

**UNIVERSITY OF MASSACHUSETTS
AMHERST•BOSTON•DARTMOUTH•LOWELL•MEDICAL•LAW**

**MINUTES OF THE MEETING OF THE
AUDIT AND RISK COMMITTEE**

Wednesday, April 3, 2024; 8:00 a.m.

Remote Meeting

**Pursuant to the Governor's Order Suspending Certain Provisions of the
Open Meeting Law, G.L. c.30A, s.20 dated March 12, 2020**

Committee Members Present: Chair Scheibel; Vice Chair Sullivan; Trustees O'Brien, Toye and Wu

Committee Members Absent: Trustee Alden

University Administration: President Meehan; General Counsel Lowy; Senior Vice President Calise; Chancellors Reyes, Suárez-Orozco, Fuller, Chen and Collins; Vice Chancellors Mangels, Kirleis, Doyle, Yestramski (Interim) and Lindstedt; Chief Audit Officer David; Assistant Director of Internal Audit Scano; Assistant Vice President of Enterprise Risk Management Packard

Faculty Representatives: Professor Hoagland, UMass Amherst; Professor Haroon, UMass Boston

KPMG: David Gagnon, Engagement Partner; Sara Timmerman, Senior Manager

Documents Used:

- Meeting Minutes: December 11, 2023
- Internal Audit Report, Doc. T24-005
- Enterprise Risk Management Report, Doc. T24-013
- Independent External Auditor Report, Doc. T24-006

Chair Scheibel convened the meeting at 8:04 a.m.

Chief Audit Officer David stated that the Committee continues to meet remotely under the Governor's executive order issued on March 12, 2020, which has been extended until March 31, 2025. The Committee will address necessary and required Action Items for Board vote in open session, and where required, in Executive Session.

Any member of the public wishing to address the Board regarding an agenda item or issue directly related to the UMass publicly posted agenda, must have provided the Secretary of the UMass Board with a written request no later than 24 hours prior to the Board or Committee meeting occurring. The Chair of the Board or Board Committee shall have complete discretion in granting or denying the request to speak, applying applicable UMass and MA Attorney General guidelines, and may limit the duration that each public speaker has to address the Board. The Secretary has received no requests to speak, or to make an audio or videotape of the meeting.

Audit and Risk Committee
April 3, 2024

Chair Scheibel welcomed Trustee Joe Sullivan as the newest Committee member. She noted that Trustee Sullivan is a proud alumnus of UMass Amherst and has spent his career serving the Commonwealth – as a state legislator, mayor of Braintree and executive director of the Massachusetts Lottery. She then announced the meeting’s agenda.

Consideration of Minutes of the prior meeting of the Committee

Chair Scheibel stated that the Committee was provided with a draft copy of the minutes of the December 11, 2023 meeting and asked for any corrections. With no corrections, the minutes were approved.

Internal Audit Report

Chief Audit Officer David briefed the Committee on the progress made against the Fiscal Year 2024 Internal Audit Plan by his team during the first half of the fiscal year and provided an update on the Committee’s and Internal Audit’s priorities. Assistant Director of Internal Audit Scano provided the Committee with a walkthrough of Internal Audit’s fraud investigative processes that highlighted the importance of Internal Audit’s role in the University’s overarching fraud risk mitigation program.

Chief Audit Officer David also provided a status of external audit activity around the University, including the University’s Federal Uniform Guidance and Massachusetts Office of Student Financial Assistance (“MOSFA”) audits, state audits, and federal grant audits.

Enterprise Risk Management Report

Assistant Vice President of Enterprise Risk Management Packard provided an Enterprise Risk Management Program update and highlighted the completion of the fiscal year 2024 risk assessment and its impact on the top ten priority risks, including the addition of artificial intelligence (“AI”) as a risk and the upcoming biennial Enterprise Risk Management Report. President Meehan made comments regarding the upcoming “AI Symposium: The Impact of Artificial Intelligence” being hosted by the system-wide Artificial Intelligence Impact Working Group that will explore the impact of AI on higher education and the world. Committee members asked questions to which President Meehan responded.

Independent External Auditor Report

Mr. Gagnon and Ms. Timmerman presented results from KPMG’s Federal Uniform Guidance and MOSFA audits. Mr. Gagnon highlighted that there were no material control weaknesses or significant control deficiencies identified, and no Federal Uniform Guidance or MOSFA findings. Mr. Gagnon went on to provide a higher education industry update that focused on several areas, including cybersecurity awareness and training, new disclosure requirements and revisions to accounting and auditing standards.

There being no further business, Chair Scheibel adjourned the meeting. The time was 8:49 a.m.

Chelsey L. Burke
Assistant Secretary to the Board