



**Board of Visitors  
Audit, Integrity and Compliance Committee  
12:15 p.m.  
March 21, 2024  
James Branch Cabell Library  
901 Park Avenue – Room 311  
Richmond, Virginia**

**MINUTES**

**COMMITTEE MEMBERS PRESENT**

Mr. Peter Farrell, Chair  
Dr. Dale Jones  
Mr. H. Benson Dendy, III  
Mr. Edward McCoy  
Mr. P2 Sandhu

**COMMITTEE MEMBERS PRESENT VIRTUALLY**

Ms. Ellen Fitzsimmons, Vice Chair

**OTHER BOARD MEMBERS PRESENT**

Mr. Todd Haymore, Rector

**COMMITTEE MEMBERS ABSENT**

Mr. Keith Parker

**OTHERS PRESENT**

Mr. David Litton, *Interim Executive Director, University Audit and Compliance Services*  
Dr. Michael Rao, *President*  
Mr. Jacob Belue, *Associate University Counsel*  
Staff from VCU

**CALL TO ORDER**

Mr. Peter Farrell, Chair, called the meeting to order at 12:15 p.m.

**APPROVAL OF MINUTES**

Mr. Farrell asked for a motion to approve the minutes of the December 7, 2023 meeting of the Audit, Integrity and Compliance Committee, as published. After motion duly made and seconded the minutes of the December 7, 2023 Audit, Integrity and Compliance Committee meeting were approved. A copy of the minutes can be found on the VCU website at the following webpage <https://bov.vcu.edu/meetings/minutes/>.

## **REPORTS AND RECOMMENDATIONS**

### **Audit, Integrity and Compliance Committee Dashboard Measures**

David Litton presented the current status of the dashboard measures. Indicators for Data Security and Planned Audits were yellow and all other indicators were green.

### **Report from the Executive Director of Audit and Compliance Services**

David Litton reported the results of two recent audits involving Service Contract Management and SCHEV Reporting. There were no Board level findings. He also provided an update on the fiscal year 2024 audit work plan. Suzanne Milton, Chief Ethics and Compliance Officer, provided an Ethics and Compliance update. She noted the volume of reported concerns for the first six months of fiscal year 2024 is steady or trending down, 21 percent of the reported concerns were made anonymously compared to 30 percent over the same period last year (a positive trend), and 17 percent of reported concerns have been substantiated compared to 36 percent over the same period last year. She highlighted the results of the new conflicts of interest and commitment disclosure process which is 82% complete, including over 800 disclosures recorded by faculty and staff for review in response to our questionnaire. She also described the new integrity survey which will launch to faculty and staff in April to gather information on employee's perception of VCU's culture. Finally, she reported on VCU's work to improve the process for reporting Clery data, including reviewing the pending recommendations of an external consultant, deciding on a plan of action, and responding to a Department of Education audit of our process.

### **Data Governance Update**

Mr. Michael Bourgeois, the Associate Vice Provost of Institutional Research and Decision Support provided a report including a definition of data governance, what an analytic-informed institution looks like, where VCU is on the maturity spectrum and what strategies VCU needs to implement.

### **Equity and Access Services Update**

Cleo Magwaro, Associate VP of Institutional Equity, provided information and data concerning VCU's compliance programs related to civil rights; Americans with Disabilities Act and accessibility; equal employment opportunity/affirmative action; protection of minors; and, sex-based discrimination (also referred to as Title IX).

### **Information Technology Update**

Alex Henson, Chief Information Officer updated the committee on major projects including the new technology operations center, Generative AI, VCU Alert changes, Mobile App redesign and Research Computing review. He also provided updates on Information Security, and Audit and Compliance activities.

## **CLOSED SESSION**

On motion made and seconded, the Audit, Integrity, and Compliance Committee of the Virginia Commonwealth University Board of Visitors convened into closed session under Section 2.2-3711 (A)(7), of the Virginia Freedom of Information Act for the discussion of matters requiring the provision of legal advice by counsel, relating to an update on potential and current litigation in state and federal courts and other legal matters relating to pending investigations; and pursuant to Section 2.2-3711 (A) (7), (8) and (19) for discussion of specific cybersecurity vulnerabilities and briefing by staff concerning actions taken to respond to such matters, specifically pertaining to data security and certain IT processes.

