

Minutes of the Meeting of the Audit and Compliance Committee of the Board of Directors of the Cook County Health and Hospitals System (CCHHS) held Friday, April 19, 2024 at the hour of 9:00 A.M., at 1950 West Polk Street, Room 5301, in Chicago, Illinois.

I. Attendance/Call to Order

Chair Harrington called the meeting to order.

Present: Chair Joseph M. Harrington and Director Robert G. Reiter, Jr. (2)

Remotely Present: Director Hon. Dr. Dennis Deer, LCPC, CCFC (1)

Absent: None (0)

Director Reiter, seconded by Chair Harrington, moved to allow Director Deer to remotely participate in this meeting as a voting member. THE MOTION CARRIED UNANIMOUSLY.

Additional attendees and/or presenters were:

Nicole Almiro – Chief Corporate Compliance and Privacy Officer
Jeff McCutchan – General Counsel
Erik Mikaitis, MD – Interim Chief Executive Officer

Angela O'Banion – Chief Information Officer
Alisha Patel – Assistant General Counsel
Deborah Santana – Secretary to the Board
Tom Schroeder – Director of Internal Audit

The next regular meeting of the Audit and Compliance Committee is scheduled for Friday, June 21, 2024 at 9:00 A.M.

II. Public Testimony

There was no public testimony submitted.

III. Report from Chief Corporate Compliance and Privacy Officer (Attachment #1)

A. Action Items: Approval of: (Attachment #2)

- **2024 CountyCare Compliance Plan**
- **2024 CountyCare Fraud, Waste and Abuse Plan**

Nicole Almiro, Chief Corporate Compliance and Privacy Officer, provided an overview of the proposed Plans. The Committee reviewed the information.

Chair Harrington, seconded by Director Reiter, moved to approve the 2024 CountyCare Compliance Plan and 2024 CountyCare Fraud, Waste and Abuse Plan. THE MOTION CARRIED UNANIMOUSLY.

IV. Report from Director of Internal Audit (Attachment #3)

A. Action Item – Approval of proposed Internal Audit Charter (Attachment #4)

Tom Schroeder, Director of Internal Audit, provided an overview of the proposed Internal Audit Charter. The Committee reviewed the information.

Director Reiter, seconded by Director Deer, moved to approve the proposed Internal Audit Charter. THE MOTION CARRIED UNANIMOUSLY.

V. Action Items

A. Accept Minutes of the Audit and Compliance Committee Meeting, January 19, 2024

Director Reiter, seconded by Director Deer, moved to accept Item V(A) the Minutes of the Audit and Compliance Committee Meeting of January 19, 2024. THE MOTION CARRIED UNANIMOUSLY.

B. Any items listed under Sections III, IV and V

VI. Closed Meeting Items

A. Report from Director of Internal Audit

B. Report from Chief Corporate Compliance Officer

C. Discussion of Personnel Matters

Director Deer, seconded by Director Reiter, moved to recess the open meeting and convene into a closed meeting, pursuant to the following exceptions to the Illinois Open Meetings Act: 5 ILCS 120/2(c)(1), regarding “the appointment, employment, compensation, discipline, performance, or dismissal of specific employees of the public body or legal counsel for the public body, including hearing testimony on a complaint lodged against an employee of the public body or against legal counsel for the public body to determine its validity,” and 5 ILCS 120/2(c)(29), regarding “meetings between internal or external auditors and governmental audit committees, finance committees, and their equivalents, when the discussion involves internal control weaknesses, identification of potential fraud risk areas, known or suspected frauds, and fraud interviews conducted in accordance with generally accepted auditing standards of the United States of America.”

On the motion to recess the open meeting and convene into a closed meeting, a roll call was taken, the votes of yeas and nays being as follows:

Yeas: Chair Harrington and Directors Deer and Reiter (3)

Nays: None (0)

Absent: None (0)

THE MOTION CARRIED UNANIMOUSLY and the Committee convened into a closed meeting.

Chair Harrington declared that the closed meeting was adjourned. The Committee reconvened into the open meeting.

VII. Adjourn

Before the meeting adjourned, Chair Harrington and the Committee commended Ms. Almiro and Mr. Schroeder for their hard work and dedication in each of their respective areas.

As the agenda was exhausted, Chair Harrington declared the meeting ADJOURNED.

Respectfully submitted,
Audit and Compliance Committee of the Board of Directors of the
Cook County Health and Hospitals System

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Joseph M. Harrington, Chair

Attest:

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Deborah Santana, Secretary