

**UNIVERSITY OF MASSACHUSETTS
AMHERST•BOSTON•DARTMOUTH•LOWELL•MEDICAL SCHOOL•UMASSONLINE**

**MINUTES OF THE MEETING OF THE
AUDIT COMMITTEE**

**Wednesday, April 1, 2015; 10:00 a.m.
Amherst Room
225 Franklin Street – 33rd Floor
Boston, Massachusetts**

Committee Members Present: Chair Furman; Vice Chair Collins; Trustees Buonomo and Campbell

University Administration: President Caret; General Counsel Heatwole; Senior Vice President Wilda; Chancellors Subbaswamy, Motley, Meehan, Grossman and Collins; Director of Internal Audit David; Internal Audit Senior Manager McCormick

Documents Used:

- Meeting Minutes: December 3, 2014
- Internal Audit Update, Doc. T15-024
- Approval of Intercollegiate Athletic Department Report, UMass Amherst, Doc. T15-018
- Approval of Intercollegiate Athletic Department Report, UMass Lowell, Doc. T15-019
- Approval of Football Attendance Report, UMass Amherst, Doc. T15-020
- Approval of WFCR-FM Audit Report, UMass Amherst, Doc. T15-021
- Approval of Combined WFCR-FM and New England Public Radio Foundation, Inc. Audit Report, UMass Amherst, Doc. T15-022
- Approval of WUMB-FM Audit Report, UMass Boston, Doc. T15-023

Chair Furman convened the meeting at 11:15 a.m. and stated that the Committee had been provided with draft minutes for the December 3, 2014 meeting and asked for any corrections. With no corrections, the minutes were approved.

Report by the Director of Internal Audit:

Mr. David provided the Committee with a brief summary of audit activities that took place during the first half of Fiscal Year 2015 where he highlighted the status of the Audit Plan and management's action plans. He went on to discuss the impact staff vacancies were having on Audit Plan progress and how resources have been reallocated to compensate. He also discussed the progress made toward filling the vacancies.

Mr. David then reported on external audit activities. He summarized the results of the of the Intercollegiate Athletic Department Reviews performed at the Amherst and Lowell campuses and financial statement audits of WFCR-FM, Combined WFCR-FM and the New England Public Radio Foundation, and WUMB-FM. He stated that the Intercollegiate Athletic Reviews resulted in no significant errors or omissions identified, and that the aforementioned financial

Audit Committee
April 1, 2015

statement audits received unqualified audit opinions. He also highlighted the results of certain University related entities which all received unqualified audit opinions.

Trustee Buonomo asked about the number of reported audit observations to which Mr. David responded. Trustee Buonomo then commented on the importance of the internal audit function and that it helps protect the UMass brand.

Mr. David made the Committee aware of the upcoming request for proposal regarding the University's financial statement auditor. Mr. David noted the contract with the University's current auditors, Grant Thornton, was ending after the Fiscal Year 2015 audit. He went on to summarize the selection process and timing of the proposal. Discussion ensued.

Chair Furman then asked for a motion to approve the **Audit Reports**. Chair Furman asked for questions or discussion.

It was moved and seconded.

To recommend that the Board approve the following:

- Intercollegiate Athletic Department Report, Amherst (Doc. T15-018)
- Intercollegiate Athletic Department Report, Lowell (Doc. T15-019)
- Football Attendance Report, Amherst (Doc. T15-020)
- WFCR-FM Audit Report, Amherst (Doc. T15-021)
- Combined WFCR-FM and New England Public Radio Foundation, Inc. Audit Report, Amherst (Doc. T15-022)
- WUMB-FM Audit Report, Boston (Doc. T15-023)

Chair Furman then asked the Committee to vote to enter into **Executive Session** for **Discussion of investigation** in order to protect the confidentiality of on-going investigatory and personnel matters and for **consideration of prior Executive Session minutes**, pursuant to General Law Chapter 30A, section 21(a)(5), and section 21(a) (7) to comply with the provisions of General Laws Chapter 214, Section 1B, Chapter 66A, and Chapter 4, section 7(26)(c) and (f).

It was moved and seconded and the Secretary called the roll with each Trustee asked to vote yes or no to enter into Executive Session for the purposes listed. Chair Furman voted for the motion as did Vice Chair Collins; Trustees Buonomo and Campbell.

Chair Furman asked President Caret, General Counsel Heatwole and Senior Vice President Wilda to remain for the executive session.

The time was 11:30 a.m.

Zunilka Barrett
Secretary to the Board of Trustees