

SUMMARY OF THE DECISIONS OF THE OFFICIAL ADMINISTRATOR

The Finance Committee and the Audit & Risk Committee, which are governance advisory committees of the Official Administrator of Alberta Health Services (“AHS”) (the “Official Administrator”), met on February 19, 2015 to discuss key issues regarding the below items. If you have any questions regarding this information, please contact the Office of the Official Administrator at official.administrator@albertahealthservices.ca.

Below is an account of the resolutions approved by the Official Administrator following that meeting.

ITEMS OF APPROVAL

FINANCE COMMITTEE

1. [FC15-01] Finance Committee Terms of Reference
2. [FC15-02] Restricted AH Grant Agreement Over \$90M
3. [FC15-03] December 31, 2014 Third Quarter Investment Report
4. [FC15-05] Banking Resolution Amendments
5. [FC15-07] Third Quarter Financial Report

1. **[FC15-01] Finance Committee Terms of Reference**

The Finance Committee is a governance advisory committee of the Official Administrator of AHS. Pursuant to Section 9.2 of the AHS General Bylaws, committees of the Official Administrator shall have their terms of reference approved by the Official Administrator.

WHEREAS this Resolution is enacted pursuant to Section 11(2)(a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the “Official Administrator”);

AND WHEREAS the Official Administrator has established the Finance Advisory Committee (the “Committee”), which is a governance advisory committee of the Official Administrator;

AND WHEREAS pursuant to Section 9.2 of the AHS General Bylaws, committees of the Official Administrator of the regional health authority shall have their terms of reference approved by the Official Administrator;

NOW THEREFORE BE IT RESOLVED THAT:

1. The Committee Terms of Reference are hereby approved in the form reviewed by the Committee, with such non-substantive changes that management of AHS considers necessary or advisable.
2. Management of AHS is hereby authorized and directed to make such Terms of Reference available to the public through the AHS website.

Link to Finance Terms of Reference:

<http://extranet.ahsnet.ca/teams/policydocuments/1/clp-ahs-pol-tor-finance-committee.pdf>

2. [FC15-02] Restricted AH Grant Agreement Over \$90M

The contract value of the grant amending agreement between Alberta Health and AHS for the provision of specialized high cost pharmaceuticals to Albertans at no cost is in excess of the President and Chief Executive Officer's delegated signing authority, and requires Official Administrator approval.

WHEREAS this Resolution is enacted pursuant to Section 11(2)(a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the "Official Administrator");

AND WHEREAS AHS and Alberta Health entered into a Specialized High Cost Drug Program Agreement for the period from April 1, 2014 to March 31, 2015 (the "Original Agreement");

AND WHEREAS AHS and Alberta Health wish to enter into an amending agreement to the Original Agreement to increase the program's funding (the "Grant Amending Agreement");

AND WHEREAS the AHS Delegation of Authority and Establishment of Controls for Commitments Policy (the "Policy"), delegates and establishes appropriate limits on commitments to be approved and executed by the President and Chief Executive Officer of AHS (the "CEO") on behalf of AHS;

AND WHEREAS the commitments under the Grant Amending Agreement exceed the CEO's Approved Limits (as defined in the Policy);

NOW THEREFORE BE IT RESOLVED THAT:

1. the Grant Amending Agreement, for the term April 1, 2014 to March 31, 2015 on substantially the terms and conditions reviewed by the Official Administrator is hereby approved; and
2. the CEO is hereby authorized to execute the Grant Amending Agreement on behalf of AHS.

3. [FC15-03] December 31, 2014 Third Quarter Investment Report

The third quarter investment report details key investment decisions, portfolio performance, market conditions, and portfolio compliance for the period ending December 31, 2014.

WHEREAS this Resolution is enacted pursuant to Section 11(2)(a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta (the "Minister") effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the "Official Administrator");

AND WHEREAS pursuant to Section 2.3(1) of the *Regional Health Authorities Regulation (Alberta)*, each investment decision of the regional health authority must be approved or ratified by resolution;

NOW THEREFORE BE IT RESOLVED THAT:

1. the investment portfolio described below, along with investment decisions corresponding with such portfolio, which were reviewed by the Official Administrator, and which were

certified by signed investment compliance certificates from AHS and Phillips, Hager & North Investment Management Ltd. (“PH&N”) as follows:

- a) as at December 31, 2014, AHS held restricted and unrestricted funds managed by PH&N and Standard Life Canada totalling \$1.754 billion (the “Funds”);
- b) the Funds were invested in short term treasury bills, federal, provincial and corporate fixed income bonds, pooled mortgage funds, bond funds and equity funds; and
- c) all of the Funds invested during the quarter ended December 31, 2014, were invested in accordance with the Investment Bylaw and Investments Policy.

4. [FC15-05] Banking Resolution Amendments

Amendments to AHS Banking Resolution are required to reflect changes in management titles and to revise the authority to approve new financial matters.

