

**BOARD OF VISITORS**  
**AUDIT, RISK AND COMPLIANCE COMMITTEE MEETING MINUTES**  
February 6, 2024

**1. Call to Order/Establish Quorum**

Mr. Conrad Mercer Hall called the Audit, Risk, and Compliance Committee meeting to order at approximately 10:20 a.m. A quorum was established with a 4-0 roll call.

Committee Members

Dr. Harold L. Watkins II, Chair (Virtual)  
Mr. Dwayne B. Blake  
Mr. BK Fulton  
Mr. Conrad Hall

Additional Board Members Present

Dr. Katrina L. Chase (Completed Quorum)

Committee Members Absent

The Honorable James W. Dyke, Jr.  
Mr. Gilbert Bland

Counsel Present

Ms. Pamela F. Boston, University Counsel and Senior Assistant Attorney General

NSU Administrators and Staff

Dr. Javaune Adams-Gaston, President  
Dr. Tanya S. White, Chief of Staff  
Mrs. Derika L. Burgess, Chief Audit Executive  
Dr. Dawn Hess, Chief Compliance Officer  
Dr. Leonard E. Brown Jr., Vice President for Student Affairs  
Dr. DoVeanna S. Fulton, Provost and Vice President for Academic Affairs  
Dr. Gerald Ellsworth Hunter, Vice President/Chief Financial Officer, Finance and Administration  
Dr. Justin L. Moses, Vice President for Operations, and Institutional Effectiveness  
Mr. Clifford Porter, Vice President for University Advancement  
Ms. Melody Webb, Athletics Director  
Dr. Aurelia T. Williams, Senior Vice Provost for Academic and Faculty Affairs  
Karla J. Amaya Gordon, Assistant Vice President for Finance and Administration  
/University Controller  
Dr. Andrew T. Carrington, Assistant Vice President for Finance and Administration  
CP Brian K. Covington, University Police and Parking Services

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Mr. Cornelius Graves, Research Innovation Foundation  
Mr. Terry G. Woodhouse, Interim Associate Vice President for Facilities Management  
Mr. Dennis Jones, Executive Director for Planning and Budget  
Dr. Karen Pruden, AVP Project Management  
Ms. Irma Thomas, Senior Technical and Finance Analyst to Vice President/CFO  
Dr. Davida M. Harrell-Williams, Director for Auxiliary Enterprises and Services  
Mr. Christopher Gregory, Office of Information Technology  
Ms. She're S. Dozier, Clerk to the University President/Liaison to the Board of Visitors  
Ms. Phillita Peoples, Audit and Compliance Administrative Assistant

### **2. Recommend Approval of Electronic Participation**

The Committee unanimously approved the electronic participation for Dr. Harold Watkins II with a 4-0 roll call vote. The motion was made by Mr. BK Fulton and seconded by Mr. Dwayne B. Blake.

### **3. Approval of the Minutes**

Mr. Fulton motioned, Mr. Blake seconded, and the Committee unanimously approved the Audit, Risk, and Compliance Committee information session minutes for November 16, 2023.

### **4. Discussion Items**

#### **Internal Audit**

The Chief Audit Executive presented an update on student payment improvements, audit monitoring, and the intersection between Audit and Compliance.

#### **Student Payments**

Several departments are responsible for ensuring student payments are processed timely at the start of each semester. The process was lengthy and created challenges with compensation.

#### **Updates:**

- Student employees are eligible to start when the HR1 form or student stipend form is approved.
- The HR1 or stipend should be submitted no later than 2 weeks before the 1<sup>st</sup> day of the semester.

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- International students require additional documentation and should submit HR1 or stipend no later than 4 weeks before the 1st day of the semester.
- Academic Affairs is upgrading hard copy HR1 forms to digital and requiring electronic submission.
- Information sessions will be provided to faculty to discuss issues with completing the HR1 form, adherence to timelines, and procedures.

### **Audit Monitoring: Corrective Actions**

Corrective action is a component of the last stages in audit reporting. This provides the organization an opportunity to observe the efficacy of how audit findings are addressed. Since 2021, a total of 81 auditees have been identified. The findings from an audit are measured and used to generate corrective actions for the management action plan. Simultaneously, there are 36 closed corrective actions while 45 remain open.

### **Management Action Issues**

- **Work Orders**
  - *Open (4) | Closed (2)*
- **Clery**
  - *Open (1) | Closed (12)*
- **LOTO**
  - *Open (1) | Closed (5)*
- **Evidence**
  - *Open (10) | Closed (5)*
- **Export Controls**
  - *Open (9) | Closed (8)*
- **Pre-Award**
  - *Open (10) | Closed (2)*
- **Employment**
  - *Open (10) | Closed (2)*

### **Audit and Compliance Intersection**

#### **Business Partners**

- The Chief Audit Executive and Chief Compliance Officer are positioned as partners in strategic planning, process development, and implementation efforts.

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### **Analysis**

- **AUDITS**-Internal Audit is independent of management. They evaluate the internal controls environment for adequacy, efficiency, and effectiveness. Audit also provides coaching feedback on response.
- **ASSESSMENTS**-University Compliance is an integral component of management that ensures compliance with applicable laws, rules, regulations, internal codes of conduct, policies, and procedures, along with compliance partners act as integrated part of response, both strategic and operational.

### **Continuous Monitoring**

- When observations are noted, Audit and Compliance coordinate to determine root causes, develop corrective action plans, and support implementation.

### **BOV Reporting**

- Compliance and Audit both report to the Board of Visitors to assist members and management in the effective performance of their responsibilities and to maintain comprehensive and professional Internal Audit and University Compliance programs.

