

# The MetroHealth System Board of Trustees

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## AUDIT AND COMPLIANCE COMMITTEE

August 10, 2022

Meeting held at MetroHealth & Via Zoom

### Meeting Minutes

<b>Committee Members Present:</b>	Ms. Dee, Mr. Moss, Ms. Whiting
<b>Other Trustees Present:</b>	Ms. Chappell, Mr. Hairston Jr., Dr. Silvers, Dr. Walker
<b>Staff Present:</b>	Dr. Boutros, Mr. Fiser, Ms. McBride, Ms. Morales, Ms. Partington, Mr. Richmond, Ms. Wahl, Ms. Wilber
<b>Guests:</b>	Mr. Despoth, Mr. Mylen (KPMG), Mr. Luker (RSM)

Ms. Dee called the meeting to order at 2:00 pm.

(The minutes are written in a format conforming to the printed meeting agenda for the convenience of correlation, recognizing that some of the items were discussed out of sequence.)

#### I. **Approval of Minutes**

The minutes of the May 11, 2022 Committee meeting were approved as submitted.

#### II. **Information Items**

##### **Transformation Project Construction Cost Review – David Luker, RSM**

Mr. Luker provided an update on the Transformation, Apex, Behavioral Health and Ambulatory Enabling Project construction projects. Mr. Luker stated RSM continues to conduct monthly reviews through e-Builder (construction management software) of the invoices submitted by consultants and



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contractors, making sure there is adequate supporting documents, and that invoicing is in accordance with agreements. Mr. Luker provided the number and dollar amounts of invoices reviewed during the period, including the amount paid to date to each construction contractor and consultant. Mr. Luker provided an update on the status of interim audit findings, including the results of Interim audit procedures performed on the Behavioral Health Project. Mr. Luker provided a summary of process improvements and invoice review findings noted during the period. Mr. Luker highlighted the interim audit for the Apex project will commence in September 2022, and the interim audit for the Glick Tower component of the Transformation project will commence upon substantial completion, currently slated for the fourth quarter of 2022.

### **2022 Internal Audit Update – Jim Mylen and Veronica Despoth, KPMG**

Mr. Mylen (MetroHealth’s Internal Audit Director) provided an update on the 2022 Internal Audit (IA) plan and an overview of the accomplishments and goals for the quarter. Mr. Mylen and Ms. Despoth reviewed the status of the 2022 IA plan and coordination efforts with the Ethics and Compliance and Legal departments. Mr. Mylen stated audits are coordinated between the second and third lines of defenses to efficiently meet MetroHealth risk objectives without duplicating efforts. Mr. Mylen and Ms. Despoth stated the committee received an update of the quarterly financial reporting disclosure structure. Mr. Mylen stated additional members of MetroHealth leadership have been added to the Financial Disclosure Committee due to recent changes in personnel.

Mr. Mylen and Ms. Despoth provided the committee with a refresh of the expectations of Internal Audit and the agile risk assessment process and adaptive audit plan. Mr. Mylen stated the goal is to stay ahead of emerging risk impacting MetroHealth.

### **2022 Ethics Cyber Security and IT Update – David Fiser**

Ms. Wahl and Ms. Partington provided a report on recent compliance program activities. Ms. Wahl stated the Compliance team completed 83 percent of the activities planned for the first half of 2022 and developed the workplan for the second half of 2022. Ms. Wahl stated activities are on track to be completed by the end of December. Ms. Wahl mentioned recent accomplishments including



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enhancing our oversight of third-party vendors, developing innovative annual training materials, and collaborating with a multi-disciplinary team to protect against inappropriate payments. Ms. Wahl shared the success of the inaugural Privacy Liaison program, which graduated 28 employees from 12 high-risk departments stating the Privacy Liaisons augment the Privacy program by continuing training and providing investigation support and mentorship to the next cohort.

Ms. Partington reviewed the hotline data for the second quarter 2022 and identified recent trends and provided comparisons to national benchmarks.

### **Cyber Security and IT Update – David Fiser**

Mr. Fiser provided an update on Information Services (IS) cyber security and IT activities stating that MetroHealth continues to conduct monthly Phishing Simulations focused on helping employees recognize, avoid, and report potential threats. These simulations are based on real phishing attacks, which are used to test all workforce members with additional Phishing training provided as needed.

Mr. Fiser mentioned the upgrades for the network and phone system infrastructure at Parma Medical Center are scheduled for completion in the third quarter of 2022. Mr. Fiser stated installation for a third data center for disaster recovery in Boise, Idaho was completed providing a third file backup system. In addition, Mr. Fiser shared the Enterprise Resource Planning (ERP) solution due diligence had been completed and the future plan was being formalized.

Mr. Fiser mentioned additional security tools have been implemented to monitor network account changes, monitoring of the Darkweb and centralizing of access logs for patient data applications to help with investigations and reporting.

Mr. Fiser stated they have initiated the fourth year of a multi-year disaster recovery program including application test plans and testing. Mr. Fiser also mentioned installations are in process for additional circuit redundancy for Data and Voice over IP (Internet Based) carriers for all locations.

Mr. Fiser stated MetroHealth has implemented Epic Connect Rose Module to support Population Health, Social Determinates of Health (SDOH) initiatives.



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Mr. Fiser stated on-going implementation of campus transformation, infrastructure and applications supporting the Main Campus Glick Center and Behavioral Health Hospital, Cleveland Heights, continue through the fourth quarter of 2022. Mr. Fiser stated they completed the first successful Day-In-The-Life exercise for the Glick Center in July 2022. Mr. Fiser stated new technologies are being introduced to support the Glick Tower including a Visitor Management System, Real Time Location System (RTLS), Electronic Room Displays, Digital Signage and Mobile Way Finding.

### III. Executive Session

Ms. Dee indicated that all further matters to be considered at this meeting involved discussions of trade secrets, matters required to be kept confidential by law, personnel matters, as well as information subject to the attorney-client privilege. Upon unanimous roll call vote, the Committee went into Executive Session to discuss such matters at 3:18 pm.

Following Executive Session, the meeting reconvened in open session at 3:51 pm.

### IV. Recommendation/Resolutions Approvals

A. No items at this time.

There being no further business to bring before the Committee, the meeting was adjourned at approximately 4:25 pm.

Craig Richmond  
Executive Vice President, Chief Financial &  
System Services Officer