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**The University of Rhode Island Board of Trustees
Institutional Risk and Compliance Committee Meeting**

Monday January 29, 2024 · 3:00 p.m. EST
The University of Rhode Island
Beagle Board Room, The Alumni Center
73 Upper College Road, Kingston, RI 02881

OFFICIAL MINUTES

Committee Vice Chair Matthew Lenz welcomed everyone to the January 29, 2024, meeting of the University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee (IRCC).

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

Board Secretary Michelle Curreri conducted a roll call attendance and determined that a quorum of members was not present. Committee Vice Chair Lenz noted that action on the minutes and discussion in executive session will be deferred to the next meeting. He called the meeting to order at 3:04 p.m.

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

- Matthew Lenz, Vice Chair (remote)
- Joseph Formicola (remote)
- President Marc Parlange (ex officio, non-voting) (remote)
- Revaa Goyal (student representative, non-voting) (remote)

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

- David Caprio
- Michael Grey
- Richard Humphrey
- Roby Luna

“The University of Rhode Island occupies the traditional stomping ground of the Narragansett Nation and the Niantic People. We honor and respect the enduring and continuing relationship between the Indigenous people and this land by teaching and learning more about their history and present-day communities, and by becoming stewards of the land we, too, inhabit.”

URI Board of Trustees Institutional Risk and Compliance Committee Meeting
January 29, 2024

URI Board of Trustees members in attendance:

- Margo Cook, Chair (remote)
- Armand Sabitoni, Vice Chair (remote)

URI President's Executive Council members in attendance:

- Abby Benson, Interim Vice President for Administration and Finance (remote)
- Alyssa Boss, General Counsel (remote)
- Gabriele Fariello, Interim Chief Information Officer (remote)
- Bethany Jenkins, Interim Vice President for Research and Economic Development (remote)
- Markeisha Miner, Vice President for Community, Equity, and Diversity (remote)
- Barbara Wolfe, Provost and Executive Vice President for Academic Affairs (remote)

URI Staff members in attendance:

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

Invited Participant:

- Michael Johns, CliftonLarsonAllen LLP (CLA) (remote)

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

1. APPROVAL OF THE MINUTES

- Minutes of the October 23, 2023 Joint Meeting of the Finance and Facilities and Institutional Risk and Compliance Committees.** [Enclosure 1.a.](#)

This item was deferred to the next meeting of the committee.

2. DISCUSSION ITEMS

- Review Affirmative Action Plan**

Kara Larsen, Assistant Vice President for Enterprise Risk Management introduced Dorca P. Smalley, Director of the Office of Equal Opportunity, who provided a presentation on the University's current

January 29, 2024

Affirmative Action Plan. The presentation can be found [here](#). Dorca P. Smalley discussed the Affirmative Action Plan submitted to the State of Rhode Island (on November 2, 2023). In addition,

Dorca P. Smalley discussed the standards for the collection of demographic data, the demographic makeup up of the URI workforce, the relationship between the demographics of job applicants and the demographics of new hires, and the underutilization analysis (URI compared to Rhode Island and US labor force). Members of the committee and the Board of Trustees in attendance recommended that the University develop KPIs relative to Affirmative Action goals and to compare URI's workforce data with that of peer institutions, not only the US and RI labor forces. President Parlange introduced Markeisha Miner, the University's new Vice President of Community, Equity and Diversity, who will work with the Office of Equal Opportunity to establish goals in alignment with the University's Strategic Plan.

b. Update on Title IX Regulations

Kara Larsen, Assistant Vice President, Enterprise Risk Management provided an update regarding the status of proposed Title IX regulations, noting that despite being released in June 2022, the regulations are now not expected to be finalized until May 2024, with likely implementation required by the start of the school year. She noted that her office presently has finalists for the Title IX Coordinator position, so she expects to have someone hired in time to assist with the rollout of these new regulations.

c. Review Compliance with Standards Governing the Conduct of Research

Bethany Jenkins, Interim Vice President for Research and Economic Development introduced Elizabeth Buchanan, Associate Vice President for Research Administration. Elizabeth Buchanan provided an overview of her professional background as well as her current duties at the University. She also discussed personnel changes within her unit, strategic hires underway, and the challenges of hiring in the field of research administration. She noted that there have been challenges in hiring due to rigid requirements within position descriptions (notably the requirement for a bachelor's degree), remote work expectations of candidates, and salaries at the University. She clarified that many institutions are experiencing these challenges because "this is a buyer's market" and many candidates are receiving multiple offers. Committee members said that they would like to see more detail on why certain positions require bachelor's (or other) degrees.

