

## **Minutes of the Audit and Compliance Committee**

The Audit and Compliance Committee met on Wednesday, November 29, 2017 at Middle Tennessee State University. Trustee Christine Karbowskiak, Audit and Compliance Committee Chair, called the meeting to order at 10:20 a.m. A quorum was present with the following Committee members in attendance: Chairwoman Christine Karbowskiak, Andy Adams, Tony Johnston, and Board Chairman Steve Smith. Trustees J.B. Baker, Pete Delay, Darrell Freeman Sr., Joey Jacobs, and Lindsey Weaver were also present. Also present were President Sidney A. McPhee; Brenda Burkhart, Chief Audit Executive; Gené Stephens, Assistant Vice President for Compliance and Enterprise Risk Management; Alan Thomas, Vice President for Business and Finance; Deb Sells, Vice President for Student Affairs; Andrew Oppmann, Vice President for Marketing and Communications; Mark Byrnes, University Provost; Joe Bales, Vice President for University Advancement; Bruce Petryshak, Vice President Information Technology; Heidi Zimmerman, University Counsel and Board Secretary; and Kim Edgar, Chief of Staff.

The first item on the agenda for action was the approval of the minutes from the September 12, 2017 Audit and Compliance Committee meeting. Trustee Smith made the motion to approve the minutes. The Motion was seconded by Trustee Adams. A voice vote was taken and the Motion to approve the minutes of the September 12, 2017 Audit and Compliance Committee meeting carried.

The next item on the agenda was an informational item presented by Ms. Stephens regarding the Office of Compliance and Enterprise Risk Management. Ms. Stephens presented an overview of the projects and initiatives developed by the Office in support of the University's mission and strategic goals briefly

discussing each project/initiative. In the area of Risk Management Reporting, the Committee requested feedback on enhancements to the process used to support the letter of assurance required by the State's Finance and Administration Department by the middle of next year. Ms. Stephens also provided examples of the University's compliance with the United States Sentencing Commission's guidelines for an effective compliance and ethics program, and examples of the University's demonstration of compliance with the Department of Justice Filip Factors. As part of the discussion concerning risk management, the Committee asked whether the University has a program for drug testing employees. When informed that it does not, a request for information concerning the legal framework for such a program was made.

The Committee adjourned its public session at 11:15 a.m. and entered non-public executive session at 11:16 a.m. to discuss audits and investigations. The non-public session adjourned at 12:15 p.m.

Respectfully submitted,

Audit and Compliance Committee