibility to appoint Advisory Council members lies with the AHS Board. The Committee recommended the Board approve the member appointments and renewals as reviewed by the Committee, and approve the appointment of the Chair of the Sexual Orientation, Gender Identity and Expression Provincial Advisory Council. The Board has considered such recommendation and the members support its approval.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointments and renewals of members to the Advisory Councils, and the appointment of Jennifer Kneller as the Chair of the Sexual Orientation, Gender Identity and Expression Provincial Advisory Council, for the terms as follows:**

<b>Health Advisory Council New Appointments – for a Three-Year Term – effective December 1, 2020 to November 30, 2023</b>	
<b>Health Advisory Council</b>	<b>Name</b>
Palliser Triangle Health Advisory Council	Kathleen Hutcheon Krista Weiss Jill Bernhart
Oldman River Health Advisory Council	Louise Kahler Stuart Wright

<b>Cancer PAC Appointments – for a Two-Year Term - effective December 1, 2020 to November 30, 2022</b>	
<b>Zone</b>	<b>Name</b>
Stettler/Edmonton	Melissa Smith
Medicine Hat	Diane Huband
<b>Cancer PAC Appointments – for a Three-Year Term – effective December 1, 2020 to November 30, 2023</b>	
<b>Zone</b>	<b>Name</b>
Foremost	Jill Bernhart
Edmonton	Courtney Kerrigan
<b>Sexual Orientation, Gender Identity and Expression (SOGIE) Provincial Advisory Council – for a Two-Year Chair Appointment – effective November 1, 2020 to October 31, 2022</b>	
<b>Zone</b>	<b>Name</b>
Calgary	Jennifer Kneller

#### **b) Trustee Appointments**

Dr. Hemmelgarn reported that the second item considered by the Committee was with respect to the appointments and reappointments of Trustees to Foundations.

Dr. Hemmelgarn noted that the responsibility to appoint Trustees to established Foundations lies with the AHS Board. The Committee recommended the Board approve the Trustee appointments and reappointments as reviewed by the Committee. The Board has considered such recommendation and the members support its approval.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointments and reappointments of Trustees to Health Foundations for the terms as follows:**

<b>Trustee Appointment – for a One Year Term - effective December 1, 2020 to November 30, 2021</b>	
<b>Foundation</b>	<b>Name</b>
Medicine Hat and District Health Foundation	Linda Tessman-Potvin
<b>Trustee Appointment – for a Two Year Term - effective December 1, 2020 to November 30, 2022</b>	
<b>Foundation</b>	<b>Name</b>
Fort Saskatchewan Community Hospital Foundation	Ethan Jansen
<b>Trustee Appointment – for a Three Year Term - effective December 1, 2020 to November 30, 2023</b>	
<b>Foundation</b>	<b>Name</b>
Airdrie Health Foundation	Ryan Thompson
Bassano and District Health Foundation	Kelly Christman Sabine Nasse
Brooks and District Health Foundation	Loretta Darago

Canmore and Area Health Care Foundation	Gert Du Plessis Katherine Hughes Peter Nichol Lynda Taylor Tracy Ritchie
Medicine Hat and District Health Foundation	Ted Clugston John Tempest
Mental Health Foundation	Mary Pat Barry Michael Saunders
Strathcona Community Hospital Foundation	Mr. Derek Weisbeck

**c) Health Advisory Council Terms of Reference and Bylaw Amendments**

Dr. Hemmelgarn reported that the third motion was with respect to the Terms of Reference and amendments to the Amended Bylaw for Alberta Health Services Establishing Health Advisory Councils (Bylaw) for the 12 geographically located Health Advisory Councils (HACs).

HACs are established under the *Regional Health Authorities Act* for the purpose of advising the AHS Board and AHS leadership on community health needs and priorities. In carrying out this advisory role, the HACs engage with residents to gather local perspectives about health care delivery in communities across the province.

The Committee considered newly proposed Terms of Reference for the HACs and corresponding amendments to the current Bylaw to align with the new Terms of Reference.

Amendments to the Bylaws are required to be approved by the AHS Board and then submitted to the Minister of Health for approval. The amendments will be effective upon Ministerial approval.

The Committee recommended the Board approve such Terms of Reference and the corresponding Bylaw amendments. The Board has considered such recommendation and the members support its approval.

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

- I. approved the newly developed Terms of Reference for the 12 Health Advisory Councils established under the *Regional Health Authorities Act* and the amendments to the Amended Bylaw for Alberta Health Services Establishing Health Advisory Councils as reviewed by the Committee and the Alberta Health Services Board, with such non-substantive changes that management of Alberta Health Services considers necessary or advisable; and
- II. directed the Board Chair to sign the Amended Bylaw for Alberta Health Services Establishing Health Advisory Councils on behalf of Alberta Health Services and management to forward the same to the Minister of Health for approval.

**d) Calgary Health Trust Bylaw Amendments**

Lastly, Dr. Hemmelgarn reported that the board members of the Calgary Health Trust (Trust) voted to amend the organization's name from Calgary Health Trust to Calgary Health Foundation. The Trust also voted to amend the Objects of its bylaws to broaden the scope for which the Trust can fund projects and research.

The Trust is an established Foundation and any amendment to its bylaws is required to be approved by the AHS Board and then submitted to the Minister of Health for approval. The amendment will be effective upon Ministerial approval.

The Committee reviewed the proposed amendments and recommended that the Board approve the bylaw amendments. The Board also reviewed the amendments and the members support the approval.

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

- I. approved the proposed amendment to the Amending (Established) Bylaws of Calgary Health Trust to amend the organization's name to Calgary Health Foundation and to amend the Objects of its Bylaws, as reviewed by the Committee and the Alberta Health Service Board; and**
- II. directed the Board Chair to sign the Amended Bylaws on behalf of Alberta Health Services and management to forward the same to the Minister of Health for approval.**

**4. Governance Committee**

Hugh Sommerville, Governance Committee Chair, reported that the Committee met on November 16, 2020.

Mr. Sommerville noted that the Committee considered two items for recommendation for approval of the Board.

**a) Committee Terms of Reference**

First, Mr. Sommerville, Committee Chair, reported with respect to the Terms of Reference for the six AHS Board Committees. The Board has established six advisory Committees, namely the Finance Committee, the Audit & Risk Committee, the Community Engagement Committee, the Human Resources Committee, the Quality & Safety Committee and the Governance Committee. The Terms of Reference for each Committee is reviewed annually. There were no proposed changes to the substantive parts of any Terms of Reference. However, the Committee reviewed proposed amendments to the boilerplate language in all Committee Terms of Reference and recommended that the Board approve the same.

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



- I. approved the amendments proposed for all Committee Terms of Reference as reviewed by the Governance Committee and the Alberta Health Services Board; and
- II. directed that the revised Terms of Reference for each Committee be posted on the Alberta Health Services public website.

**b) Appointment of External Member to Quality & Safety Committee**

Mr. Sommerville advised that the second item considered by the Committee was with respect to the reappointment of an external member to the Quality & Safety Committee. The Committee was asked to consider and recommend to the Board for approval Dr. Brian Postl's reappointment as an external member of the Quality & Safety Committee for a term of three years commencing January 1, 2021. The Committee and the Board support the reappointment.

**UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the reappointment of Dr. Brian Postl as an External Member to the Quality & Safety Committee, for a three year term commencing January 1, 2021.**

❖ **Adjournment**

There being no further business, the meeting was adjourned at 4:20 p.m.

Signed by \_\_\_\_\_  
David Weyant  
Chair

Signed by \_\_\_\_\_  
Catherine MacNeill  
Corporate Secretary & Legal Counsel