

**Audit and Compliance Committee
May 16, 2024
Zoom Webinar
DRAFT Minutes**

Table of Contents

| | |
|--|---|
| Committee Meeting..... | 2 |
| I. Call to Order..... | 2 |
| II. Roll Call..... | 2 |
| III. Greeting | 2 |
| IV. Public Comment..... | 3 |
| V. Approval of Minutes..... | 3 |
| VI. New Business..... | 3 |
| A. Action Items..... | 3 |
| 1. AUD-1: Certification of IHMC | 3 |
| 2. AUD-2: UWF Audited Financial Statements | 3 |
| 3. AUD-3: Financial Reporting and Federal Awards Audit Report..... | 3 |
| 4. AUD-4: Audit of Bright Futures & Florida Student Assistance Grant Programs..... | 4 |
| 5. AUD-5: Acceptance of PCard Quarter 3 Audit Report | 4 |
| 6. AUD-6: Intercollegiate Athletics Audited Financial Statements | 4 |
| 7. AUD-7: Internal Audit Work Plan for 2024/25 and 2025/26..... | 5 |
| 8. AUD-8: Revisions to BOT Audit & Compliance Committee Charter | 5 |
| 9. AUD-9: Revised IAMC Charter | 5 |
| 10. AUD-10: Revised OCE Charter..... | 5 |
| B. Information Items | 6 |
| 1. INFO-1: Office of Compliance & Ethics – Update on Activities | 6 |
| 2. INFO-2: Internal Auditing and Management Consulting Update | 6 |
| VII. Announcements | 6 |
| VIII. Adjournment..... | 6 |

Committee Meeting**9:02 a.m.**

The public was provided with information to join this virtual public meeting on the UWF Board of Trustees website.

I. Call to Order

- A. The meeting of the UWF Board of Trustees Audit and Compliance Committee was called to order at 9:02 a.m. by committee Chair Dick Baker.

II. Roll Call

- A. Chair Baker asked Anamarie Mixson to conduct roll call. Trustees Dick Baker, Alonzie Scott, and Paul Hsu were in attendance.

- B. Other Trustees in attendance included:

- 1. Suzanne Lewis, Jill Singer, and Susan James.

- C. Others in attendance included:

- 1. Martha Saunders, President; Jaromy Kuhl, Provost; Gregory Tomso, Vice President of Academic Engagement & Student Affairs; Howard Reddy, Vice President of University Advancement; Dave Scott, Associate Vice President for Athletics; Jamie Sprague, Chief Human Resource Officer; Susan Woolf, General Counsel; Anamarie Mixson, Assistant Vice President for the Office of the President; Abigail Megginson, Director, Government Relations; Cindy Talbert, Chief Audit Executive; Matt Packard, Chief Compliance Officer; Dallas Snider, Vice Provost; Dan Lucas, Associate Vice President for Advancement; Jeffrey Djerlek, Associate Vice President of Finance and Controller; Angela Bryan, SACSCOC Liaison and Director of Institutional Effectiveness; Chris Martin, Assistant Vice President of Facilities Management; Ethan Henley, Director of Undergraduate Admissions; Brittany Sherwood, Director of Strategic and Presidential Communication; Patrice Moorer, Assistant Vice President; Michael Wyatt, Assistant General Counsel; Leasha Barry, Director of the Center for Behavior Analysis; Angela Hahn, Chair of Health Sciences and Administration; Lauren Alidor, Internal Auditor; Rachel Conway, Director of Financial Aid and Scholarships; Dacia Larin, Assistant Vice President; and Allan Pierce, Lead Help Desk Analyst.

III. Greeting

- A. Chair Baker welcomed everyone to the meeting and noted that there were ten action items and two information items on the Audit and Compliance Committee agenda.

IV. Public Comment

- A. Chair Baker opened the floor for public comment. There was none.

V. Approval of Minutes

- A. Chair Baker reminded the committee members that they had been given the opportunity ahead of time to review the minutes of the February 15, 2024, Audit and Compliance Committee Meeting. Chair Baker asked for a motion to approve the minutes as presented if there were no changes or corrections.
 1. Motion by: Trustee Hsu
 2. Seconded by: Trustee Scott
 3. Motion passed unanimously.

