

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 Wednesday, April 20, 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 Hon. Dr. Dennis Deer, LCPC, CCFC; Ada Mary Gugenheim and Robert G. Reiter, Jr. (4)

Directors Robert Currie, Joseph M. Harrington and Otis L. Story, Sr.

Absent: None (0)

Additional attendees and/or presenters were:

Nicole Almiro - Chief Corporate Compliance and Privacy Officer

Jeff McCutchan – General Counsel

Angela O'Banion – Interim Chief Information Officer

Jerry Pagell – Network Information Officer

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 Friday, June 17, 2022 at 8:30 A.M.

II. Electronically Submitted Public Speaker Testimony

There was no public testimony submitted.

III. Report from Director of Internal Audit (Attachment #1)

A. Action Item – Approval of proposed Internal Audit Charter (included in Attachment #1)

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

IV. Action Items

A. Accept Minutes of the Audit and Compliance Committee Meeting, January 21, 2022

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 Reiter, seconded by Director Deer, moved to approve the proposed Internal Audit Charter, and to accept the January 21, 2022 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 Deer, Gugenheim and Reiter (4)

Nays: None (0)

Absent: None (0)

THE MOTION CARRIED UNANIMOUSLY.

V. Closed Meeting Items

A. Report from Director of Internal Audit

B. Report from Chief Corporate Compliance and Privacy Officer

C. Discussion of Personnel Matters

Director Reiter, seconded by Director Deer, 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 Deer, Gugenheim and Reiter (4)

Nays: None (0)

Absent: None (0)

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.

VI. Adjourn

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

