



THE UNIVERSITY OF TENNESSEE  
BOARD OF TRUSTEES

MINUTES OF THE AUDIT AND COMPLIANCE COMMITTEE

September 27, 2018  
Nashville, Tennessee

The Audit and Compliance Committee of The University of Tennessee Board of Trustees met at 1:00 p.m. CDT on September 27, 2018, at 226 Anne Dallas Dudley Boulevard in Nashville, Tennessee.

**I. CALL TO ORDER**

Ms. Amy Miles, Chair, called the meeting to order.

**II. ROLL CALL**

Ms. Sandy Jansen, Chief Audit and Compliance Officer, called the roll, and the following Audit and Compliance Committee members were present:

Ms. Amy Miles  
Mr. Crawford Gallimore  
Mr. Lang Wiseman

Ms. Jansen announced the presence of a quorum of the Committee. Other members of the UT administrative staff present were Mr. David Miller, Chief Financial Officer, Mr. Ron Maples, Treasurer, and Jennifer Sicking, Assistant Director of Media Relations.

**III. AUDIT AND COMPLIANCE COMMITTEE CHARTER**

Ms. Jansen presented the proposed charter for the Committee and provided additional information on the Tennessee Comptroller of the Treasury requirements for such charters, which includes seeking the Comptroller's approval. She discussed the opportunity for the Committee to hire external consultants or auditors, if needed, through processes outlined in University of Tennessee policies and upon approval of the Comptroller's office in accordance with state statute.



Chair Miles commented on the importance of documenting each action required in the Charter to ensure the Committee fulfills requirements.

Chair Miles made the following prepared motion:

I move approval of the proposed Audit and Compliance Committee Charter for recommendation to the Board of Trustees, subject to any revisions required by the Tennessee Comptroller of the Treasury.

Mr. Gallimore seconded, and the motion carried unanimously.

#### **IV. AUDIT AND COMPLIANCE ORIENTATION**

Ms. Jansen presented an orientation for the Committee members, including an overview of the two divisions of the Office of Audit and Compliance: Audit, which encompasses the internal audit function and information technology audits, and security assessments; and Compliance, which includes the institutional compliance function and Title IX oversight for the UT System. She also discussed the distribution of monthly audit reports and presented Committee meeting agenda for the upcoming year. The Committee reviewed the 2018 goals for the Office of Audit and Compliance and were provided information on the University of Tennessee Code of Conduct and the UT Compliance Hotline.

#### **V. 2018 AUDIT PLAN UPDATE**

Ms. Jansen presented the updated 2018 audit plan and discussed the projects that had been cancelled. Trustee Lang inquired about the tenure process audit and the reason for its cancellation. Ms. Jansen and Mr. Miller explained that during 2018 Dr. Linda Martin, Vice President for Academic Affairs and Student Success, performed a review of the tenure process to identify problem areas and ways to mitigate risks. As a result of her work, the project was cancelled.

#### **VI. OUTSTANDING AUDIT ISSUES**

Ms. Jansen presented the outstanding audit issues report and noted no concern with the timeliness of the issues being resolved. She explained that the reports were all issued in 2017 or 2018, and management's actions to resolve the issues



were reasonable. If issues are not resolved timely, Ms. Jansen will highlight those for the Committee.

#### **VII. TRAVEL EXCEPTION REPORT**

Mr. Miller discussed the report and said he would like the Committee members to consider the usefulness of this and other reports presented to the Committee.


#### **VIII. OTHER BUSINESS**

No other business was considered.

#### **IX. ADJOURNMENT**

There being no further business to come before the Audit and Compliance Committee, the meeting was adjourned.

Respectfully Submitted,

  
Sandy S. Jansen  
Chief Audit and Compliance Officer