

## AUDIT COMMITTEE

Minutes: February 26, 2015 at 12:00 p.m.  
UNC Charlotte Student Activity Center, Room 340C, Charlotte, North Carolina

### OPEN SESSION

The following members were present: Mr. Ed McMahan, Mr. Rodney Hood, Mr. Roger Aiken, Mr. Marty Kotis, and Mrs. Anna Nelson.

The following staff was present: Senior Vice President and Chief Operating Officer Charles Perusse, Senior Vice President and General Counsel Tom Shanahan, Vice President for Compliance and Audit Services Lynne Sanders, other General Administration staff, Chancellors, UNCC Internal Audit staff, and other faculty/staff from the universities.

1. On the motion from Mr. Aiken, seconded by Mrs. Nelson, the minutes of the January 15, 2015 meeting were approved.
2. UNC-GA Chief Audit Officer Mrs. Joyce Boni presented the updated Internal Audit Charter. Mrs. Boni briefly explained the purpose of the charter and requirements for it to be reviewed. She also provided an overview of the updates made, stating the prior charter contained the required elements and edits were only made to clarify the Committee and Office of Internal Audit's responsibilities. On a motion from Mr. Hood, seconded by Mr. Aiken, the Internal Audit Charter was approved by the Committee and will be presented to the full Board for approval.
3. Mrs. Sanders introduced the UNCC Chief Audit Officer Tom York. Mr. York introduced his staff and provided an overview of the internal audit function and operations at UNCC, and presented highlights of a Student Health Center Operations Audit conducted by his staff. After answering questions from the Committee, the members thanked Mr. York for his work and the information he provided.
4. Mr. McMahan asked Mr. Shanahan to provide an overview of the risk management and compliance program that is being considered by UNC-GA staff. Although in its early planning phase, Mr. Shanahan gave an overview of how a formal risk management program could be designed and the benefits it could provide. Developing a formal system-wide program requires further research to determine the structure, procedures, roles and responsibilities. The concept was discussed, including how the program might impact Committee's roles and responsibilities. Mr. McMahan asked that an update be provided at the May meeting.

On the motion of Mr. Hood, seconded by Mr. Aiken, the meeting was adjourned.

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Mr. Ed McMahan  
Chair of the Audit Committee

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Mr. Marty Kotis  
Secretary of the Audit Committee