



## COMBINED POLICY, PROCESS & PROCEDURE DOCUMENT

**POLICY: Healthcare Compliance Committee Charter**

**POLICY NUMBER: COM-02**

**POLICY OWNER: Compliance Officer**

**POLICY LAST UPDATED: May 26, 2021**

**POLICY VERSION: 1.2**

**POLICY STATUS: Final**

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## **REVISION AND APPROVAL HISTORY**

### **Revision History**

<b>Version</b>	<b>Date</b>	<b>Author</b>	<b>Revision Notes</b>
1.0	6/18/2020	Outside Counsel	Initial draft of policy
1.1	10/26/2020	Noah Goodwin	Updates to Compliance Committee representatives
1.2	5/26/2021	Lexie Conway	Updates to Compliance Committee representatives; Added date of approval of Compliance Committee Chart

### **Approval History**

<b>Approver</b>	<b>Title</b>	<b>Date</b>	<b>Signature</b>
Lexie Conway	CO	5/26/2021	Lexie Conway

### **Review History**

<b>Review Date</b>	<b>Reviewer</b>	<b>Review Comments</b>

**Insight Global, LLC  
Compliance Committee Charter**

**I. PURPOSE**

The purpose of this Charter is to establish the Compliance Committee. The Compliance Committee is responsible for providing oversight and governance of compliance related matters, supporting the Compliance Officer (the “CO”) in the development, implementation, monitoring and maintenance of the Insight Global, LLC (“Insight Global” or the “Company”) compliance program (the “Compliance Program”) and generally assisting the CO in carrying out his/her duties and responsibilities.

**II. PROCEDURE**

**A. Composition.** The Compliance Committee will consist of the following individuals or their designees:

1. **Compliance Officer**, Lexie Conway, who shall serve as the Chair of the Compliance Committee;
2. **Legal** – David Lowance, General Counsel (Designee: Noah Goodwin)
3. **Internal Audit** – Rob Pitcher (Alternate/Designee: Lindsay Walenciak)
4. **Human Resources** – Jenny Sabo
5. **Payroll Compliance** – Kelsey Olson
6. **Sales Healthcare NAM** – Josh Seider (Alternate/Designee: Caitlin Cook)
7. **Invoicing** – Ali Kushner

**B. Appointment and Term; Authority.**

1. The Chair of the Compliance Committee may modify the Compliance Committee membership based on the matter pending before the Committee as necessary to address the needs of the Company upon notice and approval by the Company’s Board of Directors.
2. The Compliance Committee will have the authority to review all Company documents and other information, and interview any company personnel, as necessary to discharge its duties and responsibilities.

**C. Compliance Committee Duties; Meetings.**

1. The purpose of the Compliance Committee meetings shall be, among other responsibilities, to discuss compliance issues, announce new initiatives, review rules, regulations, and compliance policies, review developments in law (including Medicare and Medicaid standards and regulations), develop work plans, advise on corrective action plan implementation and disciplinary actions, and assign responsibilities for meeting Compliance Program requirements.

2. The Compliance Committee duties will include support of the CO in:
  - a. Understanding the regulatory environment in which Insight Global operates, as well as the legal requirements with which the company must comply and risk areas specific to Insight Global's business.
  - b. Developing and revising documents for the Compliance Program, including compliance policies that address specific risk areas.
  - c. Recommending and monitoring internal and external reviews, as well as audits and investigations, for the purpose of identifying compliance concerns within the Company and implementing corrective and preventive actions.
  - d. Recommending and monitoring, in conjunction with the relevant departments, the development of internal systems and controls to carry out Insight Global's Compliance Program.
  - e. Developing the appropriate strategy and approach to promote compliance with Compliance Program standards and implementing tools to facilitate the detection of any potential violations, such as hotlines and fraud reporting mechanisms.
  - f. At least annually updating Insight Global's Board of Directors on Compliance Committee activities, recommendations and any other work product produced by the Compliance Committee, either through collective report or representation by the CO.
3. The CO shall arrange Compliance Committee meetings as necessary to meet Insight Global's compliance needs, but in any event, the Compliance Committee shall meet no less than quarterly each year.
4. A quorum will require the presence of half the Compliance Committee members and the CO. If such a quorum is present, other Committee members may join the meeting via teleconference and/or videoconference.

**D. Compliance Committee Member Responsibility.** Each member of the Compliance Committee will be responsible for:

1. Reviewing the Compliance Committee meeting agenda and all associated documents in advance of the Compliance Committee meeting. The agenda will be prepared in advance by the CO and submitted to the Compliance Committee in writing or electronically.
2. Attending the Compliance Committee meetings and being prepared to discuss the agenda items based on his/her area of expertise.
3. Attending *ad hoc* meetings called by the CO to address issues requiring immediate attention, either in person, via telephone and/or electronically.

**E. Confidentiality.** Compliance Committee members shall treat information presented or distributed in connection with Compliance Committee business as confidential,

and shall refrain from discussing any matter related to the Compliance Committee outside of the established process or using information obtained in their capacity as Compliance Committee members other than for the purpose for which that information was originally collected.

### **III. DOCUMENTATION**

The Compliance Committee must prepare and maintain confidential minutes for each Compliance Committee meeting. The minutes shall, at a minimum, include: the date, time and location(s) of meeting; a list of attendees; approval of the minutes from the previous committee meeting; a summary of the issues discussed, and a summary of any decisions made.

### **IV. APPROVAL/MAINTENANCE:**

This Compliance Committee Charter was approved by the Compliance Committee on [1/8/2021]. Maintenance of this policy will be the responsibility of the Committee in coordination with the CO. The terms of this policy are subject to the terms of the Company's policy inventory and alignment policy (the "Wrapper Policy"), as may be amended from time to time.