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Matthew Lenz '11

Roby Luna '04

David J. Martirano '91

Joseph F. Matthews '80

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Faculty Representative

Revaa Goyal '27
Student Representative

The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee Meeting Tuesday, February 4, 2025 · 8:30 a.m. EST

The University of Rhode Island
The Anchor Room, Robert J. Higgins Welcome Center
45 Upper College Road, Kingston, RI 02881

OFFICIAL MINUTES

Institutional Risk and Compliance Committee Chair Roby Luna welcomed members of the University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee (IRCC) and asked for a roll call.

Chair Luna noted that a quorum was present. The meeting was called to order at 8:30 a.m.

The meeting was held in person with Board members participating remotely. Public access to the meeting was available via the YouTube video platform and is available for viewing at <https://web.uri.edu/trustees/meetings/>.

The URI Board of Trustees Institutional Risk and Compliance Committee members participating:

- Mr. Roby Luna, Committee Chair (remote)
- Mr. Matthew Lenz, Committee Vice Chair (remote)
- Mr. Joseph Formicola (remote)
- Mr. David Martirano (remote)
- Dr. Marc Parlange, President (ex officio, non-voting) (remote)
- Mr. Michael Grey (ex officio, non-voting) (remote) (arrived at 8:38 a.m.)
- Ms. Revaa Goyal (non-voting)

URI Board of Trustees Institutional Risk and Compliance Committee member not present:

- Mr. David Caprio (ex officio, non-voting)

URI Board of Trustees Chair Margo Cook and Vice Chair Armand Sabitoni also participated remotely.

URI Board of Trustees
Institutional Risk and Compliance Committee Meeting
February 4, 2025

URI President's Executive Council members in attendance:

- Ms. Abby Benson, Vice President, Administration and Finance (remote)
- Ms. Chelsea Berry, Senior Advisor to the President and Chief of Staff (remote)
- Ms. Alyssa Boss, General Counsel (remote)
- Ms. Markeisha Miner, Vice President, Community, Equity, and Diversity (remote)
- Dr. Ellen Reynolds, Vice President, Student Affairs (remote)
- Dr. Barbara Wolfe, Provost and Executive Vice President, Academic Affairs (remote)

URI Staff members in attendance:

- Dr. Elizabeth Buchanan, Associate Vice President, Research Administration (remote)
- Ms. Michelle Curreri, Secretary, Board of Trustees (in person)
- Ms. Kara Larsen, Assistant Vice President, Enterprise Risk Management (remote)
- Ms. Angela Miller, Assistant Vice President, Financial Operations and Controller (remote)
- Dr. Daniel Moos, Assistant to the Vice President, Administration and Finance (remote)
- Ms. Lynn Owens, Associate Secretary, Board of Trustees (in person)
- Ms. Dorca Smalley, Director, Office of Equal Opportunity (remote)

Invited Guest:

- Mr. Mike Johns, Principal, CliftonLarsenAllen (CLA)

Chair Luna acknowledged that the University of Rhode Island occupies the traditional stomping ground of the Narragansett Nation and the Niantic People.

Chair Luna asked if there were any amendments to the meeting agenda. There were none.

1. APPROVAL OF THE MINUTES

a. Minutes of the October 16, 2024, Institutional Risk and Compliance Committee Meeting. [Enclosure](#)

Committee Chair Luna called for a motion, and on a motion duly made by Matthew Lenz and seconded by Joseph Formicola, it was

VOTED: That the Committee approve the minutes of the October 16, 2024 meeting.

VOTE: 4 members voted in the affirmative and 0 members voted in the negative.

YEAS: Joseph Formicola, Matthew Lenz, Roby Luna, David Martirano

NAYS: 0

ABSTAINS: 0

2. DISCUSSION ITEMS

a. Review Affirmative Action Plan [Enclosure](#)

Abby Benson, Vice President, Administration and Finance
Dorca P. Smalley, Director, Office of Equal Opportunity

Vice President Abby Benson introduced Dorca P. Smalley, Director of the Office of Equal Opportunity. Ms. Smalley updated the URI State Affirmative Action Plan, highlighting FY23-24 Plan details and FY22-23 Plan trends (see enclosure).

Director Smalley noted that federal Executive Order 11246, which established Affirmative Action programs, was revoked on January 22, 2025, with a 90-day grace period ending on April 22, 2025. The Office of Federal Contract Compliance Programs (OFCCP) must immediately cease any promotion of “diversity”, including allowing federal contractors to engage in workforce balancing based on race, ethnicity, color, sexual preference, religion, or national origin. URI is a federal contractor. However, URI must still comply with R.I.G.L. § 28-5.1 and Section 503 of the Rehabilitation Act and the Vietnam Era Veterans Readjustment Assistance Act, enforced by OFCCP.

Director Smalley presented the FY23-24 State Affirmative Action Plan, including workforce data and an underutilization analysis. The plan was submitted January 8, 2025, and approved by the Rhode Island Department of Administration, Division of Equity, Diversity, and Inclusion.

b. Review Compliance with Standards Governing the Conduct of Research [Enclosure](#)

Bethany Jenkins, Vice President, Research and Economic Development
Elizabeth Buchanan, Associate Vice President for Research Administration

Vice President Benson introduced Elizabeth Buchanan, Associate Vice President for Research Administration, who presented on the current federal research compliance (see enclosure).

Dr. Buchanan discussed general changes within the federal regulatory environment for sponsored research, including increased regulations and policies over the last four decades, with a notable surge since 2015. She discussed Uniform Guidance (which covers cost principles and administrative requirements relative to grant funding), research security (mainly CHIPS and Science Act), the (federal) Office of Research Integrity (e.g., research misconduct), FDA Harmonization (aligning FDA proposed rule and the “Common Rule” relative to the use of human subjects), and APRA (Rhode Island Access to Public Records Act).

