



Governance, Audit, and Compliance Committee Meeting Minutes

Minutes Approved 05/29/24

**February 7, 2024
1:30 PM – 3:00 PM**

**Florida Polytechnic University
VIRTUAL VIA MICROSOFT TEAMS**

I. Call to Order

Committee Chair Mark Bostick called the Governance, Audit, and Compliance meeting to order at 1:30 p.m.

II. Roll Call

Sherri Pavlik called the roll: Committee Chair Mark Bostick, Committee Vice Chair Jesse Panuccio, Trustee Patrick Hagen, Trustee Beth Kigel, and Trustee Laine Powell were present (Quorum).

Committee Members not in attendance: Trustee David Williams

Other Board Members present: Board Chair Cliff Otto, Trustee Ajeet Kaushik, Trustee Melia Rodriguez, Trustee Sidney Theis

Staff present: President Randy Avent, David Fugett, David Blanton, Dr. Allen Bottorff, Provost Terry Parker, Mike Dieckmann, Melaine Schmiz, Kristen Wharton and Sherri Pavlik

III. Public Comment

There were no requests received for public comment.

IV. Approval of Minutes

Trustee Laine Powell made a motion to approve the Governance, Audit, and Compliance Committee meeting minutes for November 6, 2023. Trustee Beth Kigel seconded the motion; a vote was taken, and the motion passed unanimously.

V. 2022-2024 Governance, Audit and Compliance Committee Work Plan Review

Committee Chair Mark Bostick reviewed the Governance, Audit, and Compliance Committee Work Plan.

David Blanton informed the committee about a slight change to the Work Plan under Audit and Compliance. It was stated that the University Annual Financial Audit and the Foundation 990 Financial Audit will now be presented in June 2024.

VI. Audit and Compliance

A. Audit and Compliance Update

David Blanton provided the Committee with the following progress reports:

External Audit:

- Auditor General: Financial Audit FYE 23 – in progress

Internal Audits:

- Textbook Affordability Monitoring (S24) – completed
- Foundation Controls Review – to be completed by 6/30/24
- Auditor General IT Follow-up – to be completed by 6/30/24
- Public Spaces Compliance Monitoring – in progress

B. Performance Based Funding (PBF) Data Integrity Audit and Data Integrity Certification

Blanton presented the report on the PBF Data Integrity Audit and related Data Integrity Certification for approval. The PBF Audit and Certification are required to be filed annually with the Board of Governors.

Trustee Beth Kigel made a motion to recommend to the Board of Trustees approval of the Performance-Based Funding (PBF) Data Integrity Audit performed by University Audit and the related PBF Certification both due to the Board of Governors by March 1, 2024. Trustee Laine Powell seconded the motion; a vote was taken, and the motion passed unanimously.

C. Foundation Financial Audit

Blanton shared the outcome of the Foundation Financial Audit for FY23, detailing the findings of the report.

He reported that the Foundation received an unqualified opinion on their financial statements. He also reported that under Government Auditing Standards there were two reportable matters related to internal controls, and there were no instances of noncompliance or other matters disclosed.

He shared that there was a material weakness in internal control over financial reporting, in discounting calculations on long-term pledges received, in recording University contributions related to personnel, and intra-fund accounts. Additionally, the report disclosed a significant deficiency related to securing appropriate documentation to support donor pledges. He shared that these items are easily correctable, and that the independent auditor is required to follow-up on these matters in the next audit.

VII. Governance

A. Nominations for Chair and Vice Chair

Committee Chair Bostick stated the terms of the Board of Trustees Chair and Vice Chair expire on August 1, 2024. He shared that this item was for discussion only as the formal recommendation will be provided to the Board during the upcoming June meeting. He then opened the floor for discussion for nominees. Trustee Patrick Hagen recommended Vice Chair Beth Kigel for the Chair position.

The Committee further discussed the process for the nominations, and for compliance purposes, nominations are to be provided to either President Avent or David Fugett.

B. Regulation 5.004 Library Services

David Fugett reviewed Regulation 5.004 Library Services which updated the interlibrary loan process.

Trustee Jesse Panuccio made a motion to recommend approval of Regulation 5.004 Library Services to the Board of Trustees. Trustee Patrick Hagen seconded the motion; a vote was taken, and the motion passed unanimously.

C. Employment Practices Report

President Avent provided a brief FY24 report on Employment Practices.

VIII. Closing Remarks and Adjournment

With no further business to discuss the meeting adjourned at 2:30 p.m.

Respectfully submitted:
Sherri Pavlik
Executive Assistant
Office of General Counsel