### **RECONVENED SESSION**

Following the closed session, the public was invited to return to the meeting. Mr. Farrell, Chair, called the meeting to order. On motion duly made and seconded the following resolution of certification was approved by a roll call vote:

#### **Resolution of Certification**

**BE IT RESOLVED**, that the Audit, Integrity, and Compliance Committee of the Board of Visitors of Virginia Commonwealth University certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements under this chapter were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion by which the closed session was convened were heard, discussed or considered by the Committee of the Board.

<b><u>Vote</u></b>	<b><u>Ayes</u></b>	<b><u>Nays</u></b>
Mr. Peter Farrell, Chair	X	
Ms. Ellen Fitzsimmons, Vice Chair	X	
Dr. Dale Jones	X	
Mr. H. Benson Dendy, III	X	
Mr. Edward McCoy	X	
Mr. P2 Sandhu	X	

All members responding affirmatively, the motion was adopted.

### **ADJOURNMENT**

There being no further business Mr. Farrell, Chair, adjourned the meeting at 1:27 p.m.

ATTACHMENT A

# VCU BOARD OF VISITORS

Audit, Integrity and Compliance Committee  
March 21, 2024



# For Action: Approval of Minutes

- Audit, Integrity and Compliance Committee Meeting held on December 7, 2023
- Motion to approve the Minutes

# Committee Dashboard Measures

- Data Governance Program
- Data Security
- ERM Mitigation Plans
- Planned Audits
- Planned Special Projects
- Ethics and Compliance Program Oversight

# Service Contract Management

***Conclusion: There were adequate procedures for the management of centralized and decentralized service contracts.***

## No Board Level Findings

### Audit Scope:

- Vendor performance per the contract's terms and conditions
- Monitoring of vendor performance
- Timely and accurate payment to vendors



# SCHEV Reporting

***Conclusion: Sufficient measures were in place to ensure that VCU submits required SCHEV reports timely and accurately.***

## No Findings

### Audit Scope:

- Processes of developing data for SCHEV required reports
- Data management and sourcing for data used in SCHEV reporting
- Verification of report data





# Audit Findings Status Update

VPs attested that 26 of 32 audit recommendations outstanding are on target to meet their due date. Full schedule provided in handouts.

Finding	Due Date	Revised Due Date	VP on Target
Include the Data and Intellectual Property Addendum in the Maxient Contract (Maxient IT Control Review)	Jan 2024	March 2024	N
Evaluate and Improve Usage of the Blackbaud Award Management System Globally (Unused Scholarships)	Dec 2023	December 2024	N
Strengthen Policy Statements for Clarity and to Designate Process Ownership (Unused Scholarships)	Dec 2023	December 2024	N



N – Target in Jeopardy or Already Missed

# Audit Findings Status Update

Continued

Finding	Due Date	Revised Due Date	VP on Target
Improve Banner Reconciliation Process (University College Internal Control Compliance Review)	Aug 2023	August 2024	N
Improve Records Management Processes (Global Education Internal Control Compliance Review)	Sept 2023	April 2024	N
Improve ARMICS Testing and Documentation (Global Education Internal Control Compliance Review)	April 2024	May 2024	N

N – Target in Jeopardy or Already Missed

# Item For Information

Discussion of Modification to FY2024 Audit Work Plan

# Integrity and Compliance Mid-year Report

## Fiscal Year 2024



# Reported Concerns Mid-year Update

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- Reported concerns volume steady compared to last year
- Substantiated cases demonstrate comfort of students, staff in reporting despite pressure, fear of retaliation
- Anonymous rate continues to be low (21%) indicating trust in the process
- Top substantiated matters
  - Ethics violations (6)
  - Health and safety (4)
  - Abuse of power (2)
  - Fraud/accounting issues (2)

