

OLD DOMINION UNIVERSITY
BOARD OF VISITORS
Audit, Compliance and Human Resources Committee
December 8, 2022

MINUTES

The Audit, Compliance and Human Resources Committee of the Board of Visitors of Old Dominion University met at 11:00 a.m. in the Board Room of the Kate and John Broderick Dining Commons. Present from the committee were:

Armistead D. Williams, Jr., Chair
Maurice D. Slaughter, Vice Chair
R. Bruce Bradley (*ex-officio*)
P. Murry Pitts (*ex-officio*)
Robert A. Broermann
Larry R. Hill
Brian K. Holland
Toykea S. Jones
Wie Yusuf (*Faculty Representative*)

Absent from the Committee: Peter Decker, III

Also present from the Board: E.G. (Rudy) Middleton

Also present were:

Austin Agho	Nina Rodriguez Gonser
Bruce Aird	September Sanderlin
Alonzo Brandon	Ashley Schumaker
Kim Early	Garrett Shelton
Brian O. Hemphill	Amanda Skaggs
Jaime Hunt	Don Stansberry
Todd Johnson	Rusty Waterfield
Casey Kohler	Rob Wells
Maggie Libby	Al Wilson
Donna Meeks	
Chad Reed	

Chairman Armistead D. Williams, Jr., called the meeting to order at 11:00 am.

- A. **Approval of Minutes** - P. Murry Pitts moved to approve the minutes of the September 15, 2022, meeting. Robert A. Broermann seconded the motion. The minutes were unanimously approved by all members present and voting. (*Bradley, Broermann, Hill, Holland, Pitts, Slaughter, Williams*)

B. Report from the Chief Audit Executive

1. Ms. Amanda Skaggs presented the completed audit reports to include the University Libraries and the activity and status of open audit issues since September 2022.
 - a. University Libraries – Ms. Skaggs shared the University has three libraries that make up the University Libraries to include an art library and a composer’s library. It was noted that the libraries serve ODU students, employees, and the surrounding community. They provide print materials and eBooks, research and instructional support, equipment loans, and community spaces for collaboration. The purpose of the audit was to determine if adequate insurance controls and operating procedures existed, compliance requirements were met, and to review their processes to determine efficiency and effectiveness. The overall risk rating was moderate, which does not include controls in place, and is reflective of how risky the University Libraries are. She noted the system of internal controls in effect over the University Libraries was adequate. The audit did identify four reportable conditions where improvement is needed related to records management, budget management, discretionary account utilization, and overdue and lost materials. Areas of strength include contract administration, maintenance of physical materials, time reporting, performance evaluations, and availability and suitability of materials. Ms. Skaggs noted the department did not have a process in place for records management, which is required by the VA Public Records Act and University Policy. It was recommended that the University Libraries establish a process for creating and maintaining inventory that includes all record types along with a department records manual and that they collaborate with the Records Management Office for proper records management. The audit also looked at budget management. The University Libraries has eighteen accounts this current fiscal year, with a total budgeted amount of \$10.3 million dollars. The department was informally reconciling their commonwealth fund accounts, but the reconciliation activities did not meet the requirements of University Policy. It was recommended that the University Libraries establish a monthly reconciliation process that conforms to University Policy requirements. Ms. Skaggs shared overdue and lost material holds were not being consistently applied and amounts owed were not being sent to collections. The recommendation was to take the necessary steps to ensure that compliance with written policies regarding sending accounts to collections and applying Banner holds is consistently achieved. Ms. Skaggs also suggested the University Libraries consider cross-training employees to ensure consistency for the controls being set. The final area of concern was discretionary accounts, which are funds provided by the Foundation to University Libraries for discretionary purposes. The funds were not being utilized as expected, and the recommendation was to enhance strategic planning to include decisions on how much spending should be maintained annually based on expected spending and future plans.
 - b. Activity and Status of Open Audit Issues Since September 2022 – Ms. Skaggs shared 25 of 54 open action items are now completed. She thanked VP Reed and the Administration and Finance team for their leadership and charge, which

allowed for eighteen items to be closed. She also thanked Chief Shelton and the Police Department team for completing fifteen of the twenty-five items.

