

AGENDA COMPLIANCE AND AUDIT COMMITTEE MEETING OF THE EL CAMINO HOSPITAL BOARD

Wednesday, February 22, 2023 – 5:00 pm
El Camino Hospital, 2500 Grant Road, Mountain View, CA 94040

PURSUANT TO GOVERNMENT CODE SECTION 54953(e)(1), EI CAMINO HEALTH **WILL NOT BE PROVIDING A PHYSICAL LOCATION TO THE PUBLIC FOR THIS MEETING**. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: 949 3832 8473#. No participant code. Just press #.

PURPOSE: To advise and assist the El Camino Hospital (ECH) Hospital Board of Directors (“Board”) in its exercise of oversight of Corporate Compliance, Privacy, Internal and External Audit, Enterprise Risk Management, and Information Technology (IT) Security. The Committee will accomplish this by monitoring the compliance policies, controls, and processes of the organization and the engagement, independence, and performance of the internal auditor and external auditor. The Committee assists the Board in oversight of any regulatory audit and in assuring the organizational integrity of ECH in a manner consistent with its mission and purpose.

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
1. CALL TO ORDER/ROLL CALL	Jack Po MD, Chair		5:00 – 5:01pm
2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Jack Po MD, Chair		5:01 – 5:02
3. PUBLIC COMMUNICATION a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Jack Po MD, Chair		information 5:02 – 5:05
4. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval a. Minutes of the Open Session of the CAC Meeting (11/30/2022) Information b. Report of Board Actions c. Status of FY 23 Committee Goals d. Article of Interest	Jack Po MD, Chair	<i>public comment</i>	motion required 5:05 – 5:10
5. REVIEW PROPOSED FY 23 FINANCIAL AUDIT PLAN	Joelle Pulver, Moss Adams Carlos Bohorquez, CFO		information 5:10 – 5:20
6. DISCUSS PROPOSED FY 24 COMPLIANCE AND AUDIT COMMITTEE MEETING DATES AND PACING PLAN	Diane Wigglesworth, Sr. Director Corporate Compliance		information 5:20 – 5:25
7. DISCUSS DEVELOPMENT OF FY 24 ANNUAL COMMITTEE GOALS	Diane Wigglesworth, Sr. Director Corporate Compliance		information 5:25 – 5:30
8. ADJOURN TO CLOSED SESSION	Jack Po MD, Chair		motion required 5:30– 5:30
9. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Jack Po MD, Chair		5:30 – 5:31

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<p>10. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i></p> <p>Approval <i>Gov't Code Section 54957.2:</i></p> <p>a. Minutes of the Closed Session of the CAC Meeting (11/30/22)</p>	Jack Po MD, Chair		motion required 5:31 – 5:45
<p>Information <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <p>b. KPI Scorecard and Trends c. Activity Log Nov. – Dec. 2022 & Jan. 2023 d. Internal Audit Work Plan e. Internal Audit Follow Up Table f. Committee Pacing Plan</p>			
<p>11. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Review IT Cybersecurity Program and Technology In Place for Business Continuity 	Joe Voje, CISO; Deb Muro, CIO; Mary Rotunno, General Counsel		information 5:45 – 6:05
<p>12. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Report Internal Audit Activity 	Diane Wigglesworth, Sr. Director Corporate Compliance; Alex Robison, Protiviti Mary Rotunno, General Counsel		discussion 6:05 – 6:20
<p>13. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Review Summary of Physician Financial Arrangement 	Diane Wigglesworth, Sr. Director Corporate Compliance; Mary Rotunno, General Counsel		motion required 6:20 – 6:25
<p>14. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Review Enterprise Standardized Due Diligence Pre-Acquisition Process for Physician Mergers or Acquisitions 	Diane Wigglesworth, Sr. Director Corporate Compliance; Mary Rotunno, General Counsel		discussion 6:25 – 6:35
<p>15. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Review OIG Work Plan and Management Responses 	Diane Wigglesworth, Sr. Director Corporate Compliance; Mary Rotunno, General Counsel		information 6:35 – 6:45
<p>16. <i>Gov't Code Section 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation:</i></p> <ul style="list-style-type: none"> - Review Roadmap/Timeline to Address Compliance Program Risk Assessment Report 	Diane Wigglesworth, Sr. Director Corporate Compliance; Mary Rotunno, General Counsel		information 6:45 – 6:50
<p>17. <i>Gov't Code Sections 54957 for report and discussion on personnel matters – Senior Management:</i></p> <ul style="list-style-type: none"> - Executive Session 	Jack Po MD, Chair		discussion 6:50 – 6:58
<p>18. ADJOURN TO OPEN SESSION</p>	Jack Po MD, Chair		motion required 6:58 – 6:59
<p>19. RECONVENE OPEN SESSION/ REPORT OUT</p> <p>To report any required disclosures regarding permissible actions taken during Closed Session.</p>	Jack Po MD, Chair		information 6:59 – 7:00
<p>20. ADJOURNMENT</p>	Jack Po MD, Chair	<i>public comment</i>	motion required 7:00pm