

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, January 21, 2022 at the hour of 9:00 A.M. This meeting was held by remote means only, due to the determination that a public health emergency exists.

## **I. Attendance/Call to Order**

Chair Koetting called the meeting to order.

Present: Chair Mike Koetting and Directors Ada Mary Gugenheim and Robert G. Reiter, Jr. (3)  
Board Chair Lyndon Taylor (ex-officio) and Directors Joseph M. Harrington and Otis L. Story, Sr.

Absent: Hon. Dr. Dennis Deer, LCPC, CCFC (1)

Additional attendees and/or presenters were:

Nicole Almiro - Chief Corporate Compliance and  
Privacy Officer  
Jeff McCutchan – General Counsel  
Israel Rocha, Jr. – Chief Executive Officer

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 Wednesday, April 20, 2022 at 9:00 A.M.

## **II. Electronically Submitted Public Speaker Testimony**

There was no public testimony submitted.

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

Action Items – Receive and File the following reports (Attachment #2):

- CountyCare Compliance Program – FY2021 Annual Report
- Cook County Health System (Provider) Compliance Program – FY2021 Annual Report
- Cook County Research Compliance Program – FY2021 Annual Report

Nicole Almiro, Chief Corporate Compliance and Privacy Officer, provided an overview of the information contained in the Report, and reviewed the three (3) annual reports to be received and filed. The Committee reviewed and discussed the information.

Ms. Almiro provided an update on a pending matter. At a previous meeting, during the discussion of the newly created internal Research Compliance Committee, a question was raised regarding whether a member of the Board should be included as a member of that internal committee. It was determined that there is no need for Board representation; however, this body will continue to receive reports from the Research Compliance Committee and there will be opportunities to discuss the information provided and ask questions.

**IV. Action Items**

**A. Accept Minutes of the Audit and Compliance Committee Meeting, November 5, 2021**

Chair Koetting inquired whether any corrections were needed to be made to the Minutes.

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

Director Gugenheim, seconded by Director Reiter, moved to receive and file the three (3) annual reports included within the Report of the Chief Corporate Compliance and Privacy Officer, and to accept the November 5, 2021 Audit and Compliance Committee Meeting Minutes. On the motion, a roll call vote was taken, the votes of yeas and nays being as follows:

Yeas: Chair Koetting and Directors Gugenheim and Reiter (3)

Nays: None (0)

Absent: Deer (1)

THE MOTION CARRIED UNANIMOUSLY.

**V. Closed Meeting Items**

**A. Report from Director of Internal Audit**

**B. Discussion of Personnel Matters**

Director Reiter, seconded by Director Gugenheim, 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 Koetting and Directors Gugenheim and Reiter (3)

Nays: None (0)

Absent: Deer (1)

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

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

