

OLD DOMINION UNIVERSITY

BOARD OF VISITORS

Audit, Compliance, Human Resources, and Governance Committee

December 11, 2025

MINUTES

The Audit, Compliance, Human Resources, and Governance Committee of the Board of Visitors of Old Dominion University met on Thursday, December 11, 2025 from 12:30 p.m. to 1:30 p.m. in the Board Room of the Kate and John Broderick Dining Commons. Present from the Committee were:

D.R. (Rick) Wyatt, Chair
Kedar S. Lavingia, Vice Chair
P. Murry Pitts (*ex-officio*)
Andrew Hodge (*ex-officio*)
E.G. (Rudy) Middleton, III
Floencia Segura
Claire Wulf Winiarek
Wie Yusuf (*Faculty Representative*)

Absent from the Committee:

Elza Mitchum

Also present from the Board:

Gregg Eure, MD
William Giandoni
Brian Holland
Leslie Henderson Murphy
Darcy Judd (*Student Representative*)

Also present were:

President Brian O. Hemphill

Ashleigh Boothe

Alfred Abuhamad

Alonzo Brandon

John Adams

Kirk Dewyea

Austin Agho

Randall Ellis

Sylvia Ameen

Ken Fridley

Annie Gibson	Chad Reed
Annamarie Ginder	Nina Rodriguez Gonser
Stephanie Jennelle	September Sanderlin
LaToya Jordan	Ashley Schumaker
Mary Jo Karlis	Wood Selig
Amber Kennedy	Fred Tugas
Brandi LaBanc	Rob Wells
Tom Odom	JaRenae Whitehead-Cooper
Kimberly Osborne	Allen Wilson
Brian Payne	Kimberly Wilson

- I. Call to Order – Committee Chair D.R. (Rick) Wyatt called the meeting to order at 12:30 p.m.
- II. Approval of Minutes – Upon a motion made by Andrew Hodge and seconded by Vice Chair Kedar Lavingia, the minutes of the Audit, Compliance, Human Resources, and Governance Committee meeting held on October 9, 2025, as presented were approved by all members present and voting.
- III. Report from the Senior Associate Vice President for Audit and Compliance (SAVP) – SAVP LaToya Jordan presented the status of the 2026 audit work plan, sharing results of recently completed engagements and open audit action items, and provided an administrative update.
 - A. Audit Plan Update – Completed Engagements –
 - a. *Audit of the Graduate School* – This audit focused on assessing the design and effectiveness of internal controls, which were found to be partially effective. Opportunities for improvement included: enhancing GPA monitoring and academic standing practices, strengthening the budget reconciliation process, and developing standard operating procedures for key business processes.
 - b. *Police Department’s Fiscal Year 2025 Fiscal Activities* – This annual audit focused on assessing the design and effectiveness of internal controls and supports the Police Department’s compliance with CALEA. Controls were found to be effective, with no reportable conditions.

- c. *Office of the President's Fiscal Year 2025 Expenditures* - This annual audit focused on assessing the design and effectiveness of internal controls, which were found to be effective with no reportable conditions.
- B. Audit Plan Update – Ongoing Engagements – SAVP Jordan briefed the committee on active engagements, including: Amazon Web Services (AWS) Cloud Computing, Endowment Spending, Dining Services Contract Administration, Environmental Health and Safety, Financial Reconciliations, Conflicts of Interest, and Indigent Care. The results of these engagements will be presented to the committee in the Spring. In response to a committee member's question regarding the duration of a typical engagement, SAVP Jordan clarified that most audits range between 200–250 hours, though the timeline may vary depending on the complexity and scope of the review.
- C. Audit Plan Update – Audit Corrective Action – SAVP Jordan reported progress on audit corrective action items, with several completed or in progress since October. Jordan shared that efforts are being made to increase transparency on remediation progress.
- D. Audit Department Update – SAVP Jordan briefed the committee on the results of the Audit department's Quality Assurance and Improvement Plan internal assessment. The department achieved full compliance with the majority of principles outlined in the revised Global Internal Audit Framework. The Fiscal Year 2025 assessment identified three opportunities for improvement: refining the protocol for communicating the department's operational structure and processes, updating the Audit Department's strategic plan, and enhancing Audit's root cause analysis process.

SAVP Jordan also briefed the committee on the audit department's fiscal year 2026 annual budget, noting personnel expenses make up 97% of the total budget and referencing vacancies in the audit director and one audit manager positions.

- E. Compliance Program Update – SAVP Jordan ended her presentation by giving an update on the University's compliance program, specifically the reach and engagement of the recently launched University Compliance Network and plans for expansion moving forward.

IV. Report from the Vice President for Finance – Chad A. Reed

- A. Reported to the committee by Vice President for Finance, Chad Reed, the Red Flag Rule relates to the federal regulations regarding identity theft. It is the University policy for the VP of Finance to affirm the Board annually that the University has met all requirements and that the University personnel have completed all training as required by the Red Flag Rule. Vice President Reed confirmed this has been completed.

- V. Report from the Vice President for Talent Management and Culture – September Sanderlin
- A. Policy Update – VP Sanderlin informed the committee, as of December 1, 2025, the new DHRM Overtime Policy 3.20 has been implemented, replacing policy 3.15. This policy mitigates rise in overtime costs for state agencies, addresses inconsistent practices and strengthens FLSA compliance. Updates include modifications to compensatory leave provisions and the establishment of a new cap limiting overtime leave carryover to a maximum of 80 hours per fiscal year.
 - B. Point of Pride – VP Sanderlin reported to the committee that Old Dominion University has been recognized as a Healthiest Employer in Virginia for the past three consecutive years. She noted that for the 2025 award cycle, ODU received sixth place in the expanded D.C., Virginia, and Maryland (DMV) regional rankings. This broader competitive field highlighted ODU as the only higher education institution recognized in the entire DMV region for wellness practices.
VP Sanderlin further shared that the University was honored for several key programs, including the Tuition Assistance Program, the Dependent Scholarship Program, Employee Assistance Programs, and financial wellness services that collectively support employee well-being.
 - C. Administrative and Professional Faculty & Clinical Appointments – VP Sanderlin reported that nineteen Administrative and Professional Faculty and Clinical appointments were provided for the committee’s review in the OnBoard materials. The appointments reflected hire dates between September 10, 2025, and November 10, 2025. Upon a motion by P. Murray Pitts, seconded by Mr. Hodge, the committee approved the appointments by unanimous vote of the members present.
- VI. Report from the Executive Vice President for Administration and Chief Operating Officer – Ashley Schumaker. No reports or actions were shared with the committee.
- VII. Adjournment – There being no further business, the meeting adjourned at 12:53 p.m.