



VCU

VIRGINIA COMMONWEALTH UNIVERSITY

Board of Visitors

Audit, Integrity and Compliance Committee

7:45 a.m.

March 22, 2018

James Cabell Library

901 Park Avenue, Room 311, Richmond, Virginia

Minutes

COMMITTEE MEMBERS PRESENT

Mr. Keith T. Parker, Chair
Mr. Ronald McFarlane, Vice Chair
Mr. Todd P. Haymore
Mr. H. Benson Dendy III
Dr. Robert D. Holsworth
Dr. Carol S. Shapiro

COMMITTEE MEMBERS ABSENT

Mr. Edward McCoy

BOARD MEMBERS PRESENT

OTHERS PRESENT

Mr. William H. Cole, Jr.
Dr. Michael Rao, President
Mr. Jacob A. Belue
Staff from VCU

CALL TO ORDER

Mr. Keith T. Parker, Chair, called the meeting to order at 7:52 a.m.

APPROVAL OF AGENDA

Mr. Parker asked for a motion to approve the agenda for the March 22, 2018 meeting of the Audit, Integrity and Compliance Committee, as published. After motion duly made and seconded the agenda for the March 22, 2018 meeting of the Audit, Integrity, and Compliance Committee (AICC) was approved.

APPROVAL OF MINUTES

Mr. Parker asked for a motion to approve the minutes of the December 8, 2017 meeting of the Audit, Integrity and Compliance Committee, as published. After motion duly made and seconded the minutes of the December 8, 2017 Audit, Integrity, and Compliance Committee meeting were approved. A copy of the minutes can be found on the VCU website at the following webpage <http://www.president.vcu.edu/board/minutes.html>.

REPORTS AND RECOMMENDATIONS

Audit, Compliance, and Integrity Committee Dashboard Measures

Mr. Alex Henson, Chief Information Officer, discussed current information technology security measures in place and plans related to the Data Security measure. Mr. Bill Cole reviewed the Committee Dashboard Measures. Indicators for Data Security and Compliance Oversight are yellow and all other indicators are green.

Sexual Harassment Prevention Education/Training Update

Ms. Laura Rugless, Director for Equity and Access Services, discussed Title IX education highlighting online training completion and additional employee education.

COI Update for Commonwealth reporting Requirements

Mr. Bill Cole, Executive Director for Audit and Compliance Services, reported that the deadline for completion of the Conflict of Interest (COI) reporting to the Commonwealth was February 1, 2018. All board members and employees required to report completed this requirement by the deadline.

Policy Status Update

Ms. Jacqueline Kniska, Integrity and Compliance Officer, reported a policy status update. Maintaining policies was identified as a risk at the September meeting. Ms. Kniska discussed the review of existing policies and results of the 2017 gap assessment.

Audit Update for Information

Mr. Bill Cole reported on two audit reports issued by Audit and Management Services that did not include findings warranting the Committee's attention – Institutional Animal Care and Use Program and Technology Incident Response Management. The audit team concluded positively to the audit objectives for these audits, but did provide some recommendations for management's attention. Mr. Cole also reported that Audit and Management Services has completed eight audits in the FY2018 workplan and five audits are currently in progress. The workplan is on schedule to be completed by the end of the year.

CLOSED SESSION

On motion made and seconded, the Audit, Integrity, and Compliance Committee of the Virginia Commonwealth University Board of Visitors convened into closed session pursuant to Sections 2.2-3711 (A) (1) and 2.2-3711 (A) (7) of the Virginia Freedom of Information Act to discuss certain personnel matters involving the performance of identifiable employees or faculty of the University, and to discuss the evaluation of performance of departments or schools of the University 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 the University.

RECONVENED SESSION

Following the closed session, the public was invited to return to the meeting. Mr. Parker, Chair, called the meeting to order. On motion duly made and seconded the following resolution of certification was approved by a roll call vote:

Resolution of Certification

BE IT RESOLVED, that the Audit, Integrity, and Compliance Committee of the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Committee of the Board.

| <u>Vote</u> | <u>Ayes</u> | <u>Nays</u> |
|----------------------------------|--------------------|--------------------|
| Mr. Keith Parker, Chair | X | |
| Mr. Ronald McFarlane, Vice Chair | X | |
| Mr. Ben Dendy | X | |
| Dr. Robert Holsworth | X | |
| Mr. Todd P. Haymore | X | |
| Dr. Carol Shapiro | X | |

All members responding affirmatively, the motion was adopted.

ADJOURNMENT

There being no further business Mr. Parker, Chair, adjourned the meeting at 9:22 a.m.