

AUDIT COMMITTEE

Draft Minutes: December 10, 2015, at 12:00 noon
C.S.L.D. Building, Conference Room 119
140 Friday Center Drive, Chapel Hill, North Carolina

OPEN SESSION

The following committee members were present: Chair Roger Aiken, Mr. Walter C. Davenport, Mrs. Hannah D. Gage, Mr. Rodney E. Hood (via teleconference), Mr. Scott Lampe, and Mr. William Webb. Other Board members in attendance were W. Louis Bissette, Jr., Henry W. Hinton, Joe Knott, W. Marty Kotis III, Joan G. MacNeill, Ann Maxwell, J. Alex Mitchell, W.G. Champion Mitchell, Anna S. Nelson, O. Temple Sloan III, Harry L. Smith, Jr., J. Craig Souza, George A. Sywassink, and William Webb.

The following staff were present: Senior Vice President and Chief of Staff Kevin FitzGerald, Senior Vice President and Chief Operating Officer Charles E. Perusse, Senior Vice President and General Counsel Tom Shanahan, Vice President for Compliance and Audit Services Lynne Sanders, Chief Audit Officer Joyce Boni, other General Administration staff, Chancellors, and staff from the campuses.

1. The Open Minutes of October 29, 2015 were properly approved, and seconded.
2. Annual Report of the Audit Committee, 2014-15: Vice President Sanders stated that this report summarized all activities of the Audit Committee for the fiscal year beginning July 1, 2014 through June 30, 2015.
3. UNC General Administration Internal Audit Update: Mrs. Boni updated the committee on the current status of various projects that were included in the approved internal audit plan for UNC General Administration.
4. Review of UNC Compliance Requirements: The committee received a report outlining UNC mandated reporting requirements. 139 of the requirements had been specifically identified in the UNC Code and Policy Manual. UNCGA staff, in coordination with campus personnel, would evaluate and report recommendations for eliminating or stream-lining the requirements. Future reports would be made to the committee and the Board.

The Committee went into closed session to:

- Prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes;
- Consult with our attorney to protect the attorney-client privilege;

- Hear or investigate a complaint, charge, or grievance by or against a public officer or employee; and
- Plan, conduct, or hear reports concerning investigations of alleged criminal misconduct,

Pursuant to Chapter 143-318.11(a)(1), (3), (6), and (7) of the North Carolina General Statutes.

**** CLOSED SESSION ****

Mr. Perusse informed the Committee that Mrs. Sanders had been selected to receive the 2015 North Carolina Internal Audit Award of Excellence presented by the North Carolina Council of Internal Auditing. She was nominated by peers across the system and colleagues at UNCGA. The award was given each year in recognition of commitment and dedication to further the profession of internal auditing within North Carolina State Government.

There being no further business, the meeting was adjourned.

Roger Aiken, Chair
Audit Committee

Rodney Hood, Secretary
Audit Committee