

PUBLIC BOARD MEETING

Minutes of the meeting of the Alberta Health Services (“AHS”) Board (the “Board”) held by teleconference, on November 22, 2023

Attendees:

Board Members: Dr. Lyle Oberg, Executive Chair
Paul Haggis, Board Member
Sandy Edmonstone, Board Member
Andre Tremblay, Board Member
Cynthia Framer, Board Member
Evan Romanow, Board Member
Angela Fong, Board Member

Management: Sean Chilton, Interim President & CEO
Andrea Beckwith-Ferraton, Interim General Counsel & Corporate Secretary & Chief Ethics & Compliance Officer

Dr. Lyle Oberg acted as Chair of the meeting and Ms. Beckwith-Ferraton acted as Recording Secretary.

Dr. Oberg called the meeting to order at approximately 3:50 p.m. Notice of the meeting had been properly given and quorum was met.

❖ **Welcome & Comments from the Executive Chair**

The following is an abstract of Dr. Lyle Oberg’s, Executive Chair, remarks at the meeting. It is not an official transcript:

Good afternoon, everyone, and welcome.

My name is Dr. Lyle Oberg. I am the Executive Chair of the Alberta Health Services Board, and I would like to welcome you to the AHS Public Board Meeting. Thank you very much for taking the time to join us. This is a meeting of the Board to consider three motions.

❖ **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 22, 2023, which was provided to the Board in advance of the meeting.

❖ **Declaration of Conflicts of Interest**

Dr. Oberg 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 – November 14, 2023

UPON MOTION duly moved, seconded and unanimously carried, the minutes of the AHS Board meeting held on November 14, 2023 were approved and the Executive Chair of the Board and Interim General Counsel & Corporate Secretary and Chief Ethics & Compliance Officer were authorized and directed to sign the minutes in the form so approved; and the Interim General Counsel & Corporate Secretary and Chief Ethics & Compliance Officer 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. Appointment of Interim President and Chief Executive Officer

Paul Haggis, Board Member, reported that the Board considered a recommendation for the appointment of the AHS Interim President and Chief Executive Officer and the members supported its approval.

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

- 1. Confirmed the end of Mauro Chies' employment agreement as President and Chief Executive Officer of Alberta Health Services and the related settlement agreement effective November 16, 2023;**
- 2. Appointed Sean Chilton as the Interim President and Chief Executive Officer of Alberta Health Services effective November 16, 2023;**
- 3. Approved the employment letter made effective November 16, 2023 between Alberta Health Services and Mr. Chilton in the form reviewed by the Alberta Health Services Board which sets out the terms and conditions applicable to Mr. Chilton's role as Interim President and Chief Executive Officer; and**
- 4. Authorized and directed management of Alberta Health Services to take all such other acts and things that they consider to be necessary or advisable in connection with the foregoing resolutions.**

3. Appointment of Board Vice Chair

Paul Haggis, Board Member, reported the Board considered the appointment of the Board Vice Chair and the members supported its approval.

UPON MOTION duly moved, seconded and unanimously carried the Alberta Health Services Board approved the appointment of Sandy Edmonstone as Vice Chair of the Alberta Health Services Board.

4. Board Committee Structure and Committee Membership

Paul Haggis, Board Member, reported that the Board considered the approval of the Board Committees and Committee membership. The Board reviewed the proposed Board Committee Structure and Committee Membership and the members supported its approval.

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

a) The establishment of the Finance, Audit & Risk Committee and the Governance, Compliance & Human Resources Committee as committees of the Alberta Health Services Board; and

b) The Board Committee Membership as reviewed by the Board and directed management to post the updated membership list on the Alberta Health Services public website.

❖ **Adjournment**

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

/s

Dr. Lyle Oberg
Executive Chair

/s

Andrea Beckwith-Ferraton, Interim General Counsel
& Corporate Secretary and Chief Ethics &
Compliance Officer