Dr. Buchanan also explained the False Claims Act, which imposes liability for false claims for payment to the federal government. Certain executive orders, such as those relating to diversity efforts, may impact the University relative to the Act. The University is investigating these potential impacts.

c. Update on Audit by the National Science Foundation (NSF) [Enclosure](#)

Elizabeth Buchanan, Associate Vice President for Research Administration

Dr. Buchanan noted that the University received the final audit reports. The University successfully responded to the finding regarding \$675,000 in questioned costs and, as a result of resolution efforts,

NSF determined that URI had \$149,000 in federal costs and \$268,000 in cost-shares sustained. She noted that the Committee was briefed on this audit in April 2023.

URI reached out to Brown University regarding \$115,000 of costs shares determined to be inappropriately applied, given that NSF rejected Brown University's claims regarding these costs. URI believes that Brown should repay the University \$115,000 since URI was never in possession of these funds.

d. Update from CliftonLarsonAllen LLP on NCAA Agreed Upon Procedures and Single Audit [Enclosure](#)

Abby Benson, Vice President, Administration and Finance

Angela Miller, Assistant Vice President, Financial Operations and Controller

Mike Johns, Principal, CliftonLarsonAllen LLP

Vice President Benson introduced Mike Johns, Principal from CliftonLarsenAllen LLP (CLA), who presented on the University's Single Audit and NCAA Agreed Upon Procedures (see enclosure).

Mr. Johns explained the audits' principles and noted no findings or problems with the audits. The State of Rhode Island chooses the federal programs to be audited annually under the Single Audit, and this year it chose the Research and Development cluster. CLA issued an Unmodified Opinion on the cluster, due to the state on March 31, 2025, for inclusion in the state's audit.

Mr. Johns also discussed the NCAA Agreed Upon Procedures (AUP) review of Athletics financials. CLA completed the AUP using NCAA-determined procedures. The report didn't express an opinion but rather outlined the procedures' outcomes. CLA expressed no concerns with the report.

e. Annual Review of the Institutional Risk and Compliance Committee Charter and Calendar [Enclosure](#)

Abby Benson, Vice President, Administration and Finance

Vice President Benson reviewed proposed changes to the Committee calendar to align with the new IRCC meeting schedule. She recommended adding the Single Audit and NCAA Agreed Upon Procedures to the February Meeting.

3. EXECUTIVE SESSION

The Committee may seek to enter into Executive Session for the following items:

a. Discussion regarding the University risk register, pursuant to R.I.G.L. § 42-46-5(a)(2) as it relates to potential litigation, R.I.G.L. § 42-46-5(a)(3) as it relates to the matter of security, and R.I.G.L. § 42-46-5(a)(7) as it relates to the question of the investment of public funds where the premature disclosure would adversely affect the public interest.

Abby Benson, Vice President, Administration and Finance

Kara Larsen, Assistant Vice President, Enterprise Risk Management

b. Discussion pursuant to R.I.G.L. § 42-46-5(a)(7) as it relates to the question of the investment of public funds where the premature disclosure would adversely affect the public interest, specifically:

(i) Update on Series 2018A and 2018B Bonds – Audit

Abby Benson, Vice President, Administration and Finance

Committee Chair Luna called for a motion, and on a motion duly made by David Martirano and seconded by Matthew Lenz, it was

VOTED: That the Institutional Risk and Compliance Committee convene into executive session pursuant to R.I.G.L. § 42-46-5(a)(2) as it relates to potential litigation, R.I.G.L. § 42-46-5(a)(3) as it relates to the matter of security, and R.I.G.L. § 42-46-5(a)(7) as it relates to the question of the investment of public funds where the premature disclosure would adversely affect the public interest, specifically, discussion regarding the risk register, and R.I.G.L. § 42-46-5(a)(7) as it relates to the question of the investment of public funds where the premature disclosure would adversely affect the public interest, specifically, Update on Series 2018A and 2018B Bonds - Audit.

VOTE: 4 members voted in the affirmative and 0 members voted in the negative.

YEAS: Joseph Formicola, Matthew Lenz, Roby Luna, David Martirano

NAYS: 0

ABSTAINS: 0

Attendees participating remotely confirmed that no other persons were present and or able to hear the discussion at the remote locations.

At 9:27 a.m., the Institutional Risk and Compliance Committee entered Executive Session. Virtual public access was paused.

At 9:50 a.m., the Institutional Risk and Compliance Committee returned to Open Session. Virtual public access resumed.

Committee Chair Luna called for a motion, and on a motion duly made by David Martirano and seconded by Matthew Lenz, and with no discussion, it was

VOTED: That the Committee seal the minutes of the Executive Session that took place on February 4, 2025.

VOTE: 4 members voted in the affirmative and 0 members voted in the negative.

YEAS: Joseph Formicola, Matthew Lenz, Roby Luna, David Martirano

NAYS: 0

ABSTAINS: 0

4. ADJOURN

Committee Chair Luna called for a motion, and on a motion duly made by David Martirano and seconded by Joseph Formicola, it was

VOTED:	That the Committee adjourn the meeting.
VOTE:	4 members voted in the affirmative and 0 members voted in the negative.
YEAS:	Matthew Lenz, Roby Luna, Joseph Formicola, David Martirano
NAYS:	0
ABSTAINS:	0

The meeting was adjourned at 9:51 a.m.

The next meeting of the Institutional Risk and Compliance Committee is scheduled for June 18, 2025.