

Sutter Health System

Affiliate Compliance Committee Charter

Purpose and Role

The [Affiliate Name] Compliance Committee (the “Committee”) provides executive-level oversight and guidance to the [Affiliate] Ethics and Compliance Program (the “Compliance Program” or “Program”) and assists the Affiliate Compliance Officer (“Compliance Officer”) in the implementation and operation of the Compliance Program. The Committee shall serve as a working sub-committee of the Sutter Health Executive Compliance Committee (the “ECC”). In its role the committee shall, with the Affiliate Compliance Officer,

- take actions necessary to facilitate the development, implementation and operation of an effective compliance and ethics program consistent with the Sutter Health standard;
- implement standards and processes at the direction of the ECC to further operation of consistent Compliance Program throughout Sutter Health;
- promote an organizational culture within the Affiliate that encourages law abiding and ethical conduct; and
- provide feedback to the ECC about the operation of the Sutter Health Compliance Program in the Affiliate.

Membership

Membership on the Committee shall be appointed from time to time by the Affiliate Chief Executive Officer and shall include at a minimum the following individuals:

- Affiliate Compliance Officer (Chair)
- Affiliate Chief Executive Officer
- Affiliate Chief Financial Officer (COO or CAO may be substituted permanently as Committee member)
- Affiliate (or Regional) Patient Financial Services Executive
- Affiliate (or Regional) Quality/Risk Executive
- Affiliate (or Regional) Human Resources Executive
- Affiliate Privacy Officer
- Affiliate VPMA or Physician Leader
- Affiliate CNO/Nurse Leader
- Affiliate HIMS Leader
- [OPTIONAL: Department/Functional Leads Determined by CEO and Affiliate Compliance Officer]
- [OPTIONAL: Department/Functional Leads Determined by CEO and Affiliate Compliance Officer]
- Regional Compliance Officer
- Regional Counsel

Committee Members are appointed to bring representative perspectives to the compliance program planning processes and also to facilitate implementation and communication within their respective areas of responsibility. All Members of the Committee are voting Members for the purpose of any actions taken by the Committee. The Affiliate Chief Compliance Officer shall serve as chair of the Committee, and shall be responsible for establishing agendas for committee meetings.

In addition to these Committee Members, the following individuals shall attend and participate in Committee meetings as Committee staff:

- [TBD by Affiliate and Regional CO]

Meetings

The Committee shall meet four times per year or more frequently at the request of the Affiliate or Regional Compliance Officer. Discussions and actions taken by the Committee shall be reflected in recorded minutes which shall be maintained by the Affiliate Compliance Officer and reported to the ECC. Attendance by members and staff of the Committee shall be recorded in the minutes. The presence of sixty percent (60%) of the Committee Members shall constitute a quorum for purposes of taking action.

Responsibilities

- Supports a culture of compliance throughout [Affiliate]
- Promotes an environment that encourages reporting of compliance concerns and does not tolerate retaliatory behavior
- Provides advice and guidance to the Affiliate Compliance Officer on the implementation and operation of the Compliance Program
- Evaluates compliance processes to assure that they are properly designed and implemented to facilitate effective integration with existing Affiliate operations
- Oversees completion in the Affiliate of the annual compliance workplan, monitor progress and provides executive support as needed to facilitate completion of activities outlined on the workplan
- Allocates resources, when necessary, to mitigate activities determined to be a high compliance risk
- Participates in compliance risk assessment activities and provides input into prioritization of issues identified
- Reviews training program content and completion statistics
- Receives and reviews results of Affiliate compliance auditing and monitoring activities
- Receives and reviews a summary report of confidential reporting mechanism activities in the Affiliate
- Assist the Affiliate Compliance Officer in assuring that necessary procedures are in place to facilitate adherence to legal and regulatory requirements as outlined in new and revised compliance policies and procedures
- Reviews reports of the overall effectiveness of the Compliance Program and makes recommendations to the ECC for improvements to the Compliance Program
- Advises the ECC on new and emerging compliance risks

- Members maintain accountability for compliance activities within their areas of responsibility, and support the Affiliate and Regional Compliance Officer in the implementation and operation of the compliance program.