## **University Compliance**

The Chief Compliance Officer continued the discussion on Internal Audit and University Compliance coordination. Dr. Hess presented the 2023 annual update, compliance maturity, and focus for 2024.

### **2023 Highlights with Compliance Partners**

- **IT Security** developed Incident Response, Security Assessment and Authorization, and System and Information Integrity policies.
- **Environmental, Health and Safety** developed the Environmental, Health and Safety policy and multiple supporting programs and SOPs.
- **Finance and Administration** updated the Violence Prevention Committee and Threat Assessment Team policy.
- **Campus Police** developed Clery Act Compliance policy, Timely Warning procedure, and updating Campus Security Authorities procedure.
- **Campus Police and Human Resources** incorporated into new hire onboarding a UPD presentation including link to Clery report(s).

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- **Human Resources** is updating the Civility in the Workplace policy.
- **Transportation and Fleet Services** updated the Driver Authorization and Utility Vehicle Golf Cart policies and supporting forms.
- **Academic Affairs** developed policies for Research Misconduct and Researcher Compensation policy (2022) and updating the Animal Use and Care policy.

### **2023 Capability Maturity**

Dr. Hess presented the 2023 NSU Compliance Capability Maturity data. The matrix results focus on integration of the compliance program in institutional business processes by evaluating the maturity of the program by levels. As an organization moves up the maturity model, ownership spreads across the organization and becomes embedded within the culture. The university compliance controls and procedures are documented and standardized across the organization increasing the overall maturity score to 3.5 from 2021-2023.

### **2024 University Compliance Focus**

- **Complete Student-Focused ADA Compliance Assessment**
  - Review data and identify compliance gaps.
  - Support compliance partner with the development of gap closure plan, including prioritization of compliance gaps.
  - Support compliance gap closures.
- **Continue to close compliance gaps on open issues (examples):**
  - **Researcher Laboratory Safety and Security**
    - Laser and radiation safety, documentation/training for those using hazardous materials/chemicals/equipment, keep current inventories (with EHS) MSDS/chemical/hazardous material & researcher equipment.
  - **Environmental, Health and Safety**
    - Spill Prevention, Control and Countermeasures Plan, keep campus-wide inventories current MSDS/chemical/hazardous material & equipment.

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- **Develop plan to close Compliance Maturity gaps to reach level 4 in the following institutional-wide elements:**
  - Policies
  - Training & Communication
  - Assessments

### 5. Closed Meeting – Pursuant to 2.2-371 LA. 1 and 4, Code of Virginia

Mr. Conrad Hall read the following motion, seconded by Mr. BK Fulton, and with a 4-0 Roll Call Vote the Board unanimously approved.

Motion by Mr. Conrad Hall

Pursuant to Section 2.2-371 LA. 1 and 4 to discuss (1) personnel matters regarding the evaluation of performance of specific university departments where such evaluation will necessarily involve discussion of the performance of specific individuals and certain university employees; and

(4) The protection of the privacy of individuals in personnel matters not related to public business; and

(7) and (8) Consultation with legal counsel and briefing by staff members or consultants regarding specific legal matters requiring the provision of legal advice, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the university, and

**Further, that the following remain for or attend, when called, the Closed Meeting:**

the President

University Counsel

Chief Audit Executive

Provost and Vice President of Academic Affairs

Vice President for Finance and Administration

And that any member of the NSU Board of Visitors be permitted to attend virtually or by phone to listen in the Closed Meeting, but not participate or vote.

### 6. Reconvene Open Meeting

Dr. Watkins II read the following motion, and with a 4-0 Roll Call Vote the Board unanimously approved.

Motion by Dr. Harold Watkins II

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Having reconvened in open session, we will now take a roll call vote on certification that (1) only public business matters lawfully exempted from open meeting requirements, and (2) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the Board. Any member of the Board who believes that there was a departure from the requirements as stated above, shall so state prior to the vote, indicating the substance of the departure that in his, or her judgment, has taken place.

**7. Adjournment**

There being no further business, Chairman Dr. Harold L. Watkins II adjourned the meeting at 11:46 a.m.

Respectfully submitted,

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Dr. Harold L. Watkins II, Chair  
Audit, Risk and Compliance Committee

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Ms. Phillita M. Peeples, Audit and  
Compliance Administrative Assistant

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## NSU BOV AUDIT, RISK AND COMPLIANCE COMMITTEE

ROLL CALL VOTE FEBRUARY 6, 2024 10:00 A.M.

<b>Item</b>	<b>Dr. Harold Watkins, II  (Chair)</b>	<b>The Honorable James Dyke, Jr.</b>	<b>Mr. Gilbert Bland</b>	<b>Mr. BK Fulton</b>	<b>Mr. Dwayne Blake</b>	<b>Mr. Conrad Hall</b>	<b>Totals</b>
<b>Quorum</b>	-	Absent	Absent	Present	Present	Present	4-0
<b>Recommend Approval of Electronic Participation</b>	-	Absent	Absent	Yes	Yes	Yes	4-0
<b>Approval of the Minutes</b>	Yes	Absent	Absent	Yes	Yes	Yes	4-0
<b>Motion to go into Closed Meeting Pursuant to 2.2- 3711A.1, 7 and 8, Code of Virginia</b>	Yes	Absent	Absent	Yes	Yes	Yes	4-0
<b>Motion for Open Meeting</b>	Yes	Absent	Absent	Yes	Yes	Yes	4-0
<b>Adjournment</b>	Yes	Absent	Absent	Yes	Yes	Yes	4-0