

**MINUTES OF THE MEETING OF  
THE VIRGINIA COMMONWEALTH UNIVERSITY  
HEALTH SYSTEM AUTHORITY BOARD OF DIRECTORS  
AUDIT AND COMPLIANCE COMMITTEE  
December 8, 2021**

**Committee Members**

Mr. Keith Parker, Chair  
Mr. Joel Bieber  
Dr. Lisa Ellis  
Ms. Lisa Hicks-Thomas  
Ms. Fay Manolios  
Dr. Michael Rao  
Dr. Shantaram Talegaonkar

Dr. Michelle Whitehurst-Cook

**Board Member Guests**

Mr. Timothy McDermott

**Non-voting Committee Members**

Dr. Michael Idowu  
Dr. Lydia Johnson

**Staff**

Mr. Scott Burnette  
Ms. Samantha Duckett, Esq.  
Ms. Kim Erland  
Mr. Zeb Elliott  
Ms. Karen Helderman  
Mr. Taron James  
Mr. Vladimir Lavrentyev

Dr. Arthur Kellermann  
Ms. Pamela Lepley  
Mr. David Litton  
Ms. Jill McCormack  
Ms. Anne Scher, Esq.  
Mr. James Siegel  
Ms. Mary Tacconi

**I. Call to Order**

Mr. Parker called the meeting to order at 11:00 am. Mr. Parker welcomed Dr. Michael Idowu and Dr. Lydia Johnson to the committee, noting Dr. Idowu is an Pathologist and Dr. Johnson is the Chair of Dermatology.

**II. Minutes of the Meeting held on September 14, 2021**

On a motion made and seconded, the minutes of the meeting held September 14, 2021, were approved.

### **III. Executive Director Update**

Ms. Helderman provided an update on the Internal Quality Audit, including recommendations and Internal Audit Quality Assessment results. Ms. Helderman related that Jill McCormack had been hard at work assessing the processes for Data Governance. She continued her update by noting that monitoring continued regarding Epic training. Ms. Helderman advised that the health system was in the process of moving the Coding function from coders to physicians. Regarding the internal audit workplan status, some items had been put on hold because audit and compliance staff were needed to oversee some areas of the Epic implementation.

### **IV. Closed Session**

On motion made and seconded, and as authorized by Section 2.2-3711(A)(23) of the Virginia Freedom of Information Act, the committee convened into closed session to discuss operational strategies where disclosure of such strategies would adversely impact the competitive position of the Authority, including, Internal Audit Updates (Controlled Substances Program, Pyxis Security, Plant Operations, MCVP Anesthesiology, and MCVP Human Genetics); Compliance Updates; and Privacy Updates.

### **V. Resolution of Certification**

Following closed session, on a motion made and seconded, the following resolution was approved by roll call vote:

The Audit and Compliance Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification resolution applies, and (ii) only such public business

matters as were identified in this motion convening the closed session were heard, discussed or considered by the Audit and Compliance Committee of the Board of Directors of the Virginia Commonwealth University Health System Authority.

<b>VI. <u>Roll Call Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Mr. Keith Parker, Chair	X	
Mr. Joel Bieber	X	
Dr. Lisa Ellis	X	
Ms. Lisa Hicks-Thomas	X	
Ms. Fay Manolios	X	
Dr. Michael Rao	X	
Dr. Shantaram Talegaonkar	X	
Dr. Michelle Whitehurst-Cook	X	

**Vote:**

Ayes	8
Nays	0

ABSENT DURING MEETING	0
ABSENT DURING VOTING	0

**VII. Motion to Accept**

The Chair reported that no action was taken in Closed Session.

There being no further business the meeting was adjourned at 11:52 a.m.