



VIRGINIA COMMONWEALTH UNIVERSITY

Virginia Commonwealth University

Audit, Integrity and Compliance Committee of the Board of Visitors

Minutes

Date: May 8, 2015
Time: 7:45 a.m. – 9:15 a.m.
Location: Student Commons, Richmond Salon III, 907 Floyd Avenue, Richmond, VA

Present: Mr. John A. Luke, Jr., Chair
Mr. Steve Worley, Vice-Chair
Ms. Nancy C. Everett
Dr. Robert D. Holsworth
Mr. William M. Ginther, Rector
Dr. Michael Rao
Ms. Madelyn Wessel
Staff from VCU and VCUHS

Unavailable: Ms. Teresa H. Carlson
Mr. Franklin Hall
Ms. Colette W. McEachin

The meeting was called to order at 7:46 a.m. and on motion made and seconded, the Audit, Integrity, and Compliance Committee approved the Minutes of the Meeting held on February 12, 2015.

After presentation by Mr. Cole on motion made and seconded, Proposed FY2016 Audit Work Plan, Proposed FY2016 University Compliance Program Initiatives and Audit, Integrity and Compliance Charter Annual Update were approved.

The following items were presented for information after general discussion follow-up requests were made:

- Auditor of Public Accounts – Entrance Conference for FY 2015 Audit by Ms. Helderman of the APA Audit Director.

- Audit, Integrity, and Compliance Committee Dashboard Measures Status was presented by Mr. Cole with all indicators being green except Data Security and Compliance oversight being yellow.
- ERM Steering Committee Progress was presented by Mr. Cole.
- Data Governance Update was presented by Ms. Shaw with progress continuing with the seven Data Information Management Council (DIMC) task forces and the launch of DIMC/data governance website.
- Integrity and Compliance Culture Survey was presented by Ms. Kniska.

On motion made and seconded, the Audit, Integrity, and Compliance Committee convened into closed session to discuss certain personnel matters involving the performance of identifiable employees or faculty of VCU, and to discuss the evaluation of performance of departments or schools of VCU where such evaluation will necessarily involve discussion of the performance of specific individuals, including Audit Reports of individually identified departments and/or schools, and to consult with legal counsel and receive briefings by staff members regarding legal matters and actual or probable litigation relating to the aforementioned Audit Reports where such consultation or briefing in open session would adversely affect the negotiating or litigating posture of VCU, as may be necessary, as authorized by Section 2.2-3711 A(1) and A(7) of the Virginia Freedom of Information Act.

Following closed session, on motion made and seconded, the following Resolution was approved by acknowledgement of agreement with resolution of certification with a show of hands, all members were in agreement.

The Audit, Integrity and Compliance Committee of the Board of Visitors of Virginia Commonwealth University hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session meeting to which this certification

resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed session meeting were heard, discussed, or considered by the Audit, Integrity and Compliance Committee of the Board of Visitors of Virginia Commonwealth University.

| <u>Vote</u> | <u>Ayes</u> | <u>Nays</u> |
|--------------------------------|-------------|-------------|
| Mr. John Luke, Chair | X | |
| Mr. Steve Worley, Vice-Chair | X | |
| Ms. Nancy C. Everett | X | |
| Dr. Robert Holsworth | X | |
| Ms. Teresa H. Carlson | absent | |
| Mr. Franklin Hall | absent | |
| Ms. Colette McEachin | absent | |
| Mr. William M. Ginther, Rector | X | |

Vote:

Ayes: 5

Nays: 0

ABSENT DURING MEETING: 3

ABSENT DURING VOTING: 3

The meeting was adjourned at 9:15 a.m.