

<b>Committee Name:</b> Audit Committee	<b>Vice Chair:</b> Laura Winslow
<b>Committee Chair:</b> Elyce Dilworth	<b>Date/time of meeting:</b> October 25, 2021/8:00 p.m. ET
<b>Minutes recorded by:</b> Elyce Dilworth	

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## Motions Passed:

1.

<b>Number of committee members present: 8</b>	<b>Absent: 0</b>	<b>Number of others present:</b>
<b>Committee members present:</b> Elyce Dilworth (Chair), Laura Winslow (Vice Chair), Jeanne Ensign, Brandon Franklin, Jill Gellatly, Teddy Decker (Treasurer, ex-officio), Susan Kuhlman (Chief Financial Officer, ex-officio), Dawson Hughes (Chief Executive Officer, ex-officio)		
<b>Others present:</b>		

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## Minutes

The meeting was called to order at 8:00 p.m. ET.

The Committee met in its annual executive session with Dawson Hughes. At the conclusion of the session, Susan Kuhlman joined the meeting.

The Committee noted the 2020 audit was the last year of the three-year agreement with Kerkering, Barberio & Co. ("K&B"). The Committee discussed the services provided by K&B and agreed USMS should continue to engage K&B for another three-year term.

Next, the Committee conducted its biennial review of the Audit Committee Charter and made several changes. The Committee also discussed the Conflict of Interest Questionnaire and agreed to expand the list of related parties included in questions regarding business dealings.

There being no further business, the meeting was adjourned at 9:00 p.m. ET.

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