2. Discussion of Open Audit Projects – Ms. Skaggs discussed the Open Audit Projects with the Committee that included:
 - a. Police Department Fiscal Activities FY 2022
 - b. Desktop Management
 - c. College of Sciences
 - d. Athletic Business Office
 - e. Housing and Residence Life
 - f. Office of the President FY22 Expenditures
 - g. Enterprise Data Storage and Recovery
 - h. Special Projects and Other Activities

C. Report from the Vice President for Administration and Finance

Vice President Chad A. Reed reported on the Red Flag Rule, which relates to federal regulations regarding identity theft. It is University policy that requires the Vice President for Administration and Finance to affirm annually to the Board that the University has met all the requirements and that University personnel have completed all training as required by this Rule. Vice President Reed did confirm this for 2022.

- D. Closed Session** – Mr. Pitts moved that this meeting be recessed in Closed Session to evaluate the performance of specific departments of the University where that evaluation necessarily involves discussion of the performance of specific individuals as permitted by the Code of Virginia Section 2.2-3711 (A) (1). Mr. Broermann seconded the motion, and it was unanimously approved by all members present and voting. (*Bradley, Broermann, Hill, Holland, Jones, Pitts, Slaughter, Williams*)

In addition to the Board members in attendance, the following individuals were in attendance during the closed session: President Hemphill, Vice President Reed, Ms. Skaggs, Ms. Schumaker, and Mr. Wilson.

- E. Reconvene in Open Session and FOIA Certification** - The Committee reconvened in Open Session. The Chair read the FOIA Certification statement: “Any person who believes that the Committee discussed items, which were not specifically exempted by law or not included in the motion, must now state where they believe there was a departure from the law or a departure in the discussion of matters other than stated in the motion convening the closed session. I shall now take a vote of the Committee. All those who agree that only lawfully exempted matters and specifically only the business matter stated in the motion convening the closed session were discussed in Closed Session. When the roll call vote is taken, all those who agree say “aye;” all those who disagree say, “nay.”” The motion was unanimously approved by roll call vote of all members present and voting. (*There were eight “aye” votes, no “nay” votes were given.*)

F. Report from the Vice President for Human Resources Diversity, Equity, and Inclusion

1. Committee Charter – Vice President Sanderlin briefed the Committee on the revised Committee Charter and allowed members of the Committee to ask questions regarding the updates.

Mr. Broermann made the motion to approve the changes for recommendation to the Governance Committee for approval. Mr. Pitts seconded the motion. The revisions were unanimously approved by all members present and voting. (*Bradley, Broermann, Hill, Holland, Jones, Pitts, Slaughter, Williams*)

2. Staff Climate Survey – Vice President Sanderlin provided results of the Staff Climate Survey, which was completed in April 2022. Respondents included AP faculty, classified, and wage employees and had a 32% response rate. She presented data on demographics of respondents, including gender, race/ethnicity, and response density. Ms. Sanderlin provided statistics on questions asked of the respondents and provided areas of opportunity that arose from survey responses.
3. Exit Interviews – Vice President Sanderlin shared information on the ODU Exit Interview Strategy. Previously, exit interviews were conducted externally with responses being over or underwhelming. The strategy moving forward will be to encourage participation from employees as soon as the resignation notice is received. When employees separate, the state sends them an email, which usually goes to a personal email address. To combat the likelihood of respondents not receiving the email, employees will receive follow-up from human resources. Ms. Sanderlin proposed that this process be implemented for six months, and if response rates do not improve, human resources will do their own surveys. Additionally, if response rates do not improve, she suggested in place of doing their own exit surveys, they would conduct an off-boarding interview.
4. Succession Planning (FY24 Executive Level Positions) – Ms. Sanderlin concluded her report by sharing updates on succession planning. The next round of succession planning will include executive level positions and cover years 2023 and 2024. She shared DHRM has a template that all agencies use, and this year “executive team” was added as a data set. Additionally, a combination of factors was considered in determining executive level positions. From the HR refresh, sixty positions were identified that met the criteria, with 11% being eligible to retire in one year and 24% are eligible within five years. Steps being taken to address executive level positions include reevaluating factors determining the positions, reassessing current executive team positions, formulating retention strategies, and identifying internal or external sources to develop bench strengths within the internal talent pool.

G. Adjournment - There being no further business, the meeting adjourned at 12:19 pm.