Good progress on first distribution of COIC questionnaire to faculty/select staff; continue to support supervisors in reviewing, resolving disclosures

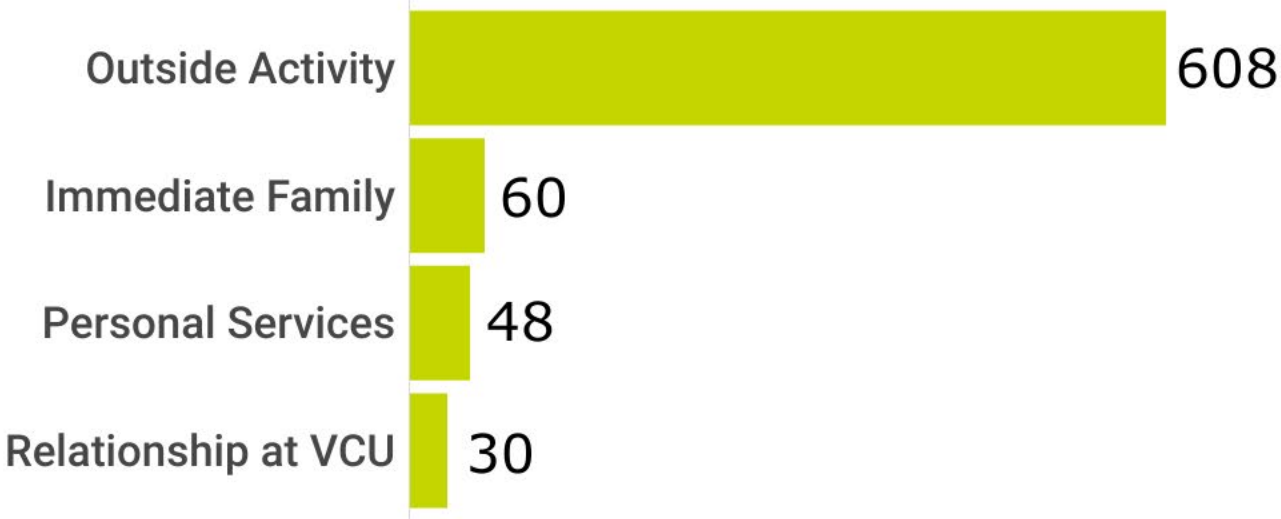
2,039

employees received the questionnaire prompting disclosures.

804

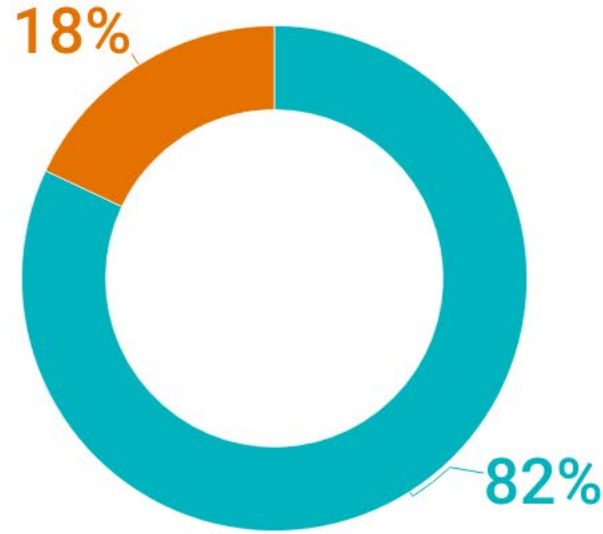
disclosures of outside activities or relationships have been submitted so far.

