

MEMORANDUM

TO: Board of Visitors Audit, Compliance and Human Resources Committee
Armistead D. Williams, Jr., Chair
Maurice D. Slaughter, Vice Chair
R. Bruce Bradley (*ex-officio*)
P. Murry Pitts (*ex-officio*)
Robert A. Broermann
Peter G. Decker, III
Larry R. Hill
Brian K. Holland
Toykea S. Jones
Wie Yusuf (Faculty Representative)

FROM: Amanda Skaggs, Chief Audit Executive
September Sanderlin, VP for Human Resources Diversity, Equity and Inclusion

DATE: December 2, 2022

SUBJECT: Meeting of the Committee, December 8, 2022

The Board of Visitors Audit, Compliance and Human Resources Committee will meet on Thursday, December 8, 2022 at 11:00 a.m. in the Board

- C. Report from the Vice President for Administration and Finance – Chad A. Reed
 - a. Red Flag Rule
- D. Closed Session – Convene in closed session to discuss the performance of specific departments where such evaluation will necessarily involve discussion of the performance of specific individuals as permitted by the Code of Virginia Section 2.2-3711(A)(1).
- E. Reconvene in Open Session and FOIA Certification
- F. Report from the Vice President for Human Resources Diversity, Equity, and Inclusion – September Sanderlin
 - 1. Committee Charter – The committee will vote on the Charter Revisions
 - 2. Staff Climate Survey
 - 3. Exit Interviews
 - 4. Succession Planning (FY24 Executive Level Positions)
- G. Adjourn



Activity and Status of Audit Issues as of September 2022

University Audit Department
December 1, 2022

Activity and Status of Audit Issues Since September 2022

Activity and Status of Audit Issues Since September 2022



Activity and Status of Audit Issues Since September 2022

Executive Area	Audit Title	Audit Observation	Category	Report Date	Original Due Date	Status
		Research Center Evaluations	Compliance and Control	11/30/20	12/31/20 to 1/31/23	In Progress
		Budget Management	Control	3/17/21	10/30/20	Planned

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Academic Affairs Academic Affairs

Activity and Status of Audit Issues Since September 2022

Executive Area	Audit Title	Audit Observation	Category	Report Date	Original Due Date	Status
Administration and Finance	Police Department Fiscal Activities FY21	Hours Worked and Leave Reporting and WTE Approvals	Compliance	11/23/21	11/23/21	Complete
Administration and Finance	Police Department Operations	General Training	Compliance	3/15/22	6/01/22	In Progress
		Weapons Training	Compliance	3/15/22	7/01/22	Complete
		Records Management	Compliance	3/15/22	12/31/22	Complete
		Lack of Budget Reconciliations	Financial Cont			
Academic Affairs	Office of Visa and Immigration Service Advising					

OLD DOMINION UNIVERSITY AUDIT , COMPLIANCE , AND HUMAN RESOURCES COMMITTEE CHARTER

PURPOSE AND AUTHORITY

To assist the Board of Visitors in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, the internal and external audit processes, and the University's process for monitoring compliance with laws and regulations and the codes of ethics and matters of compliance related to the University's human capital infrastructure. In doing, it is the responsibilities of the Committee to maintain free and open communication among the Committee,

RESPONSIBILITIES

The Committee's general responsibilities are defined in Section 4.02 (d) of the Board Bylaws: "The Committee is responsible for (1) oversight of financial reporting and financial statement matters and any critical accounting and reporting issues; (2) reviewing annually the audited financial statements with the external auditors, determining that administration has been open and has acted in good faith in connection with the audit; (3) oversight of the internal audit function, including receiving reports and approval of the annual audit plan; (4) reviewing matters of compliance related to the university's human capital infrastructure; and (5) oversight of the University's compliance function."

More specifically, the below are some of the duties of the Committee:

Financial Statements

- x Receive entrance and exit communications with the external auditors regarding their annual audit of the University and any other communications, as necessary.
- x Review with management and the external auditors the results of the audit, including any difficulties encountered.

Internal Control

- x Consider the effectiveness of the University's internal control system, including information technology security and control.
- x Understand the scope of internal and external auditors' review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.
- x Determine whether internal control recommendations made by internal and external auditors have been implemented by management.

Internal Audit

- x Review with management and the Chief Audit Executive the charter, plans, activities, staffing, and organizational structure of the internal audit function.
- x Approval annual internal audit plans.
- x Periodically review and update the internal audit function's charter.
- x Ensure there are no unjustified restrictions or limitations, and review and concur in the appointment, replacement, or dismissal of the Chief Audit Executive.
- x Review the effectiveness of the internal audit function, including compliance with The Institute of Internal Auditors' International Standards for the Professional Practice of Internal Auditing. This includes receiving the results of periodic peer reviews conducted on the internal audit function.
- x Review the results of significant audit activities, audit reports, and management responses, and ensure the Committee is informed about fraud, illegal acts, deficiencies in internal control and other audit-related matters.

- x Monitoring the adequacy and timeliness of corrective actions taken in response to audit activities.
- x On an as needed basis, meet separately with the Chief Audit Executive to discuss any matters that the Committee or internal audit believes should be discussed privately.

External Audit

- x Review with management and the external auditors all matters required to be communicated to the committee under generally accepted auditing standards.
- x Review the external auditors' proposed audit scope and approach, including coordination of audit effort with internal audit.
- x Monitor audits performed by the external auditors.
- x On an as needed basis, meet separately with the external auditors to discuss any matters that the Committee or auditors believe should be discussed privately.

Compliance

- x Review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any instances of noncompliance.
- x Review the findings of any examinations by regulatory agencies and any other auditor observations.
- x Review the process for communicating the code of ethics to university personnel and for monitoring compliance therewith.
- x Obtain regular updates from management, internal audit, the compliance officer, and University legal counsel regarding compliance matters.

Human Resources

- x Receive updates on new and revised policies having campuswide implications.
- x Review annual succession planning goals in accordance with Code of Virginia § 1209.
- x Periodically receive employee census data reports.
- x Receive annual updates on mandatory Commonwealth of Virginia reporting requirements including telework, classified employee turnover, and the employment opportunities plan for hiring people with disabilities.

Reporting Responsibilities

- x Regularly report to the Board of Visitors about committee activities, issues, and related recommendations.
- x Provide an open avenue of communication between internal audit, the external auditors, and the Board of Visitors.

Other Responsibilities

- x Perform other activities related to this charter as required by the Board of Visitors.
- x Review and assess the adequacy of the committee charter annually, requesting approval for proposed changes, and ensure appropriate disclosure as may be required by law or regulation.
- x Confirm annually that all responsibilities outlined in this charter have been carried out.
- x Chair shall evaluate the Committee's performance and individual member participation on a regular basis.