WHEREAS this Resolution is enacted pursuant to Section 11(2) (a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the “Official Administrator”)

AND WHEREAS the most recent Banking Resolution of AHS was passed on May 21, 2014;

AND WHEREAS there have been changes in AHS management titles since May 21, 2014;

AND WHEREAS there is a need to revise the authority for approving new financial matters;

AND WHEREAS the Official Administrator of Alberta Health Services deems it to be in the best interest of AHS to amend the Banking Resolutions of AHS to i) reflect the changes in management title and ii) revise the authority given to approve new financial matters;

NOW THEREFORE BE IT RESOLVED THAT subject to any additional approvals required under legislation, AHS by-laws, and AHS policies including the Delegation of Authority for Financial Commitments:

1. the following officers , or any officer with a different title but performing substantially the same role as any one of those listed below, (the “Officers”), and any officer officially appointed to act on behalf of an Officer, shall have the authority to conduct financial matters on behalf of AHS:
 - (i) President and Chief Executive Officer;
 - (ii) Vice President, Corporate Services and Chief Financial Officer;
 - (iii) Chief Program Officer, Finance;;
 - (iv) Senior Director, Shared Services;
 - (v) Senior Director, Financial Reporting & Treasury;
 - (vi) Director, Cash Management; and
 - (vii) Director, Debt and Investment Management;

2. any Senior Director, Finance level or higher named above (or an officer with a different title but performing substantially the same role as the Senior Director, Finance or higher) and one other Officer named above be authorized to execute agreements, documents and other writings and to take such actions as they consider necessary relating to new financial matters. New financial matters include but are not limited to:
 - a. loan agreements;
 - b. security agreements, including vehicle leases;
 - c. letters of credit;
 - d. new accounts or new financial services of any nature;
 - e. additional or ancillary financial services of any nature; and
 - f. any matter that is not an ongoing financial matter as set out in Section 3;
3. any two Officers referred to above be authorized to execute agreements, documents and other writings and to take such actions as they consider necessary relating to ongoing financial matters. Ongoing financial matters include but are not limited to:
 - a. investing, making investment decisions and instructing investment managers;
 - b. withdrawing or ordering the transfer of funds;
 - c. receiving and/or depositing cash, securities, instruments or other property from third parties;
 - d. instructing financial institutions to debit accounts of third parties;
 - e. receiving statements and other documents relating to AHS;
 - f. discontinuing financial services of any nature; and
 - g. closing accounts of any nature;
4. the authorization granted to each of the Officers does not extend to any wholly owned subsidiary of AHS; and
5. the AHS Board Banking Resolution approved May 21, 2014 is revoked in its entirety.

5. **[FC15-07] Third Quarter Financial Report**

The third quarter financial report provides financial details for the period ending December 31, 2014.

WHEREAS this Resolution is enacted pursuant to Section 11(2)(a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the “Official Administrator”);

AND WHEREAS pursuant to Section 2.1(a) of the *Regional Health Authorities (Ministerial) Regulation (Alberta)*, the regional health authority shall provide to the Minister within 30 days after the quarters ending on June 30, September 30 and December 31, a report in the form and manner required by the Minister;

AND WHEREAS pursuant to Section 6(2) of the RHA, the regional health authority may delegate any power or duty conferred or imposed on it under the RHA or any other provincial legislation, to a committee of the regional health authority, to any of its employees, officers or agents or to a community health council;

NOW THEREFORE BE IT RESOLVED THAT:

1. the Quarterly Financial Report to Alberta Health for the Nine Months Ended December 31, 2014 is hereby approved on substantially the terms and conditions reviewed by the Official Administrator;
2. the Quarterly Financial Statements for the Nine Months Ended December, 2014 (the “Financial Statements”) are hereby approved on substantially the terms and conditions reviewed by the Official Administrator; and
3. management of AHS is hereby authorized and directed to request that the Alberta Health Assistant Deputy Minister, Financial and Corporate Services, approve making the Financial Statements available to the public through the AHS website.

Links to the Third Quarter Financial Report:

<http://www.albertahealthservices.ca/2220.asp>

<http://www.albertahealthservices.ca/assets/about/publications/ahs-pub-q3-financials.pdf>

AUDIT & RISK COMMITTEE

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| 1. [ARC15-01] Audit & Risk Committee Terms of Reference |
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1. [ARC15-01] Audit & Risk Terms of Reference

The Audit and Risk Committee is a governance advisory committee of the Official Administrator of AHS. Pursuant to Section 9.2 of the AHS General Bylaws, committees of the Official Administrator shall have their terms of reference approved by the Official Administrator.

WHEREAS this Resolution is enacted pursuant to Section 11(2)(a) of the *Regional Health Authorities Act (Alberta)* and the Order of the Minister of Health of Alberta effective November 17, 2014, appointing Dr. Carl Amrhein as the Official Administrator of AHS (the “Official Administrator”);

AND WHEREAS the Official Administrator has established the Audit & Risk Committee (the “Committee”), which is a governance advisory committee of the Official Administrator;

AND WHEREAS pursuant to Section 9.2 of the AHS General Bylaws, committees of the Official Administrator shall have their terms of reference approved by the Official Administrator;

NOW THEREFORE BE IT RESOLVED THAT:

1. The Committee Terms of Reference are hereby approved in the form reviewed by the Committee, with such non-substantive changes that management of AHS considers necessary or advisable.

2. Management of AHS is hereby authorized and directed to make such Terms of Reference available to the public through the AHS website.

Link to Finance Terms of Reference:

<http://extranet.ahsnet.ca/teams/policydocuments/1/clp-ahs-pol-tor-audit-risk-committee.pdf>

/s/

Catherine MacNeill
Acting Corporate Secretary