



VIRGINIA COMMONWEALTH UNIVERSITY

**Virginia Commonwealth University**

**Audit, Integrity and Compliance Committee of the Board of Visitors**

**Minutes**

Date: September 17, 2015  
Time: 7:45 a.m. – 9:15 a.m.  
Location: Student Commons, Richmond Salon III, 907 Floyd Avenue, Richmond, VA

Present: Mr. Steve Worley, Chair  
Ms. Teresa H. Carlson, Vice Chair  
Mr. William M. Ginther  
Dr. Robert D. Holsworth  
Mr. Ronald McFarlane  
Ms. Carol Shapiro  
Ms. Jacquelyn Stone  
Dr. Michael Rao  
Ms. Madelyn Wessel  
Staff from VCU and VCUHS

The meeting was called to order at 7:45 a.m. and on motion made and seconded, the Audit, Integrity, and Compliance Committee approved the Minutes of the Meeting held on May 8, 2015.

After presentation by Mr. Cole on motion made and seconded the Audit and Compliance Services Charter - Annual Update was recommended for approval to the full board of visitors.

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

- Committee Goals FY16 was presented by Mr. Cole.
- Committee Dashboard Measures Status was presented by Mr. Cole with all indicators being green except Data Security and Compliance oversight being yellow.
- ERM Program was presented by Mr. Cole.

- Audit and Compliance Services – Staff Credentials and Department Budget was presented by Mr. Cole.
- Audit and Compliance Services – Goals, Objectives, and Accomplishments was presented by Mr. Cole.
- Data Governance Update was presented by Mr. Henson and Ms. Shaw.

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. Steve Worley, Chair	X	
Ms. Teresa H. Carlson, Vice Chair	X	
Mr. William M. Ginther	X	
Dr. Robert D. Holsworth	X	
Mr. Ronald McFarlane	X	
Ms. Carol Shapiro	X	
Ms. Jacquelyn Stone	X	

Vote:

Ayes: 7

Nays: 0

ABSENT DURING MEETING: 0

ABSENT DURING VOTING: 0

The meeting was adjourned at 9:09 a.m.