



**COMMITTEE ON AUDIT AND COMPLIANCE**

**Pre-Meeting Minutes**

**Virtual Meeting**

**November 10, 2021**

**University of Florida, Gainesville, FL**

**Time Convened: 2:02 p.m.**

**Time Adjourned: 2:38 p.m.**

**Committee and Board members present:**

Marsha D. Powers (Chair), David C. Bloom, David L. Brandon, Cooper L. Brown, Richard P. Cole, Morteza "Mori" Hosseini, Rahul Patel, and Anita G. Zucker.

**Others present:**

Charlie Lane, Senior Vice President and Chief Operating Officer; Chris Cowen, Senior Vice President and Chief Financial Officer; Amy Hass, Vice President and General Counsel; David Norton, Vice President for Research; Mark Kaplan, Vice President for Government and Community Relations; Terra DuBois, Chief Compliance, Ethics, and Privacy Officer; Dhanesh Raniga, Chief Audit Executive; Joe Cannella, Audit Director; Cassandra Farley, Director of Research Integrity, Security and Compliance; Olga Weider, Assistant Vice President and University Controller; Cassandra Farley, Director of Research, Integrity, Security and Compliance; and other members of the University of Florida community and public.

**1.0 Call to Order and Welcome**

Committee Chair Powers welcomed everyone in attendance and called the meeting to order at 2:02 p.m.

**2.0 Roll Call**

Chief Compliance Officer (CCO) Terra DuBois conducted a roll call of Committee members present and verified a quorum.

**3.0 Review Agenda for December meeting**

The following items were addressed by the Committee:

**3.1 Review Draft Minutes**

- **October 14, 2021 Meeting**

**3.2 Review Discussion Items**

- **Internal Audit Activity**

Chief Audit Executive Dhanesh Raniga gave an overview of the status of the 2021-22 work plan. Two audit reports have been distributed since the October 2021 meeting: College of Public Health and Health Professions and Performance Based Funding and

Preeminence Metrics. In addition, one assurance report was completed. Mr. Raniga provided a high level overview of the results of the two completed internal audits. The following projects are in progress: Minor Construction, the UAA Assurance Map, and an External Review of University Direct Support Organizations. Audits in the planning stages are the Lab Safety Compliance Program, IT Project Management and Major Construction projects which will require involvement of outside subject matter experts.

Audit Director Joe Cannella reported the follow-up status of comments from previously issued internal and other audits. He explained the purpose and objectives for the follow-up processes.

Mr. Raniga gave an update on staff turnover within the Office of Internal Audit (OIA). Job descriptions are being updated and HR will conduct a market assessment so that internal positions can be reviewed, and the hiring process initiated. In the meantime, subject matter experts/resources will be used to address high risk projects and work towards completing the approved work plan. Mr. Raniga will provide status updates, as appropriate, to the Committee.

- **International Engagements Update**

CCO Terra DuBois, and Research Integrity, Security, and Compliance Director, Cassandra Farley, provided an update on the new state legislation, HB7017, that came out in June and discussed what UF is doing to address the requirements. CCO Terra DuBois gave an overview of the state legislation with the four sections applicable to the University of Florida. She further discussed the two sections under her responsibility.

With regard to section 1010.25, Foreign Gifts Reporting, CCO Terra DuBois informed the committee that the university must submit a report of all qualifying foreign gifts and contracts to the Board of Governors (BOG) bi-annually. She pointed out that, at present, there is no BOG requirement that university boards of trustees review or approve the bi-annual reports. Chair Powers stressed that because the new law carries heavy civil penalties in instances of noncompliance, it would be important to have Board review and possibly approval of each report. Board Chair Hosseini indicated that approval by the Audit and Compliance Committee would be sufficient. Chair Powers agreed and added that the Audit and Compliance Committee would share the reports with the full board after their review, as an informational item only. Additionally, Chair Powers noted that the BOG had not yet put a process in place for the university to submit copies of all qualified foreign agreements, as required under section 1010.25 which are due January 31, 2022.

Research Integrity, Security, and Compliance Director, Cassandra Farley, described UF's Foreign Influence and Disclosures Task Force, which is chaired by the Vice President for Research, David Norton. The task force has been meeting on a weekly basis (with sub-groups meeting more often), assessing risk and identifying solutions to minimize the burden to campus and maximize compliance with the new laws. She also went over the sections of the legislation under her responsibility.

Senior Vice President and Chief Operating Officer, Charlie Lane, wanted to confirm that, in terms of the audit requirement in section 1010.25, the BOG is responsible for auditing. CCO Terra DuBois explained that the BOG is responsible for audits, but that the BOG delegated it to the University Office of Internal Audit, at least for the initial audits. Trustee Cole asked whether the screening requirements of section 1010.35 applied to all state university system (SUS) institutions. CCO Terra DuBois confirmed that section 1010.35 applies to all SUS institutions with research program budgets of more than \$10 million.

#### **4.0 New Business**

Chair Powers thanked Trustee Cole for agreeing to serve as Acting Chair, in her absence, at the December AC meeting.

#### **5.0 Adjourn**

There being no further discussion, Committee Chair Powers adjourned the meeting at 2:38p.m.