



The Arc Mid-Hudson
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POLICY STATEMENT

Topic: Corporate Compliance Committee - Role and Responsibilities Date Effective: 7/1/2019

Revised New Section: Corporate Compliance Number: 10.11

Date: 3/9/2023 Approved by: *Jemme*

PURPOSE:

The Arc Mid-Hudson, the Arc of New York, Inc. (“Arc Mid-Hudson”) is committed to the operation of an effective compliance program. Therefore, Arc Mid-Hudson, established the Corporate Compliance Committee to monitor results of the compliance functions.

POLICY

1. The Corporate Compliance Committee is appointed by the Chief Executive Officer and the Corporate Compliance Officer to advise and assist the Director of Quality Management/Corporate Compliance, the Corporate Compliance Officer and the Corporate Compliance Coordinators with the implementation of the Compliance Plan.
2. The Corporate Compliance Committee will be comprised of not less than eight (8) individuals representing Arc Mid-Hudson leadership and key departments, including but not limited to: the Chief Executive Officer, Chief Financial Officer, Chief Human Resources Officer, Chief Operating Officer, Director of Operations, Chief Clinical Officer, Chief Information Officer, Director of Corporate Compliance and Quality Management. The composition of the Corporate Compliance Committee shall include at least three (3) directors, two (2) of whom should be non-executive directors, free from any relationship that would interfere with the exercise of their independent judgment
3. The Corporate Compliance Committee will meet on a regular and routine basis. Minutes will be recorded. The Corporate Compliance Officer will maintain the minutes of all meetings. The Committee will meet not less than once per quarter of the calendar year and may meet more often as deemed necessary by the Chair or by a majority of the Committee.
4. The agenda for regular meetings will be set by the Compliance Department and all members will be entitled to add items to the agenda of regular and special meetings as they deem appropriate.

Agenda items should include the following: status of implementation of Corporate Compliance Plan; potential compliance violations that have been detected; investigations and responses to reported offenses; identification of risk areas and plans for risk reduction; internal, prospective audit reports; evaluation of Corporate Compliance Plan.

5. The Corporate Compliance Committee will report findings to the Board of Directors.
6. The Chief Executive Officer shall designate a Chairperson who shall serve in such capacity for no less than one year. In the event of the resignation of the Compliance Chairperson, a new Chairperson shall be appointed by the Chief Executive Officer.

PROCEDURE

The Corporate Compliance Committee shall be responsible for the following:

1. Coordinating with the compliance officer to ensure that the written policies, procedures, and standards of conduct are current, accurate and complete, and that the training topics required are timely completed;
2. Coordinating with the compliance officer to ensure communication and cooperation by affected individuals on compliance related issues, internal or external audits, or any other function or activity;
3. Ensuring that the compliance officer is allocated sufficient funding, resources and staff to fully perform their responsibilities;
4. Ensuring that the required provider has effective systems and processes in place to identify compliance program risks, overpayments and other issues, and effective policies and procedures for correcting and reporting such issues;
5. Enacting required modifications to the compliance program;
6. Analyzing the regulatory environment where the agency does business, including legal requirements in which it must comply;
7. Reviewing and assessing existing policies and procedures that address risk areas for possible incorporation into the Corporate Compliance Plan;
8. Developing internal systems and controls to carry out compliance standards and policies and procedures;
9. Monitoring internal audits to identify potential non-compliant issues;
Follow-up on and monitor corrective and preventative action plans and determine effectiveness;
10. Developing a process to solicit, evaluate, and respond to complaints and problems;
11. Serving as a check and balances on the compliance program as well as compliance program accountability; and
12. Utilizing Arc New York's Director for Quality, Compliance and Chapter Relations when appropriate in the development of standards and policies;
13. Develop a Compliance Committee Charter, which will outline duties, responsibilities, committee, membership, designation of Chairperson and frequency. The Corporate Compliance Committee Charter is attached as Exhibit A.

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Date last updated: March 9, 2023

Updated by: J.Spizzo

Exhibits

Exhibit A- Corporate Compliance Committee Charter

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Exhibit A

Compliance Committee Charter

I. PURPOSE

The Compliance Committee is a standing committee responsible for ensuring that Arc Mid-Hudson continues to conduct its operations and activities ethically, with the highest level of integrity, and in compliance with all legal and regulatory requirements. The Committee oversees the development, maintenance, and monitoring of all Programs intended to satisfy the agency's legal compliance obligations and to foster a culture of compliance with laws, regulations, standards and agency policies.

