

**MIDDLE TENNESSEE STATE UNIVERSITY
BOARD OF TRUSTEES**

**AUDIT AND COMPLIANCE COMMITTEE
MINUTES**

The Audit and Compliance Committee met on Tuesday, August 15, 2023 in the MEC Meeting Room in the Miller Education Center at Middle Tennessee State University.

Call to Order and Opening Remarks

Committee Chair Tom Boyd called the meeting to order at 10:50 a.m. and welcomed everyone in attendance.

Roll Call

The following Committee members were in attendance: Trustees J.B. Baker, Tom Boyd, Pete DeLay, Bill Jones, Christine Karbowski Vanek, Mary Martin, Steve Smith, Pam Wright, and Molly Mihm. A quorum was declared present.

President Sidney A. McPhee; Mark Byrnes, University Provost; Joe Bales, Vice President for University Advancement; Andrew Oppmann, Vice President for Marketing and Communications; Yvette Clark, Vice President for Information Technology and Chief Information Officer; Sarah Sudak, Interim Vice President for Student Affairs; Alan Thomas, Vice President for Business and Finance; Diane Snodgrass, Interim Chief Audit Executive; James Floyd, University Counsel and Board Secretary; and, Kim Edgar, Assistant to the President and Chief of Staff were also in attendance.

Approval of Minutes - Action

The first agenda item was approval of the minutes from the May 23, 2023 Audit and Compliance Committee meeting. Trustee DeLay moved to approve the minutes from the May 23, 2023 meeting and Trustee Vanek seconded the motion. A voice vote was taken and, with all Committee members voting "Aye," the motion to approve the minutes from the May 23, 2023 meeting of the Audit and Compliance Committee carried unanimously.

Annual Report for Audit and Consulting Services - Action

The 2023 Annual Report for Audit and Consulting Services, which includes the audit plan for fiscal year 2024 was presented by Ms. Snodgrass for approval. Trustee Pam Wright moved to approve the Annual Audit Plan for 2024 and Trustee DeLay seconded the motion. A voice vote was taken and, with all Committee members voting “Aye,” the motion to approve the Annual Audit Plan for 2024 carried unanimously.

Quarterly Report – Results of Internal Audit Reports – Information

Ms. Snodgrass stated that there have been no internal audit reports issued since the last meeting of the Audit and Compliance Committee.

Results of External Reviews – Information

Ms. Snodgrass presented the results of one external review. The Tennessee Department of Health, Compliance and Ethics Office, Grant Monitoring Team conducted a review for a contract for the period October 1, 2022 through March 31, 2023. The review resulted in a finding that grantee Policy 03 reports were not filed in a timely manner. The Policy 03 report for the quarter ended 12/31/2022 was filed late. The Office of Research and Sponsored Programs determined the original report was submitted as required by the grant; however, due to miscommunication, this form was not received by the auditor. The university’s corrective action plan includes better communication between all parties, including state auditors, the Office of Research and Sponsored Programs, and the MTSU Grant Accounting Office; along with confirmation of receipt on future Policy 03 reports filed with the Tennessee Department of Health.

Non-Public Executive Session

The Committee adjourned the public session at 11:00 a.m. and entered non-public executive session at 11:02 a.m. to discuss risk assessment reports, audits and investigations. The non-public executive session adjourned at 11:35 a.m. The public session reconvened at 11:39 a.m. for the final agenda item.

Risk Assessment Reporting - Action

Mr. Drew Harpool, Associate Vice President for Business and Finance and Assistant Vice President Office of Compliance and Enterprise Risk Management, stated that annually the university must present risk assessments and report the risk assessments to State Audit. The risk assessments are presented to the Committee for review and approval prior to submission to State Audit. Trustee DeLay moved to approve the 2023 Risk Assessment Reports and Trustee Martin seconded the motion. A voice vote was taken and, with all committee members voting "Aye", the motion to approve the 2023 Risk Assessment Reports carried unanimously.

Adjournment

With no further business, the Committee adjourned at 11:40 a.m.

Respectfully submitted,

Audit and Compliance Committee