

**HCA HOLDINGS, INC.**  
**PATIENT SAFETY AND QUALITY OF CARE COMMITTEE CHARTER**

**Purpose**

The purpose of the Patient Safety and Quality of Care Committee of the Board of Directors (the “Committee”) of HCA Holdings, Inc. (the “Company”) is to assist the Board of Directors in fulfilling its oversight responsibilities relating to the review of the Company’s policies and procedures relating to the delivery of quality medical care to patients. The Committee shall maintain communication between the Board and the senior officer (the “Chief Medical Officer”) with management responsibility for the Clinical Services Group (CSG). 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. The Committee shall make regular reports to the Board of Directors and shall review and assess the adequacy of this Charter periodically and recommend any proposed changes to the Board.

**Powers and Duties**

The powers and duties of the Committee are as follows:

1. Review the annual plans for the Quality, Safety, Risk, and Clinical Services Improvement Strategies.
2. Review the policies and procedures developed by the Chief Medical Officer, the Clinical Services Group, and other Company departments to promote quality patient care and patient safety.
3. To the extent it may deem necessary or appropriate, retain, or approve the recommendation of the Chief Medical Officer or the Clinical Services Group 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 and the Chief Medical Officer, 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 HCA quality, clinical risk, patient safety and performance improvement.
6. Take such other actions and perform such services as may be referred to it from time to time by the Board of Directors, including the conduct of special reviews as it may deem necessary or appropriate to fulfill its responsibilities.

## **Meetings**

The Committee shall meet at least two times annually and more frequently as necessary or appropriate. Special meetings of the Committee may be called on two hours notice by the Chairman of the Board or the Committee Chairman. The Committee shall maintain minutes of all meetings documenting its activities and recommendations to the Board.

At all duly called meetings of the Committee, a majority of the total number of Committee members (including at least one designee of each investor group that is entitled at that time to designate, and has designated, a Committee member, unless such requirement is waived by a designee of the applicable investor group), shall constitute a quorum for the transaction of business. If a quorum shall not be present at any meeting of the Committee, the Committee members present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present; provided, however, that for any such reconvened meeting, a majority of the total number of Committee members (without regard to whether at least one designee of each investor group that is entitled at that time to designate, and has designated, a Committee member, is present) shall constitute a quorum for the transaction of business. No action may be taken by the Committee without the consent of a majority of the Committee members (including, for so long as there are at least two sponsor groups entitled to designate directors to the Board of Directors, the consent of a Committee member designated by each of at least two sponsor groups and if there is only one sponsor group, such sponsor group).

## **Composition of the Committee**

The Committee shall be comprised of not less than three Board members.

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