



## **Compliance Committee Charter**

### **Purpose**

The Compliance Committee's primary duties and responsibilities shall include but not be limited to:

- Being generally knowledgeable about compliance issues facing the Company.
- Oversee the Company's compliance program and monitor its performance.
- Provide an avenue of communication among management, the Compliance Department and the Board of Directors.

The Compliance Committee is responsible to Senior Management, the Chief Executive Officer and the Board of Directors for reviewing the effectiveness of the Compliance Program through self-audits and monitoring of key indicators and to ensure prompt and effective corrective actions are taken where deficiencies are noted. The Compliance Officer and the Compliance Committee are responsible for escalating compliance deficiencies and ongoing issues of non-compliance to Senior Management, the Chief Executive Officer and the Board of Directors.

The Compliance Committee reviews the activities and status of the Compliance Program, including issues of non-compliance identified, investigated, and resolved; Compliance Program outcomes and effectiveness; results of internal and external audits; exclusion list matches; hotline calls; root cause analysis and corrective action; Notices of Non-Compliance, warning letters, and formal sanctions; fraud, waste, and abuse goals and actions; and risk assessment and reduction activities.

The Compliance Committee reports their oversight and actions to the Board of Directors on a quarterly basis. The Company's Board of Directors has responsibility for the oversight of the Compliance Program to ensure the Company is upholding its commitment to be compliant, lawful and display ethical conduct.