



Audit Committee Minutes

Friday, June 9, 2023

317 College Street, Clarksville, TN 37040

Call to Order

Trustee Roe, in the committee chair’s absence, called the meeting to order at 9:18 a.m.

Roll Call/Declaration of Quorum

Dr. Carol Clark, secretary to the board, called the roll. Trustee Roe stated there was a quorum.

ATTENDANCE ROLL CALL		
Name	Present	Absent
Trustee Atkins	X	
Trustee Cannata		X
Trustee Jenkins, ex officio	X	
Trustee Mealer (Chair)		X
Trustee Roe	X	

University Personnel Present

- Dr. Michael Licari, President
- Dr. Carol Clark, Secretary to the Board
- Mr. Blayne Clements, Chief Audit Officer
- Ms. Dannelle Whiteside, Vice President for Legal Affairs & Org. Strategy

Approval of Minutes

Trustee Roe presented the minutes of the March 17, 2023, meeting of the Audit Committee and Audit Committee Executive Session to the committee for approval. He asked if there were any corrections or additions to the minutes. There were none.

Trustee Jenkins moved to approve the minutes of the Audit Committee and Audit Committee Executive Session as written. Trustee Atkins seconded the motion. A voice vote was taken, and the motion carried unanimously with three trustees voting yes.

Action Items

A. Review of Fiscal Year 2024 Internal Audit Plan

Trustee Roe recognized Blayne Clements, chief audit officer, for a report. Clements explained that the Office of Internal Audit prepares an annual Audit Plan at the beginning of each fiscal year. The plan is based on the staffing and time resources available to perform audits and is prepared in conjunction with an annual risk analysis of the university's auditable areas. During the year, changes in audit priorities may result in alterations to the plan. The *International Standards for the Professional Practice of Internal Auditing*, issued by the Institute of Internal Auditors (IIA), requires the audit plan, and any significant changes to the plan, be approved by the Audit Committee.

Trustee Jenkins moved to approve the 2024 Internal Audit Plan. Trustee Atkins seconded the motion. A voice vote was taken, and the motion carried unanimously with three trustees voting yes.

Information Items

A. Internal Audit Reports issued between February 18, 2023 and May 11, 2023, and List of Outstanding Audit Recommendations

Trustee Roe recognized Clements for a report. Clements discussed two audits completed between Feb. 18, 2023 and May 11, 2023. Clements discussed the Review of Dining Services Contract report released on April 14, 2023 and the Review of Grants Administration report released on May 10, 2023.

Clements also explained that the Office of Internal Audit follows up on all recommendations included in internal audit reports, and a summary of outstanding audit recommendations was provided to the committee.

B. Overview of Recently Completed External Review

Trustee Roe recognized Clements for a report. Clements explained that the Audit Committee Charter requires the committee to review the results of external audits conducted at the university. Clements discussed the February 2023 audit of the university's Water Intrusion Plan conducted by the State of Tennessee's Division of Claims and Risk Management.

Adjournment

Trustee Jenkins moved to adjourn the Audit Committee meeting. Trustee Atkins seconded the motion. A voice vote was taken and carried unanimously with three trustees voting yes. The meeting adjourned at 9:27 a.m.