

BOARD OF VISITORS
AUDIT, RISK AND COMPLIANCE COMMITTEE MEETING MINUTES
August 31, 2022

1. Call to Order/Establish Quorum

Mr. Delbert Parks, BOV Member, called the Audit, Risk, and Compliance Committee meeting to order at approximately 12:11 p.m. A quorum was established with a 4-0 roll call.

Committee Members

Bishop Kim W. Brown, Chair (Virtual)
Heidi W. Abbott
Gilbert Bland
Dr. Katrina Chase
Conrad Hall
Delbert Parks

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
Ms. Inda Walker, Clerk to the University President and Liaison to the Board of Visitors
Mr. Christopher Gregory, Office of Information Technology
Dr. Gerald Ellsworth Hunter, Vice President/Chief Financial Officer, Finance and Administration
Mr. Anton Kashiri, Facilities Management
Mrs. Patricia A. Perkins-Smith, Director, Environmental Health, Safety and Risk Management
Chief Brian Covington, Chief of Police

Counsel Present

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

2. Recommend Approval of Electronic Participation

The Committee unanimously approved the electronic participation for Bishop Kim Brown with a 4-0 roll call vote. Motion was made by Conrad Hall and seconded by Heidi Abbott.

Bishop Brown welcomed the new members and gave a brief background about the Audit, Risk and Compliance Committee, stating that Dr. Hess is our first Chief Compliance Officer at NSU. He emphasized that both Dr. Hess and Mrs. Burgess are doing a great job.

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3. Approval of the Minutes

Heidi Abbott motioned, Delbert Parks seconded, and the Committee unanimously approved the Audit, Risk and Compliance Committee minutes for April 13, 2022.

4. Discussion Items

Dr. Hess introduced herself as the first Chief Compliance Officer for NSU, transitioning NSU from a decentralized compliance model to a centralized university-wide compliance program. .

- NSU's Compliance Ecosystem was shared in a visual, demonstrating which aspects of an effective compliance program have been developed and integrated into NSU's management; a focus on University Compliance's long-term strategy for compliance integration was discussed.
- The Compliance Assessment Plan for academic year 2022-2023 was presented and includes Environmental, Health & Safety; Privacy and Data Security (Cyber Security); and Researcher Compensation and Conduct.
- Dr. Hess thanked Dr. Hunter, Mr. Kashiri, and Mrs. Perkins-Smith, for their attendance stating that their collaboration is instrumental in the success of the Environmental, Health and Safety compliance assessment. Additionally, Dr. Hunter, Mr. Kashiri, and Mrs. Perkins-Smith, were present in case there were questions.
- Compliance assessments comprise a review of management controls. Controls involve Oversight and Accountability, Regulatory Reporting, Compliance Management Capability, and other area specific Key Concerns. Examples of Compliance Management controls reviewed include documentation, outreach and training, management systems, proficiency with the requirements and known compliance related gaps. Other examples of controls reviewed during compliance assessments were discussed.
- Outcomes of compliance assessments include an understanding of our standing with relation to compliance for a specific title, the overall compliance status of area/departments, title compliance-related risks, overall department compliance-related risks, NSU compliance eco-system status and gap closure plans. The data collected during compliance assessments will assist in informing NSU's long term strategies by providing evidence for risk-based decisions.
- With Environmental, Health and Safety, University Compliance assessed our performance in meeting our obligations for forty-nine (49) compliance titles. Of these

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forty-nine (49) titles, NSU has gaps in meeting our compliance obligations for eighteen (18). Of these eighteen (18), three (3) titles gaps were purely operations.

- Working closely with Environmental, Health and Safety, a Gap Closure Plan was developed which details current condition, target condition, action plans, responsible individual, and a due date. Additionally, recommended improvements and best practices were included. The final due date for gap closure is February 2023.
- In addition to a Gap Closure Plan a university-wide Environmental, Health and Safety and Risk Management (EHSRM) training plan has been developed which includes a regulatory citation with a hotlink to the compliance-related training requirement and a training requirement summary.
- The Privacy and Data Security (Cyber Security) compliance assessment began in July 2022 and is currently on-going.

Bishop Brown reminded everyone that the Compliance Program is less than two (2) years old and the recently established University Compliance Office has fostered a level of interdepartmental communications across the campus.

5. **Closed Meeting.** Motion was read by Heidi Abbott and seconded by Delbert Parks, and unanimously approved with a 5-0 roll call vote.

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

Chief Audit Executive

Vice President/Chief Financial Officer for Finance and Administration

Associate Vice President Facilities Management

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Chief Covington was invited to the Closed Session. A motion was made to approve his attendance by Heidi Abbott and seconded by Dr. Katrina Chase. The motion was unanimously approved with a 5-0 roll call vote.

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 5-0 roll call vote.

7. Adjournment

There being no further business, Chairman Bishop Brown adjourned the meeting at 1:38 p.m.

Respectfully submitted,

Inda Walker, Board Liaison

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

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**NSU BOV AUDIT, RISK, AND COMPLIANCE COMMITTEE
ROLL CALL VOTE AUGUST 31, 2021**

Item	Bishop Brown	Mrs. Abbott	Mr. Bland	Dr. Chase	Mr. Hall	Mr. Parks	Totals
Quorum	Virtual	Present	Present	Present	Present	Present	5-0
Approve virtual participation of Bishop Kim Brown	--	Yes	Yes	Yes	Yes	Yes	5-0
Approve April 13, 2022 Meeting Minutes	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Approve motion to go into Closed Session	Yes	Yes	Yes	Yes	Yes	Yes	6-0
Approve motion to go into Open Session	Yes	Yes	Yes	Yes	Yes	Yes	6-0