

**MIDDLE TENNESSEE STATE UNIVERSITY  
BOARD OF TRUSTEES**

**AUDIT AND COMPLIANCE COMMITTEE  
MINUTES**

The Audit and Compliance Committee met on Tuesday, November 11, 2025 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 11:09 a.m. and welcomed everyone in attendance.

**Roll Call**

The following Committee members were in attendance: Trustees J.B. Baker, Pete DeLay, John Floyd, Jimmy Granbery, Bill Jones, Kari Neely, Chair Steve Smith, Michael Wade, Chad White, and Michai Mosby. Committee Chair Tom Boyd attended virtually and, in accordance with T.C.A. § 8-44-108(c)(3), confirmed that he could hear those present in the meeting and that no one else was in the room with him. Trustee Christine Karbowski Vanek was unable to attend the meeting. A quorum was declared present.

President Sidney A. McPhee; Drew Harpool, Interim Vice President for Business and Finance; 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; Danny Kelley, Interim Vice President for Student Affairs; Leah Ladley, Chief Audit Executive; and James Floyd, University Counsel and Board Secretary were also in attendance.

**Approval of Minutes - Action**

The first agenda item was approval of the minutes from the August 19, 2025 Audit and Compliance Committee meeting. Trustee DeLay moved to approve the minutes from the August 19, 2025 meeting and Trustee White seconded the motion. A roll call vote was taken and, with

all Committee members voting “Aye,” the motion to approve the minutes from the August 19, 2025 meeting of the Audit and Compliance Committee carried unanimously.

**Quarterly Report for Audit Services – Information**

Mrs. Ladley reported two audits have been completed since the last committee meeting: the FY25 Audit of Inventories and the Audit of the President’s Office Expenses for fiscal year 2025 and no recommendations were made in either audit.

**Results of External Reviews – Information**

Mrs. Ladley reported that one external review has been completed since the last committee meeting: The U.S. Small Business Administration’s review had no findings requiring attention.

**Non-Public Executive Session**

The Committee adjourned the public session at 11:14 a.m. and entered non-public executive session at 11:17 a.m. to discuss topics permissible by appropriate law. The non-public executive session adjourned at 12:17 p.m.

Respectfully submitted,  
Audit and Compliance Committee