

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:

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

Absent from the Committee:

Elza Mitchum

Also present from the Board:

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

Also present were:

President Brian O. Hemphill
Alfred Abuhamad
John Adams
Austin Agho
Sylvia Ameen
Ashleigh Boothe
Alonzo Brandon
Kirk Dewyea

Amber Kennedy
Brandi LaBanc
Tom Odom
Kimberly Osborne
Brian Payne
Chad Reed
Nina Rodriguez Gonser
September Sanderlin

Randall Ellis
Ken Fridley
Annie Gibson
Annamarie Ginder
Stephanie Jennelle
LaToya Jordan
Mary Jo Karlis

Ashley Schumaker
Wood Selig
Fred Tugas
Rob Wells
JaRenae Whitehead-Cooper
Allen Wilson
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 Vice Rector 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:
Senior Associate Vice President 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:
Senior Associate Vice President 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, Senior Associate Vice President 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:

Senior Associate Vice President Jordan reported progress on audit corrective action items, with several completed or in progress since October. She shared that efforts are being made to increase transparency on remediation progress.

D. Audit Department Update:

Senior Associate Vice President 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.

Senior Associate Vice President 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 of the audit manager positions.

E. Compliance Program Update:

Senior Associate Vice President 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 and Chief Financial Officer:

A. Vice President Chad A. Reed reported to the Committee on the Red Flag Rule as it relates to the federal regulations regarding identity theft. It is the University policy for the Vice President for Finance to affirm to the Board annually that the University has met all requirements and that 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:

A. Policy Update: Vice President September Sanderlin informed the Committee that as of December 1, 2025 the new Department of Human Resources Management (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 Fair Labor Standards Act (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: Vice President Sanderlin reported to the Committee that Old Dominion University has been recognized as a Healthiest Employer in Virginia for the past three years. She noted that for the 2025 award cycle, Old Dominion University received sixth place in the expanded D.C., Virginia, and Maryland (DMV) regional rankings. This

broader competitive field highlighted Old Dominion University as the only higher education institution recognized in the entire DMV region for wellness practices.

Vice President 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 and Clinical Appointments: Vice President 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 Rector Pitts, seconded by Vice Rector 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:

Executive Vice President Ashley Schumaker did not have any reports or actions to share with the Committee.

- VII. Adjournment – There being no further business, the meeting adjourned at 12:53 p.m.