THE
UNIVERSITY
OF RHODE ISLAND
BOARD OF TRUSTEES

THINK BIG WE DO℠

Alumni Center, 73 Upper College Road, Kingston, RI 02881 USA

Members

Margo Cook '86, *Chair*
Armand E. Sabitoni '73, *Vice Chair*
David E. Barrett '78
Maria P. Ducharme, DNP, RN - M.S. '96
Michael D. Fascitelli '78
Charles J. Fogarty M.P.A. '80
Joe Formicola '69
Monica J. Garnes '94
Neil Kerwin, Ph.D. - M.A. '73
Matthew Lenz '11
Roby Luna '04
David J. Martirano '91
Joseph F. Matthews '80
Cortney M. Nicolato '01
Vahid Ownjazayeri
Yahaira "Jay" Placencia '01
Thomas Ryan '75

Ex Officio Members

Marc B. Parlange, Ph.D., P.Eng.
President
Michael Grey, *Chair*
R.I. Board of Education
David Caprio, *Chair*
R.I. Council on Postsecondary Education
Kristine M. Bovy, Ph.D.
Faculty Representative
Ryan Estus '26
Student Representative

The University of Rhode Island Board of Trustees
Institutional Risk and Compliance Committee Meeting
Tuesday, June 16, 2026 · 9:00 a.m. EDT

The University of Rhode Island
Green Hall Room 107
35 Campus Avenue, Kingston, RI 02881

OFFICIAL MINUTES

The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee meeting was held in person, with committee members participating remotely. Virtual public access to the meeting was available via the YouTube livestream and is available for viewing at https://web.uri.edu/trustees/meetings/.

Institutional Risk and Compliance Committee Chair Roby Luna welcomed members of the Committee and asked for a roll call. Noting that a quorum of members of the Committee was present, the meeting was called to order at 9:02 a.m.

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

- Roby Luna, Committee Chair (remote)
- Matthew Lenz, Committee Vice Chair (remote) (arrived at 9:18 a.m.)
- David Barrett (remote)
- Joseph Formicola (remote)
- Marc Parlange, President (ex officio, non-voting) (remote)
- David Caprio (ex officio, non-voting)
- Ryan Estus (ex officio, non-voting) (remote)
- Michael Grey (ex officio, non-voting) (arrived at 9:22 a.m.)

The URI Board of Trustees Institutional Risk and Compliance Committee member not in attendance:

- David Martirano

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

OFFICIAL

URI Board of Trustees
Institutional Risk and Compliance Committee Meeting
June 16, 2026

URI President's Stewardship Council members in attendance:

- Mark Antonucci, Vice President for Advancement and CEO, URI Foundation (remote)
- Abby Benson, Vice President, Administration and Finance (remote)
- Alyssa Boss, Vice President and General Counsel (remote)
- Gabriele Fariello, Chief Information Officer, Associate Vice President, Information Technology (remote)
- Matthew McDonald, Vice President, Communications and Marketing (remote)
- Markeisha Miner, Vice President for Community, Equity, and Diversity (remote)
- Daniel Moos, Chief of Staff to the Vice President for Administration and Finance (remote)
- Ellen Reynolds, Vice President for Student Affairs (remote)
- Barbara E. Wolfe, Provost and Executive Vice President for Academic Affairs (remote)

URI staff members in attendance:

- Chelsea Berry, Senior Advisor to the President and Chief of Staff (remote)
- Emily Diomandes, Deputy Chief of Staff, President's Office and Board Secretary (in person)
- Lori Johnson, Enterprise Risk Analyst, Enterprise Risk Management (remote)
- Michael Khalfayan, Chief Information Security Officer, Information Technology Service (remote)
- Kara Larsen, Assistant Vice President, Enterprise Risk Management (remote)
- Angela Miller, Assistant Vice President, Financial Operations and Controller (remote)
- Lynn Owens, Associate Secretary, Board of Trustees (in person)

Invited Guest:

- Mike Johns, Principal, CliftonLarsonAllen LLP (CLA) (remote)

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

Committee Chair Luna asked if there were any proposed amendments to the published agenda. There were none.

1. APPROVAL OF THE MINUTES

a. Minutes of the February 9, 2026, Institutional Risk and Compliance Committee meeting.

Enclosure

Committee Chair Luna called for a motion to approve the minutes of the February 9, 2026, meeting of the Institutional Risk and Compliance Committee.

On a motion duly made by Joseph Formicola and seconded by Dave Barrett, it was

VOTED: That the Committee approve the minutes of the February 9, 2026, meeting.

VOTES: 3 members voted in the affirmative and 0 members voted in the negative.

