# PATIENT SAFETY AND QUALITY OF CARE COMMITTEE CHARTER OF ARDENT HEALTH PARTNERS, INC. (the "Company")

As adopted by the Board of Directors, effective July 17, 2024

# **Purpose**

The purpose of the Patient Safety and Quality of Care Committee (the "Committee") of the Board of Directors (the "Board") of the Company is to assist the Board in fulfilling its oversight responsibilities relating to the review of the Company's policies and procedures concerning the delivery of quality medical care to patients. The Committee shall maintain communication between the Board and the members of senior management with management responsibility for the operations and integrity of the Company's clinical operations and service lines. The Committee shall review matters concerning or relating to the quality of medical care delivered to patients, efforts to advance the quality of health care provided, and patient safety.

## **Powers and Duties**

The powers and duties of the Committee are as follows:

- 1. Review the Company's quality, safety, clinical risk, and clinical services improvement strategies and operations.
- 2. Review the policies and procedures developed by the Company to promote quality patient care and patient safety.
- 3. To the extent it may deem necessary or appropriate, retain, or approve the Company's recommendation for the retention of consultants or other advisors, from time to time, concerning quality of patient care and patient safety matters.
- 4. Review, in conjunction with the relevant Company departments, the development of internal systems and controls to carry out the Company's standards, policies, and procedures relating to quality of patient care and patient safety, including, without limitation, controls designed to facilitate communication across the organization regarding patient care and safety improvement opportunities and activities and the evaluation thereof.
- 5. Review, as appropriate, information relating to Company quality, clinical risk, patient safety, and performance improvement.
- 6. Review the Company's relationships with academic medical centers.
- 7. Review and oversee the Company's policies and practices for promoting its commitment to equity of patient care.
- 8. Take such other actions and perform such services as may be referred to it from time to time by the Board, including the conduct of special reviews as it may deem necessary or appropriate to fulfill its responsibilities.

- 9. Delegate any of its responsibilities to one or more subcommittees as the Committee may deem appropriate, when appropriate and consistent with applicable law.
- 10. The Committee shall report its actions and any recommendations to the Board after each committee meeting and shall conduct and present to the Board an annual self-assessment and performance evaluation of the Committee. The Committee shall review, at least annually, the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- 11. The Committee shall have authority to retain such outside counsel, experts, and other advisors as the Committee may deem appropriate in its sole discretion. The Committee shall approve related fees and retention terms, as well as ordinary administrative expenses, that are necessary or appropriate to allow the Committee to discharge its duties.

### Meetings

The Committee shall meet no less than two times annually and more frequently as necessary or appropriate. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice and quorum and voting requirements as are applicable to the Board. The Committee shall maintain minutes of all meetings and any written consent to action taken without a meeting documenting its activities and recommendations to the Board.

At every Committee meeting, the presence of a majority of all Committee members will constitute a quorum. If a quorum is not present at a meeting, then the Committee members present may adjourn the meeting from time to time without further notice until a quorum is present.

The act of a majority of the votes held by all Committee members present at a Committee meeting when a quorum is present will constitute the act of the Committee. All Committee members will have one vote on all matters to be voted upon.

## **Composition of the Committee**

Members of the Committee, including the chairman of the Committee, shall be appointed by the Board based on nominations by the Nominating and Corporate Governance Committee, and shall serve at the pleasure of the Board and for such term or terms as the Board may determine or until earlier resignation. The Board may remove any member from the Committee at any time with or without cause. The Committee shall initially be comprised of four members. The chief executive officer of the Company will be entitled to participate in an *ex officio* capacity in Committee meetings.