VI. New Business

A. Action Items

1. AUD-1: Certification of IHMC
 - a. The first action item was presented by Jeffrey Djerlek, Associate Vice President of Finance and University Controller, on the certification of the Institute for Human and Machine Cognition, Inc.
 - b. Chair Baker asked for a motion to approve the annual certification by the University that IHMC is complying with the requirements of Section 1004.4474(9), Florida Statutes. Certify to the Governor, the President of the Senate, the Speaker of the House of Representatives, and the Board of Governors that IHMC is acting in the best interest of the state.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
2. AUD-2: UWF Audited Financial Statements
 - a. Jeffrey Djerlek presented the second action item on UWF's audited financial statements.
 - b. Chair Baker asked for a motion to accept the UWF Audited Financial Statements for June 30, 2023.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
3. AUD-3: Financial Reporting and Federal Awards Audit Report

- a. Chief Audit Executive, Cindy Talbert, presented the third action item on the financial reporting and federal awards audit report.
 - b. Chair Baker asked for a motion to accept the Auditor General Financial Reporting and Federal Awards Audit Report for Fiscal Year Ended June 30, 2023.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
4. AUD-4: Audit of Bright Futures & Florida Student Assistance Grant Programs
- a. Cindy Talbert presented the fourth action item on the audit of Bright Futures and Florida Student Assistance Grant Programs.
 - b. Chair Baker asked for a motion to accept the Auditor General Audit of Bright Futures Scholarship Program and Florida Student Assistance Grant Programs.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
5. AUD-5: Acceptance of PCard Quarter 3 Audit Report
- a. Cindy Talbert presented the fifth action item on the PCard Quarter 3 Audit Report.
 - b. Chair Baker asked for a motion to accept the PCard Quarter 3 Audit Report.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
6. AUD-6: Intercollegiate Athletics Audited Financial Statements
- a. Cindy Talbert presented the sixth action item on Intercollegiate Athletics' Audited Financial Statements.
 - b. Chair Baker asked for a motion to accept the Intercollegiate Athletics Audited Financial Statements for June 30, 2023.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.

7. AUD-7: Internal Audit Work Plan for 2024/25 and 2025/26
 - a. Cindy Talbert presented the seventh action item on the Internal Audit Work Plan for 2024/25 and 2025/26.
 - b. Chair Baker asked for a motion to approve the Internal Audit Work Plan for 2024/25 and 2025/26.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
8. AUD-8: Revisions to BOT Audit & Compliance Committee Charter
 - a. Cindy Talbert presented the eighth action item on the revisions to BOT Audit & Compliance Committee Charter.
 - b. Chair Baker asked for a motion to approve the revisions to the UWF Board of Trustees Audit and Compliance Committee Charter.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
9. AUD-9: Revised IAMC Charter
 - a. Cindy Talbert presented the ninth action item on the revised Internal Auditing and Management Consulting Charter
 - b. Chair Baker asked for a motion to approve the updated Internal Auditing and Management Consulting department charter.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.
10. AUD-10: Revised OCE Charter
 - a. Chief Compliance Officer, Matt Packard, presented the tenth action item on the revised Office of Compliance and Ethics Charter.
 - b. Chair Baker asked for a motion to approve the updated Office of Compliance and Ethics Charter.
 - i. Motion by: Trustee Hsu
 - ii. Seconded by: Trustee Scott
 - iii. Motion passed unanimously.

B. Information Items

1. INFO-1: Office of Compliance & Ethics – Update on Activities
 - a. Matt Packard presented the first information item which was an update on the activities of the Office of Compliance and Ethics.

2. INFO-2: Internal Auditing and Management Consulting Update
 - a. Cindy Talbert presented the second information item which was an update on Internal Auditing and Management Consulting.

VII. Announcements

- A. Chair Baker identified that all agenda items had been discussed. Chair Baker asked if the committee members had any additional business to discuss. No other business was discussed.

VIII. Adjournment

9:30 a.m.

- A. Chair Baker thanked those in attendance for their participation. With no other business to discuss, Chair Baker adjourned the meeting at 9:30 a.m.