

BOARD OF VISITORS
AUDIT, RISK, AND COMPLIANCE COMMITTEE MEETING MINUTES
February 17, 2023

1. Call to Order/Establish Quorum

Mr. Devon Henry, Rector, called the Audit, Risk, and Compliance Committee meeting to order at approximately 8:49 a.m. A quorum was established with a (4-0) roll call.

Committee Members

Ms. Heidi W. Abbott (Virtual)

Mr. Gilbert Bland

Dr. Katrina Chase

Mr. Conrad Hall

Mr. Delbert Parks (Virtual)

Additional Board Members Present

Rector Devon Henry (Completed Quorum)

Committee Members Absent

Bishop Kim W. Brown, Chair

Counsel Present

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

NSU Administrators and Staff

Dr. Javaune Adams-Gaston, President

Ms. Tanya S. White, Chief of Staff

Mrs. Derika L. Burgess, Chief Audit Executive

Dr. Dawn Hess, Chief Compliance Officer

Mr. Christopher Stancil, Office of Information Technology

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. Anton Kashiri, Associate Vice President for Facilities Management

Mr. Ronald King, Director of Office of Information Technology

Mrs. Sandra Faye Monroe-Davis, Chief Information Officer, Office of Information Technology

Mrs. Patricia A. Perkins-Smith, Director of Environmental Health, Safety, and Risk Management

Mrs. Phillita Peoples, Audit and Compliance Administrative Assistant

Ms. Inda Walker, Clerk to the University President and Liaison to the Board of Visitors

2. Recommend Approval of Electronic Participation

The Committee unanimously approved the electronic participation for Heidi Abbott and Delbert Parks with a 4-0 roll call vote. Motion was made by Dr. Katrina Chase and seconded by Mr. Conrad Hall.

3. Approval of the Minutes

Mr. Bland motioned, Dr. Chase seconded, and the Committee unanimously approved the Audit, Risk, and Compliance Committee minutes for November 16, 2022.

4. Discussion Items

University Compliance

Dr. Hess thanked the Audit, Risk, and Compliance Committee for their attendance. She presented an update on the NSU Compliance Ecosystem. Dr. Hess introduced Mrs. Faye Monroe-Davis, Chief Information Officer and Mr. Ronald King, Chief Information Security Officer to present on the Privacy and Data Security Compliance Assessment. Dr. Hess also introduced Mr. Anton Kashiri, Associate Vice President of Facilities Management and Mrs. Patricia Perkins-Smith, Director of Environmental Health, Safety, and Risk Management to provide updates on the Environmental Health, Safety, and Risk Management Gap Closure Plan.

- Dr. Hess gave an update of the program development for the NSU Compliance Ecosystem. In less than two years, nearly every pillar in our NSU Compliance Ecosystem has been addressed.
- Mrs. Monroe-Davis provided an update on the Privacy and Data Security compliance assessment as well as the development of the associated compliance gap closure plan:
 - American with Disabilities Act (ADA)-Web Content Accessibility, Payment Card Industry Security Standard (PCI DSS), and Information Security Standard (sections 8.1, 8.2, 8.5, 8.7, 8.10, and 8.15) assessments were completed with no current gaps.
 - Family Educational Rights and Privacy Act (FERPA) and HB1-Virginia Code §23.1-405 (formerly known as HB1 or House Bill 1) - best management practices recommended which include a single repository for storage of data collected in regard to both.
 - In January 2023 the Information Security Standard, Sections 8.14 Risk Assessment, 8.6 Configuration Management, and 8.9 System Maintenance, gap closures were

