



**Minutes of the Open Session of the
Compliance and Audit Committee
of the El Camino Hospital Board of Directors
Wednesday, February 22, 2023**

Pursuant to Government Code Section 54953(e)(1), El Camino Health did not provide a physical location for this meeting. Instead, the public was invited to join the open session meeting via teleconference.

Members Present**

Jack Po, MD, Chair
Lanhee Chen
Lica Hartman, Vice-Chair
Julia Miller
Sharon Anolik Shakked
Christine Sublett

Members Absent

Julie Kliger

****All via teleconference**

Others Present

Dan Woods, CEO
Meenesh Bhimani, COO
Carlos Bohorquez, CFO
Deb Muro, CIO

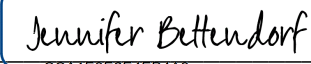
Mary Rotunno, General Counsel
Diane Wigglesworth, Sr. Director,
Corporate Compliance
Joe Voje, CISO
Tracy Fowler, Director of Governance
Services
Joelle Pulver, Moss Adams
Alex Robison, Protiviti
Jennifer Bettendorf, Executive
Assistant

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	Chair Po called to order the open session meeting of the Compliance and Audit Committee of El Camino Hospital ("the Committee") at 5:03 pm. All Committee members participated via teleconference, and a quorum was present pursuant to Government Code Section 54953(e)(1).	<i>Called to order at 5:03 pm</i>
2. POTENTIAL CONFLICT OF INTEREST	Chair Po asked if any Committee members had a conflict of interest with any of the items on the agenda. None were reported.	
3. PUBLIC COMMUNICATION	None.	
4. CONSENT CALENDAR	<p>Director Po asked if any member of the Committee would like to pull items from the open item consent calendar for discussion. None were noted.</p> <p>Motion: To approve all items in the consent calendar.</p> <p>Movant: Anolik-Shakked Second: Sublett Ayes: Hartman, Miller, Po, Anolik-Shakked, Sublett Noes: None Abstentions: None Absent: Chen, Kliger Recused: None</p> <p>Director Chen joined at 5:05 pm.</p>	<i>Consent calendar approved</i>
5. REVIEW PROPOSED FY23	Carlos Bohorquez, Chief Financial Officer, introduced Joelle Pulver of Moss Adams who shared the FY23 Financial Audit Plan. Director Po, asked who hires the services that Moss Adams provides, and	

<p>FINANCIAL AUDIT PLAN</p>	<p>Mr. Bohorquez answered that he signs the letter of engagement on behalf of the district. Ms. Pulver continued her presentation, sharing what her responsibilities are, which is forming and expressing an opinion if the financial statements are prepared within accepted accounting principles. Ms. Pulver identified areas of significant risks they will focus on for the audit, which are: valuation of patient accounts receivable, revenue recognition, and calculation of investments, and related financial statement disclosures. Director Miller asked if this was the process of oversight when financial reports are presented and approved. Mr. Bohorquez confirmed that is correct, and added that Moss Adams double-checks during their audit. Ms. Pulver continued her presentation, reviewing timelines, deliverables, and recent accounting developments. The presentation concluded and there were no questions or comments.</p>	
<p>6. DISCUSS PROPOSED FY24 COMPLIANCE AND AUDIT COMMITTEE MEETING DATES AND PACING PLAN</p>	<p>Diane Wigglesworth, Senior Director of Corporate Compliance, presented the proposed FY24 Compliance and Audit Committee meeting dates and pacing plan to the Committee. Director Miller asked what day of the week, and Ms. Wigglesworth answered that the meeting dates are the last Wednesday of the month. Sharon Anolik-Shakked asked if anything changed on the pacing plan, and Ms. Wigglesworth confirmed that nothing has changed and the planned items represent the various areas of oversight of the committee. Ms. Wigglesworth noted that the pacing plan and meeting dates will presented to the Governance Committee and then to the Hospital Board for approval.</p>	
<p>7. DISCUSS DEVELOPMENT OF FY24 ANNUAL COMMITTEE GOALS</p>	<p>Ms. Wigglesworth initiated discussion with the Committee in regards to developing goals and getting a sense of areas of interest for the next year. Ms. Shakked responded that succession planning be a goal of discussion. Dan Woods, Chief Executive Officer, stated that succession planning is being worked on and will be presented to the Chair of the Board and then to the Governance Committee. Mr. Woods asked for clarification if the Committee is wanting succession planning in general or specific roles, and Ms. Shakked responded roles that directly relate to the Compliance and Audit Committee, such as Ms. Wigglesworth’s role as Compliance/Privacy Officer. Director Po brought up topics that he would like the Committee to focus on. First transitioning from a primarily hospital-centric point of view to more system-focused. Secondly, Director Po asked for the Enterprise Risk Management Dashboard be updated, as it does not reflect our institution’s actual risks, ideally being updated quarterly. Ms. Shakked helped clarify the ask, by stating a goal could be to revisit the dashboard and update the metrics as well as the areas of focus. Chris Sublett asked Ms. Wigglesworth if she had any ideas for the Committee, and Ms. Wigglesworth responded the suggestions made covered areas she had considered and she will draft the goals and share with the committee before it goes to the governing body.</p>	
<p>8. ADJOURN TO CLOSED SESSION</p>	<p>Motion: To adjourn to closed session at 5:28 pm. Movant: Miller Second: Sublett Ayes: Chen, Hartman, Miller, Po, Anolik Shakked, and Sublett Noes: None Abstentions: None</p>	

	<p>Absent: Kliger Recused: None</p>	
<p>9. AGENDA ITEM 19: RECONVENE TO OPEN SESSION</p>	<p>The open session was reconvened at 06:58 pm. Agenda items 9-18 were discussed in the closed session. During the closed session, the Committee approved the Minutes of the Closed Session of the Compliance and Audit Committee Meeting 11.30.22 and Summary of Physician Financial Arrangements.</p>	
<p>10. AGENDA ITEM 20: ADJOURNMENT</p>	<p>Motion: To adjourn at 6:58 pm. Movant: Miller Second: Hartman Ayes: Chen, Hartman, Miller, Po, Anolik-Shakked, and Sublett Noes: None Abstentions: None Absent: Kliger Recused: None</p>	<p>Meeting adjourned at 6:58 pm</p>

Attest as to the approval of the foregoing minutes by the Compliance and Audit Committee of El Camino Hospital:

DocuSigned by:


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 Jennifer Bettendorf
 Executive Assistant, Compliance and Audit Committee

Prepared by: Jennifer Bettendorf, Executive Assistant
 Reviewed by: Tracy Fowler, Director of Governance Services