



Audit Committee Minutes

Friday, June 7, 2024

16 Browning Drive, Clarksville, TN 37040

Call to Order

Trustee Mealer, committee chair, called the meeting to order at 9:04 a.m.

Roll Call/Declaration of Quorum

Dr. Carol Clark, secretary to the board, called the roll. Trustee Mealer 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 and Organizational Strategy

Approval of Minutes

Trustee Mealer stated that the minutes of the March 22, 2024, meeting of the Audit Committee were circulated before the meeting and asked if there were any corrections or additions to the minutes. There were none.

Trustee Roe moved to approve the minutes of the Audit Committee as written. Trustee Cannata seconded the motion. A voice vote was taken, and the motion carried unanimously with five trustees voting yes.

Action Items

A. Review of Fiscal Year 2025 Audit Plan

Trustee Mealer recognized Blayne Clements, chief audit officer, for a report. Clements explained 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 Committee to approve the audit plan and any significant changes to the plan.

Trustee Cannata moved to approve the 2025 Audit Plan. Trustee Atkins seconded the motion. A voice vote was taken and the motion carried unanimously with five trustees voting yes.

Information Items

A. Review of Internal Audit Report Released Between March 1, 2024 and May 9, 2024, and List of Outstanding Audit Recommendations

Trustee Mealer recognized Clements for a report. Clements discussed the Review of University Corporate Cards released on April 18, 2024. 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. Review of External Audit Reports

Trustee Mealer recognized Clements for a report. Clements explained that the audit committee charter states the committee shall review the results of external audits conducted at the university. Clements briefly discussed the compliance survey conducted by the federal Department of Veterans Affairs and the audit of the university's Municipal Separate Storm Sewer System (MS4) conducted by the state Department of Environment and Conservation.

Adjournment

Trustee Roe moved to adjourn the meeting. Trustee Atkins seconded the motion. A voice vote was taken and the motion carried unanimously with five trustees voting yes. The meeting adjourned at 9:11 a.m.