BOARD OF VISITORS

Audit, Risk, and Compliance Committee Meeting

February 17, 2023

Page 3

- completed. During this assessment many decisions were made creating an environment so that moving forward it will not be problematic to remain in compliance.
- The Office of Information Technology is currently reviewing General Data Protection Regulation (GDPR) and other privacy related compliance activities, collecting information to understand how other higher education institutions in Virginia are complying and will then map this with NSU's IT environment.
 - The Office of Information Technology is collaborating with internal stakeholders to develop a gap closure plan for section 8.13 Personnel Security (employee termination/suspension process). The personnel security program is not owned by OIT but OIT plays a major role because once an individual is terminated, they are required to terminate access to all systems.
 - OIT has completed their risk assessments and are in accordance with GLBA right now. GLBA is going to be expanding their rule, but details are unclear on how that applies to us. When the update becomes available, we will adjust based on findings.
 - The Privacy Policy isn't solely an OIT issue. OIT is assisting internal stakeholders with deciding where the privacy office should be located and how it should be managed.
 - Incident Response Policy and Conducting Risk Assessment Policy are completed.
 - Mr. Kashiri presented an update on the Environmental, Health, Safety, and Risk Management Gap Closure plan. There are still currently 16 activities, of which there are 13 policies/programs/procedures in draft form to close by August 2023.
 - A process for keeping EHS aware of chemical, hazardous material, and hazardous equipment purchases and donations is being developed and will be completed by target date of August 2023. The process will address Public Health Security and Bioterrorism Preparedness and Response compliance requirements.
 - Compliance gap closures for the McDemmond Center for Research, include laboratory management, addressing EHS requirements such as lasers, magnets, radiation safety, and associated required trainings by target date of August 2023.
 - Outdated respiratory protection equipment will be addressed by target date of June 2023.

BOARD OF VISITORS

Audit, Risk, and Compliance Committee Meeting

February 17, 2023

Page 4

- Remaining Oil Pollution Act compliance gaps will be closed by purchasing/installation of secondary containment equipment by target date of March 2023.
- The Chemical Hygiene and Laboratory Safety Plan remaining compliance gaps will be closed when EHs documents process for communication between those responsible for laboratories and EHS to ensure all required training occurs and other requirements are met and documented by target date of March 2023.
- Using a standard Compliance Capability Maturity model adopted in 2022, Dr. Hess presented that the NSU Compliance Program has matured from 2022 to 2023. NSU has improved the overall maturity score in 2022 of 2.5 to a 3.3 out of 5 in 2023. As an organization moves up the maturity model, ownership spreads across the organization and becomes embedded within the culture. It is noted that a mature system score is a 4/5 with a 5/5 being fully optimized and ideal.

Internal Audit

- Mrs. Burgess requested to go into closed session.

5. Closed Meeting. Motion was read by Dr. Katrina Chase and seconded by Mr. Delbert Parks

Section 2.2-3711.A. 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

Section 2.2-3711.A. 7 and 8 Consultation with legal counsel employed or retained by NSU regarding specific legal matters requiring the provision of legal advice by such counsel pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the university, and/or consultation with legal counsel and briefings by staff members or consultants; and

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

The President

University Counsel

Auditor

BOARD OF VISITORS

Audit, Risk, and Compliance Committee Meeting

February 17, 2023

Page 5

Vice President for Finance and Administration

Any BOV member be permitted to attend virtually or by phone to listen in the closed meeting

6. Open Meeting

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. The motion was unanimously approved with a 6-0 roll call vote.

7. Adjournment

There being no further business, Devon Henry, Rector, adjourned the meeting at 10:41 a.m.

Respectfully submitted,

Inda Walker, Board Liaison

Bishop Kim W. Brown, Chair
Audit, Risk and Compliance Committee

NSU BOV AUDIT, RISK, AND COMPLIANCE COMMITTEE
ROLL CALL VOTE FEBRUARY 17, 2023

	Bishop Brown	Ms. Abbott	Mr. Bland	Dr. Chase	Mr. Hall	Mr. Parks	Devon Henry	Totals
Quorum	Absent	Virtual	Present	Present	Present	Virtual	Present	4-0
Approve Virtual Attendees	NA	--	Yes	Yes	Yes	--	Yes	4-0
Approval of November 16, 2022 Minutes	NA	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Closed Meeting	NA	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Open Meeting Certification	NA	Yes	Yes	Yes	Yes	Yes	Yes	6-0