

**Florida Agricultural and Mechanical University  
Board of Trustees**



**Audit & Compliance Committee Meeting**

**Trustee Craig Reed, Chair**

**Grand Ballroom**

**Wednesday, October 5, 2022 - 10:45 AM**

**Committee Minutes**

**Members Present:** Trustee Belvin Perry, Jr. (Vice-Chair - Absent), Trustee Craig Reed (Chair - Absent), Trustee Ann Marie Cavazos, and Trustee Michael Dubose (Acting Chair)

In Chair Reed's and Vice-Chair Belvin Perry, Jr.'s absence, Trustee Dubose served as acting Chair and called the meeting to order. Ms. Deidre Milton called the roll. A quorum was not established. As a result, all action items for this meeting were included in the full Board's consent agenda and taken up there for action consideration.

Trustee Dubose acknowledged four (4) Action Items:

- Minutes: Consideration of Approval – Wednesday, June 1, 2022;
- University Code of Conduct (University Regulation 1.019) Update;
- Office of Compliance and Ethics Annual Report and Program Plan; and
- Compliance and Ethics Charter.

**The first action item** – Trustee Dubose acknowledged consideration of the Wednesday, June 1, 2022, Audit and Compliance Committee meeting minutes. This item was included in the consent agenda for Full Board approval consideration.

**The second action item** – Trustee Dubose recognized Chief Compliance and Ethics Officer Rica Calhoun to present the updated University Regulation 1.019: University Code of Conduct. The Office of Compliance and Ethics (OCE) completed a routine review of the regulation in order to provide a more detailed outline of expectations for members of the University community. Revisions to the code reflect a language assessment, additional references to new and existing policies, inclusion of language from the new strategic plan, and general language cleanup.

This item was included in the consent agenda for Full Board approval consideration.

**The third action item** – Trustee Dubose recognized Chief Compliance and Ethics Officer Rica Calhoun to present the Office of Compliance and Ethics Annual Report and Program Plan. Chief Compliance and Ethics Officer (CCE) Calhoun discussed the following elements of the Office of Compliance and Ethics for the FY 2021-2022:

- FAMU Fundamentals (university-wide training);
- Post-training survey;
- Compliance and Ethics Assessment;
- Compliance and Ethics Week;
- Investigations;
- Research Risk Assessment;
- Monitoring; and
- Compliance Reviews.

Trustees Dubose and Cliatt expressed concern that the survey data indicated over 25% of respondents did not feel comfortable reporting concerns to their manager. Trustee Dubose asked if it is getting worse year over year percentage-wise and if CCO Calhoun would dig into the matter a little deeper and come back to the Committee with more information.

CCO Calhoun indicated she did not have the numbers with her, however, she would get the information for them. CCO Calhoun indicated she would track this metric and solicit feedback from her team to find out if there's anything we can do better regarding an outreach related to retaliation.

Trustee Cavazos raised an issue that faculty have voiced concerns over retaliation and asked how is a finding of retaliation addressed. How is it reported to senior leadership? CCO Calhoun responded that they would report to senior leadership, the complainant, and the appropriate Vice President.

VP Maleszewski indicated the survey question asked about comfort reporting issues to their manager; however, the University has other avenues for individuals to report concerns, including DoA, and OCE through the hotline and other offices.

Trustee Cavazos asked about a new policy for Title IX because the current one conflicts with the language in the Faculty Handbook. General Counsel Wallace indicated the current Title IX policy was recently updated and may be updated again. General Counsel will submit an updated copy of the policy to the Faculty Senate.

Trustee Dubose asked what the University is doing with the data trends from investigations and complaints received. CCO Calhoun and CRO Deidre Melton indicated that the trends impact training, policies, and the development of preventive and detective controls.

Trustee Harper asked what drives accountability after an investigation finding and who closes the case. CCO Calhoun and VP Maleszewski indicated the case is closed once the management response is received. However, if management's response is inadequate, the issue will escalate as appropriate.

CCO Calhoun discussed the FY 2022-2023 OCE Program Plan. The plan contains the following elements:

- Provide Oversight of Compliance and Ethics and Related Activities;
- Develop Effective Lines of Communication;
- Conduct Effective Training and Education;

- Revise and Develop Policies and Procedures;
- Conduct Internal Monitoring and Compliance Reviews;
- Respond Promptly to Detected Problems and Undertake Corrective Action;
- Enforce and Promote Standards through Appropriate Incentives and Disciplinary Guidelines;
- Measure Compliance Program Effectiveness; and
- New Regulations and Special Projects.

This item was included in the consent agenda for Full Board for approval consideration.

**The fourth action item** – Trustee Dubose recognized Chief Compliance and Ethics Officer Rica Calhoun to present the Compliance and Ethics Charter. CCO Calhoun explained the revisions to the Charter include updated language to reflect current organizational and operational processes. This item was included in the consent agenda for Full Board approval consideration.

Trustee Dubose recognized VP Maleszewski and CCO Calhoun to present the Audit and Compliance Committee Action Plan FY2022-2023. VP Maleszewski indicated the Audit and Compliance Committee Action Plan was in the handout and guides the Committee's work over the coming year. The Committee can change the plan if necessary.

Trustee Dubose recognized VP Maleszewski, and AVP/CRO Melton to present several informational items, which included:

- I. Audit and Investigative Follow-up
- II. ERM Best Practices Review
- III. External Audit Updates
- IV. Division of Audit Update Risk Assessment

Trustee Harper asked about the open finding on Emergency Preparedness and the status of closing it out. AVP/CRO Melton indicated that the hold-up was getting a designated budget. VP Hudson said the budget was in place and needed to be finalized.

Trustee Dubose suggested the University reach out to AACC Chair Reed for insight into best practices for supply chain and procurement services.

Trustee Cliatt is concerned about the 15 open Athletics Investigative Recommendations. Trustee Cliatt asked who was working on them and will this slide be discussed in the Athletics meeting today. VP Maleszewski indicated the open items were from investigations before Interim VP Smith's appointment; however, there has been considerable collaboration with Athletics and DoA surrounding the corrective action. Trustee Harper indicated corrective measures would occur regardless of where the VP is if the right talent is in place. Chair Lawson commented that Interim VP Smith had lost approximately 50% of his staff since his appointment.

AVP/CRO Melton discussed the *ERM in the SUS and Beyond* report requested by Chair Reed and prepared by the ERM team. Other ERM updates discussed were Emerging Risk Bulletins, the ERM website, ERM tools, and the University Risk Map.

VP Maleszewski updated the Committee on the DoA Annual Report, staffing, and upcoming events. VP Maleszewski indicated he would bring an updated audit work plan back in December for review and approval.

Trustee Dubose thereafter adjourned the meeting.