II. SCOPE

The oversight activities of the Committee support the Agency's compliance program, management, and the Board of Directors. Although the Committee, which includes the agency's Compliance Officer, oversees compliance at Arc Mid-Hudson, the Management of the agency has primary responsibility for implementing and carrying out the programs. Material amendments to this Charter shall be reviewed and approved by the Board of Directors as needed. The Corporate Compliance Committee shall have the authority to retain outside counsel and independent consultants, as needed, and shall be empowered to assure that appropriate allocation of resources for support of and effective implementation of the Corporate Compliance Program is made available by Arc Mid-Hudson, including but not limited to funding for internal auditing and monitoring of the effectiveness of the Plan

III. COMPOSITION

The Corporate Compliance Committee shall be appointed by the Chief Executive Officer and will be comprised of not less than eight (8) individuals representing Arc Mid-Hudson leadership and key departments, including but not limited to: the Chief Executive Officer, Chief Financial Officer, Director of Finance, Chief Human Resources Officer, Chief Operating Officer, Directors of Operations, Chief Clinical Officer, Chief Information Officer, Director of Corporate Compliance and Quality Management. The composition of the Corporate Compliance Committee shall include at least three (3) directors, two (2) of whom should be non-executive directors, free from any relationship that would interfere with the exercise of his or her independent judgment. The Corporate Compliance Committee shall designate a Chairperson who shall serve in such capacity for no less than one year. In the event of the resignation of the Compliance Chairperson, a new Chairperson shall be appointed.

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IV. DELEGATES

When a member is unavailable to attend a Compliance Committee meeting, the member shall appoint a delegate to represent the member at the meeting. Notice of such delegation must be made in writing prior to the meeting by the delegating member to the Committee Chairperson. A delegate has the same duties, powers and obligations as the delegating member.

V. COMMITTEE CHAIR, QUORUM, APPROVALS, RECORD-TAKING, MEETING FREQUENCY AND CONFIDENTIALITY

The Compliance Officer in collaboration with Compliance Coordinators shall prepare meeting agendas and distribute to the Committee before each meeting. All members will be entitled to add items to the agenda of regular and special meetings as they deem appropriate. Agenda items should include the status of implementation of the Corporate Compliance Plan, potential compliance violations that have been detected, investigations and responses to reported offenses, identification of risk areas and plans for risk reduction, internal, prospective audit reports. The Quality Management Administrative Assistant will be responsible for recording each meeting and distributing meeting minutes. The minutes of each meeting will be made available to members of the Board of Directors. The Committee shall meet on a quarterly basis. Members may attend the meetings telephonically or via electronic means. Ad hoc meetings of the Committee may be called as required by any member. Five (5) members represent a quorum. A simple majority vote is required for all approvals, including revisions to this Charter. The Corporate Compliance Committee will have access to sensitive information regarding the operations of Arc Mid-Hudson. Each member shall take appropriate steps to safeguard this information from accidental or intentional disclosure and may be required to return or destroy documents related to matters discussed by the Corporate Compliance Committee.

VI. FUNCTION

The Committee assists the Compliance Officer in the development, implementation, oversight, and evaluation of the ethics and compliance program. The Corporate Compliance Committee will report to the Board of Directors and the Chief Executive Officer. Actions of the Corporate Compliance Committee will require approval by a majority of the members, either by written consent, which can be obtained via email or by motion that is memorialized in the meeting minutes.

The Compliance Committee's responsibilities shall include:

- (1) Coordinating with the compliance officer to ensure that the written policies, procedures, and standards of conduct are current, accurate and complete, and that the training topics required are timely completed;

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- (2) Coordinating with the compliance officer to ensure communication and cooperation by affected individuals on compliance related issues, internal or external audits, or any other function or activity;
- (3) Ensuring that the compliance officer is allocated sufficient funding, resources and staff to fully perform their responsibilities;
- (4) Ensuring that the required provider has effective systems and processes in place to identify compliance program risks, overpayments and other issues, and effective policies and procedures for correcting and reporting such issues;
- (5) Enacting required modifications to the compliance program;
- (6) Analyzing the regulatory environment where the agency does business, including legal requirements in which it must comply;
- (7) Reviewing and assessing existing policies and procedures that address risk areas for possible incorporation into the Corporate Compliance Plan;
- (8) Developing internal systems and controls to carry out compliance standards and policies and procedures;
- (9) Monitoring internal audits to identify potential non-compliant issues;
Follow-up on and monitor corrective and preventative action plans and determine effectiveness;
- (10) Developing a process to solicit, evaluate, and respond to complaints and problems;
- (11) Serving as a check and balances on the compliance program as well as compliance program accountability; and
- (12) Utilizing Arc New York's Director for Quality, Compliance and Chapter Relations when appropriate in the development of standards and policies;

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