Elizabeth Buchanan also reported on recent compliance activities within her division, noting 1) the submission of the report to the state regarding the Public Private Partnership Act that requires the documentation of exceptions; 2) the semi-annual inspections of the animal facilities; 3) the submission of the Section 117 report to the US Department of Education (regarding foreign gifts or contracts over \$250,000); 4) submission of the USDA Civil Rights report; and 5) the pending submission of the annual report to the Office of Research Integrity on activities related to misconduct (noting a single active case in the Inquiry stage).

d. Update from CliftonLarsonAllen LLP on NCAA Agreed Upon Procedures and Single Audit

Abby Benson, Interim Vice President for Administration and Finance introduced Mike Johns, Principal at CliftonLarsonAllen (CLA) LLP, who led the University's Single Audit as well as NCAA Agreed Upon Procedures (AUP). Mike John's presentation can be found [here](#).

Mike Johns discussed the scope and the results of the Single Audit and the NCAA AUP. He provided a brief background on the nature of a Single Audit, including the special requirement that the Rhode Island Auditor General choose the Major Programs for the Single Audit.

Mike Johns noted that CLA is issuing an unmodified opinion on compliance. CLA had a single finding, related to the Gramm Leach Bliley Act, but the finding was not significant enough to require a modification of the opinion. It was found that as of June 30, 2023, the University had a draft policy prepared regarding Gramm Leach Bliley compliance, but the official policy had not been finalized and adopted as required.

Mike Johns discussed the NCAA AUP, noting that it is significantly lesser in scope than a Single Audit. There is no opinion issued for the AUP, but rather only a presentation on the procedures and any findings. The AUP is designed to be an internal document. CLA had a single finding related to the level of detail found in the University budget such that a specific procedure could not be adequately completed. CLA does not suggest that the University alter its current budget practices in this area if the institution is comfortable with the current practice. Mike Johns noted that this particular finding is not unusual among other clients. He noted that the final report is dated January 5, 2024 and does not go to a third party but is for internal use only. Committee Vice Chair Lenz suggested that the Board of Trustees Student Life and Athletics Committee receive a copy of the report.

3. EXECUTIVE SESSION

The Committee may seek to enter into executive session for the following items:

Discussion regarding an assessment of information technology security, pursuant to R.I.G.L. § 42-46-5(a)(3), as it relates to the matter of security including, but not limited to, the deployment of security personnel or devices, and R.I.G.L. § 42-46-5(a)(7), as it relates to the question of the investment of public funds, and R.I.G.L. § 42-46-5(a)(2) for discussion of potential litigation, specifically:

- (i) Update on External Audit IT Management Observations**
Abby Benson, Interim Vice President, Administration and Finance
- (ii) Update on Series 2018A and 2018B Bonds – Audit**
Abby Benson, Interim Vice President, Administration and Finance
Angela Miller, Assistant Vice President, Financial Operations and Controller

Due to the lack of a quorum, these items were deferred to the February 16, 2024 Board meeting. The Committee did not enter into executive session.

4. ADJOURN

Committee Vice Chair Lenz called for a motion that the URI Board of Trustees Institutional Risk and Compliance Committee adjourn the meeting of January 29, 2024.

URI Board of Trustees Institutional Risk and Compliance Committee Meeting
January 29, 2024

On a motion duly made by Joseph Formicola and seconded by Matthew Lenz, and with no further discussion, it was:

VOTED: THAT The URI Board of Trustees Institutional Risk and Compliance Committee adjourn the meeting of January 29, 2024.

VOTE: 2 members voted in the affirmative and 0 members voted in the negative.

YEAS: Joseph Formicola, Matthew Lenz

NAYS: 0

ABSTAINS: 0

The meeting adjourned at 4:04 p.m.

The next URI Board of Trustees Institutional Research and Compliance Committee meeting is scheduled for April 4, 2024.

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