

COMMITTEE ON AUDIT AND COMPLIANCE
April 18, 2013
8:00 – 9:30 a.m.
Board Conference Room - Blow Memorial Hall

John C. Thomas, Chair
Michael Tang, Vice Chair

- I. Introductory Remarks - Mr. Thomas
- II. Approval of Minutes – February 7, 2013
- III. Report from Auditor of Public Accounts
- IV. Closed Session (if necessary)
- V. Open Session - Certification of Closed Session **Resolution**
- VI. Report from Director of Internal Audit - Michael L. Stump
 - A. Report of Internal Audit Activity Since February 7, 2013 - Enclosure E.
- VII. Report from Compliance and Policy Officer – Kiersten L. Boyce
- VIII. Report from the Vice President for Administration – Anna B. Martin
- IX. Discussion
- X. Executive Session
- XI. Adjourn

COMMITTEE ON AUDIT AND COMPLIANCE

MINUTES – FEBRUARY 7, 2013

MINUTES
Committee on Audit and Compliance
February 7, 2013
Board Room - Blow Memorial Hall

Attendees: The Honorable John C. Thomas, Chair; Michael Tang, Vice Chair; Edward L. Flippen; John E. Littel; Leigh A. Pence; and L. Clifford Schroeder, Sr. Board members present: Rector Jeffrey B. Trammell; Vice Rector Charles A. Banks, III; and Robert E. Scott. Others present: President W. Taylor Reveley, III; Kiersten L. Boyce; Courtney M. Carpenter; Michael J. Fox; Michael R. Halleran; Samuel E. Jones; Jennifer B. Latour; Deborah A. Love; Anna B. Martin; Michael L. Stump and other administrative staff.

Chair John C. Thomas called the meeting to order at 9:00 a.m. Recognizing that a quorum was present, Mr. Thomas asked for a motion to approve the minutes of the November 28, 2012, meeting. Motion was made by Mr. Tang, seconded by Ms. Pence and approved by voice vote.

Mr. Thomas moved that the Committee on Audit and Compliance of the Board of Visitors of the College of William and Mary convene in Closed Session for the purpose of discussing personnel matters pertaining to specific personnel, and briefings by legal counsel or staff members pertaining to specific legal matters, as provided for in Section 2.2-3711.A. 1., and 7., of the Code of Virginia. Motion was seconded by Mr. Tang and approved by voice vote. Observers were asked to leave the room and the Committee went into closed session at 9:03 a.m.

The Committee reconvened in open session at 9:46 a.m. Mr. Thomas reviewed the topic discussed in the closed session and moved the adoption of the **Resolution** certifying the closed session was held in accordance with the Freedom of Information Act. Motion was seconded by Mr. Tang and approved by roll call vote conducted by Mr. Thomas (Certification **Resolution** is appended.)

Mr. Thomas asked Mr. Stump for his report. Mr. Stump informed the Committee that his office completed three projects: the VIMS Shellfish Pathology lab, data centers, and President's Discretionary funds. There were 12 projects in process, detailed in Enclosure M.

Mr. Stump reviewed **Resolution 2**, Revision of the Office of Internal Audit Charter. Following brief discussion, Mr. Thomas moved adoption of **Resolution 2**. Motion was seconded by Mr. Flippen and approved by voice vote of the Committee.

Mr. Thomas asked Ms. Boyce for her report. Ms. Boyce reviewed the status of her investigations and compliance efforts, and provided an update on continuing efforts to put in place policies designed to protect minors involved in university activities and to prevent sexual misconduct, announcing that the new sexual harassment policy is completed and online, and that the crime reporting policy is being implemented to enhance Clery Act compliance. She also stated that a policy specifically aimed at activities involving minors is under development.

Ms. Boyce then discussed the proposed **Resolution 3**, Compliance Program Charter, included in the agenda materials. Following brief discussion, Mr. Thomas moves adoption of **Resolution 3**. Motion was seconded by Ms. Pence and approved by voice vote.

There being no further business, the Committee adjourned at 9:51 a.m.

February 7, 2013

CERTIFICATION OF CLOSED SESSION

WHEREAS, the Board of Visitors Committee on Audit and Compliance has convened a closed session on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, §2.2-3712.D. of the Code of Virginia requires a certification by this Committee that such closed session was conducted in conformity with Virginia law;

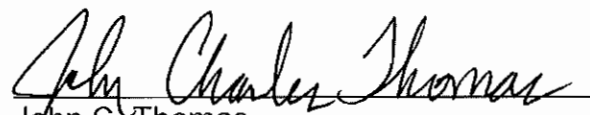
NOW, THEREFORE, BE IT RESOLVED, That the Committee on Audit and Compliance, reconvening in open session, hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed session to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed session were heard, discussed or considered by the Committee on Audit.

VOTE

AYES: 6

NAYS: 0

ABSENT DURING CLOSED SESSION:


John C. Thomas
Chair
Committee on Audit and Compliance

COLLEGE OF WILLIAM AND MARY and RICHARD BLAND COLLEGE
REPORT OF INTERNAL AUDIT ACTIVITY SINCE FEBRUARY 7, 2013

<u>Projects</u>	<u>Completion Date</u>
• Hotline RBC	March 19

<u>Projects in process</u>	<u>Estimated Completion Date</u>
• Assist Auditor of Public Accounts	Ongoing
• BoV resolution compilation and analysis	April 2013
• Centralized billing and VA benefits – management request	Ongoing
• EVMS financial evaluation	Ongoing
• Highland – Judge Thomas' request	April 2013
• PBK Hall, Theatre & Speech – management request	June 2013
• President's Business Innovation Comm – President's request	Ongoing
• Risk Management Steering Committee – management request	Ongoing
• School of Education	April 2013
• Small Purchase Charge Card Program	Ongoing
• Vendor create/modify controls – management request	April 2013
• VIMS/SMS Vessel Operations – management request	Sept 2013