OFFICIAL

YEAS: David Barrett, Joseph Formicola, Roby Luna

NAYS: 0

ABSTAIN: 0

2. DISCUSSION ITEMS

a. Review of External Audit Plan

Before starting the discussion on the External Audit Plan, Vice President Abby Benson introduced Lori Johnson, Enterprise Risk Analyst, as the new IRCC Committee note-taker.

Vice President Benson introduced Angela Miller, Assistant Vice President for Financial Operations and Controller, as the University's liaison with CliftonLarsonAllen LLP (CLA). Vice President Benson then introduced Mike Johns, Principal of the University's outside audit firm, CLA.

Mike Johns provided an overview of the 2026 external audit plan, including the scope, timeline, and overall audit approach. He noted that the audit will include the University's financial statements, internal control considerations, and compliance with major federal programs as part of the Single Audit, with coordination involving the State Auditor.

Mike Johns explained that the audit follows a risk-based approach, with greater focus placed on areas with a higher risk of material error or fraud based on university-specific factors and broader industry conditions. He noted that this assessment is performed annually and includes identification of key risk areas, such as management override of controls and revenue recognition. The audit will incorporate internal control testing, data analytics, and other procedures to address these risks. He also discussed the planned audit timeline and communication process with management and the Committee.

Mike Johns briefly highlighted broader developments affecting financial reporting and the higher education sector, including upcoming accounting standard changes, specifically Governmental Accounting Standards Board (GASB) Statement No. 103, as well as changes to financial statement presentation and evolving federal policies related to student financial aid and grants. He also invited Committee members to provide input on areas of risk or concern.

The Committee briefly discussed the scope required for reporting in internal controls.

b. Annual Update on Cybersecurity

Vice President Benson introduced Gabriele Fariello, Chief Information Officer, and Mike Khalfayan, Chief Information Security Officer, to provide the University's annual cybersecurity update.

OFFICIAL

Gabriele Fariello discussed the current state of cybersecurity at the University, highlighting continued progress over the past year in strengthening the University's overall security posture. He noted improvements across key security domains, including identity management, email security, third-party risk management, and user awareness, as well as continued reductions in phishing risk and faster incident response times. He also emphasized alignment with leading practices and regulatory frameworks, including the National Institute of Standards and Technology (NIST), Cybersecurity Maturity Model Certification (CMMC), and the Family Educational Rights and Privacy Act (FERPA).

Gabriele Fariello outlined ongoing risk mitigation and security initiatives, including expanded use of multi-factor authentication and single sign-on, strengthened vendor risk assessment processes, implementation of secure research environments, and independent security testing. He also discussed continued progress on the Unified IT Policy, development of an IT Business Continuity and Disaster Recovery Plan (BCDR), and efforts to support secure research compliance. Metrics related to cybersecurity incidents, training participation, and system protections were summarized.

Gabriele Fariello highlighted emerging risks and challenges, particularly related to the rapidly evolving use of artificial intelligence, changing federal research security requirements, vendor-related risks, end-user behavior, and staffing constraints. He noted that the University is actively addressing these challenges through enhanced governance, policy development, and targeted investments in cybersecurity capabilities.

The Committee briefly discussed access controls and also emerging artificial intelligence-related risks. In addition, they discussed Board engagement on artificial intelligence topics planned for the upcoming Board of Trustees retreat.

c. Discussion on Digital Accessibility at URI

Vice President Benson introduced Kara Larsen, Assistant Vice President for Enterprise Risk Management, to provide an update on the University's digital accessibility efforts.

Kara Larsen provided an overview of digital accessibility requirements and the University's ongoing efforts to comply with Department of Justice regulations under the Americans with Disabilities Act. She noted that the regulations adopt the Web Content Accessibility Guidelines (WCAG) 2.1 Level AA as the applicable technical standard for digital accessibility. The University has been engaged in a multi-year effort to develop and implement a compliance plan, with a revised deadline of April 2027.

Kara Larsen discussed the University's digital accessibility compliance program, including the establishment of a cross-functional working group and development of a formal compliance plan. She highlighted collaboration across multiple departments to address accessibility across web content, instructional materials, administrative systems, and third-party tools.

OFFICIAL

Kara Larsen outlined progress to date, including the creation of guidance and resources for the campus community, implementation of tools to evaluate accessibility compliance, and integration of accessibility considerations into vendor review processes. She also noted ongoing efforts to prepare for compliance, including continued monitoring of regulatory developments and institutional readiness activities.

No questions were raised by the Committee.

3. ADJOURN

Committee Chair Luna called for a motion to adjourn the meeting. On a motion duly made by Joseph Formicola and seconded by Matthew Lenz, it was

VOTED: That the Committee adjourn the meeting.

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

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

NAYS: 0

ABSTAINS: 0

The meeting was adjourned at 10:06 a.m.

The next meeting of the Institutional Risk and Compliance Committee is scheduled for October 29, 2026.

OFFICIAL