



**Compliance, Audit, Risk Management and Legal Affairs Committee
September 24, 2019**

MINUTES

MEMBERS PRESENT: Mona Edwards (Chair), Brad Hayes, Betsy Oakley, Dean Priddy

MEMBER NOT PRESENT: Linda Sloan

OTHERS PRESENT: Chancellor Franklin Gilliam; Jerry Blakemore, General Counsel, Liaison; Dr. Julia Jackson-Newsom, Associate Vice Chancellor for Strategy and Policy, Liaison; Greg Hodges, Associate Vice Chancellor for Business Affairs, Liaison; Don Skeen, Internal Auditor, Liaison; Waiyi Tse, Chief of Staff; Kelly Harris, Associate Chief of Staff and Assistant Secretary to the Board of Trustees and other members of the administration and staff.

PROCEEDINGS:

Chair Edwards called the meeting to order at 9:45 a.m. She welcomed new Board of Trustees member Linda Sloan, noting that Sloan was unable to be present due to a commitment that pre-dated her appointment to the Board.

Chair Edwards reminded the Committee members of their duty under the State Government Ethics Act to avoid conflicts of interest and advised that any conflict of interest or appearance thereof with respect to any matter before the Board or the Committee needed to be raised at that time. None were identified.

Quorum was confirmed through roll call.

The Minutes of April 9, 2019 meeting were approved with no additions or corrections.

Discussion Items:

CARL-1 Proposed 2019-2020 CARL Committee Work Plan

The Committee was provided with the Proposed Compliance, Audit, Risk Management and Legal Affairs Committee Work Plan for 2019-2020. The highlights of the plan included updates of the University's activities related to:

- 1) The First Amendment and the relatively new North Carolina Freedom of Expression law and political rights and responsibilities of faculty and staff,
- 2) An NCAA compliance review and update,
- 3) An information technology report which will focus on threats to the University and how they are being managed, and
- 4) How the Committee continues to meet its oversight audit and related responsibilities.

The Work Plan also included provisions for keeping the Committee updated on changes in law or regulations which impact the scope and charge of the Committee. It was noted that the proposed Plan is intended to establish priorities and plans for the academic year, not to prohibit action on other items that the Chancellor or Committee members would like to be considered.

A summary of the 2018-2019 Work Plan was included in the cover memo. The Committee completed 90% of its Plan for last year.

CARL-2 Audit Review

A number of items were presented by the Director of Internal Audits, Don Skeen. These items included:

- 1) Internal and external audits performed to date. No exceptions were noted for the internal audits; there was only one minor finding during the external audit related to the purchases made outside State Contract.
- 2) The audit plan summaries for fiscal years 2019 and 2020; and
- 3) Information items consisting of the communications presented to the Board of Governors.

CARL-3 Institutional Risk Management Update

Mark McKinney, Director of Risk Management, presented his update on the five key risks as shared with the Committee in November 2018. There was significant discussion about these efforts, particularly as they related to minors on campus and the creation of a full time position for a Youth Programs Protection Coordinator. This position was approved by the Chancellor and Provost in August 2019 and will report through the Vice Chancellor for Student Affairs. Several questions were raised about how we currently manage summer camps and activities involving minors to ensure protections for those groups. The individuals running the activities and camps are currently responsible and standards are in development. Several interim actions led by the University Compliance Director are:

- 1) Creation of a UNCG Guide for Operating Youth Programs – procedures and guidelines

2) Building infrastructure for newly created position – registration forms, checklists, waivers, background check acknowledgement, conduct standards, emergency planning

The next step is to fill the Youth Programs Protection Coordinator position and operationalize the Youth Protection Program.

Other status updates and improvements noted and discussed:

- 1) Data security/cyber threats
- 2) Emergency Management
- 3) Pedestrian Safety
- 4) Financial Resources Security and Stability

The UNC System has requested submission of each institution's top five risks by 12/31/19 to continue the dialogue started in 2018 giving CARMC a clearer picture of risk priorities across the System.

In the interest of time, the Committee agreed to postpone the Annual Compliance Update until the next meeting.

Action Item

CARL-5 Adoption of the 2019-2020 Carl Committee Work Plan

Chair Edwards asked for a motion to adopt the 2019-2020 CARL Committee Work Plan. A motion was made and seconded to approve the plan as presented.

With no further business to come before the Committee, the meeting was adjourned at 10:50 AM.

Respectfully submitted,



Kelly Harris
Associate Chief of Staff