### Most Common Disclosure Types



● Disclosure Categories

### Questionnaire Completion as of 3/1/24



● Complete ● Incomplete

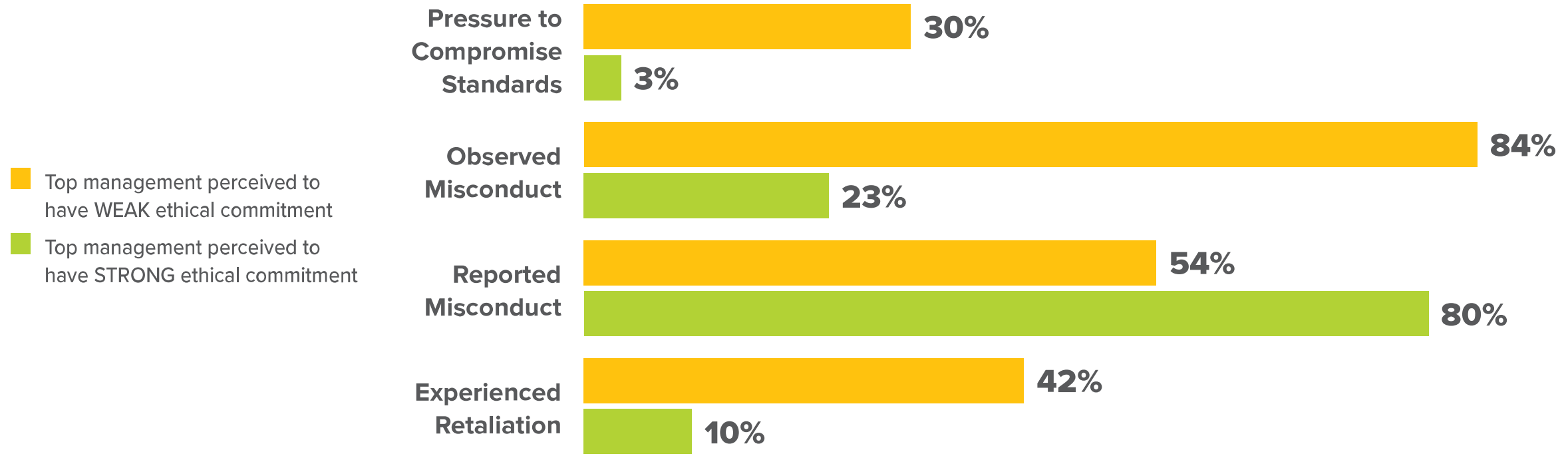
# Culture: Integrity Survey Launches April 5, 2024

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- Hosted externally by Ethics and Compliance Initiative (ECI) to ensure maximum comfort and confidentiality for responders
- 15 questions, all but two benchmarked to larger U.S. data set and/or smaller data set of other colleges and universities, designed to get at key perceptions of culture and integrity
- ICO will report this data to business units and departments, and actively partner with them to understand their results and make progress in sustaining a culture of integrity and openness.

# Why Measure Culture

When leaders demonstrate a commitment to ethics, workplace integrity improves significantly.\*



\*Ethics and Compliance Initiative (ECI), July 2023 Fellows Meeting, taken from 2023 Global Business Ethics Survey (GBES), Fall 2023.



# Clery Act Reporting Update

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- In December, 2023, **VCU issued a correction to its Clery data for 2021 and 2022** in four categories, based on a staff error. The correction was **accompanied by a press release** explaining what happened and committing to improve our data collection process. As required by the Clery Act, we also **posted the corrected copy** and notified our VCU community of the change.
- **VCU Police hired a consultant** to perform a **review of our data collection and consolidation process** for the Annual Security Report. The consultant **conducted a site visit and interviews on March 6 and 7** and **will issue his report and recommendations soon**.
- **VCU has created a Clery Executive Review Committee** that will **receive and review the Annual Security Report and Clery data 45-60 days before release** each year. This committee will be **chaired by our office (ICO)** and **will also include Safety and Risk Management, Student Affairs, EAS** and others, as needed. VCU has also **reinstated regular collaboration meetings involving VCU Police, Student Affairs, Title IX** and others **to ensure timely data comparison/validation** throughout the year.

# Data Governance Update

**Michael Bourgeois, Ph.D.**  
**Associate Vice Provost, IRDS**

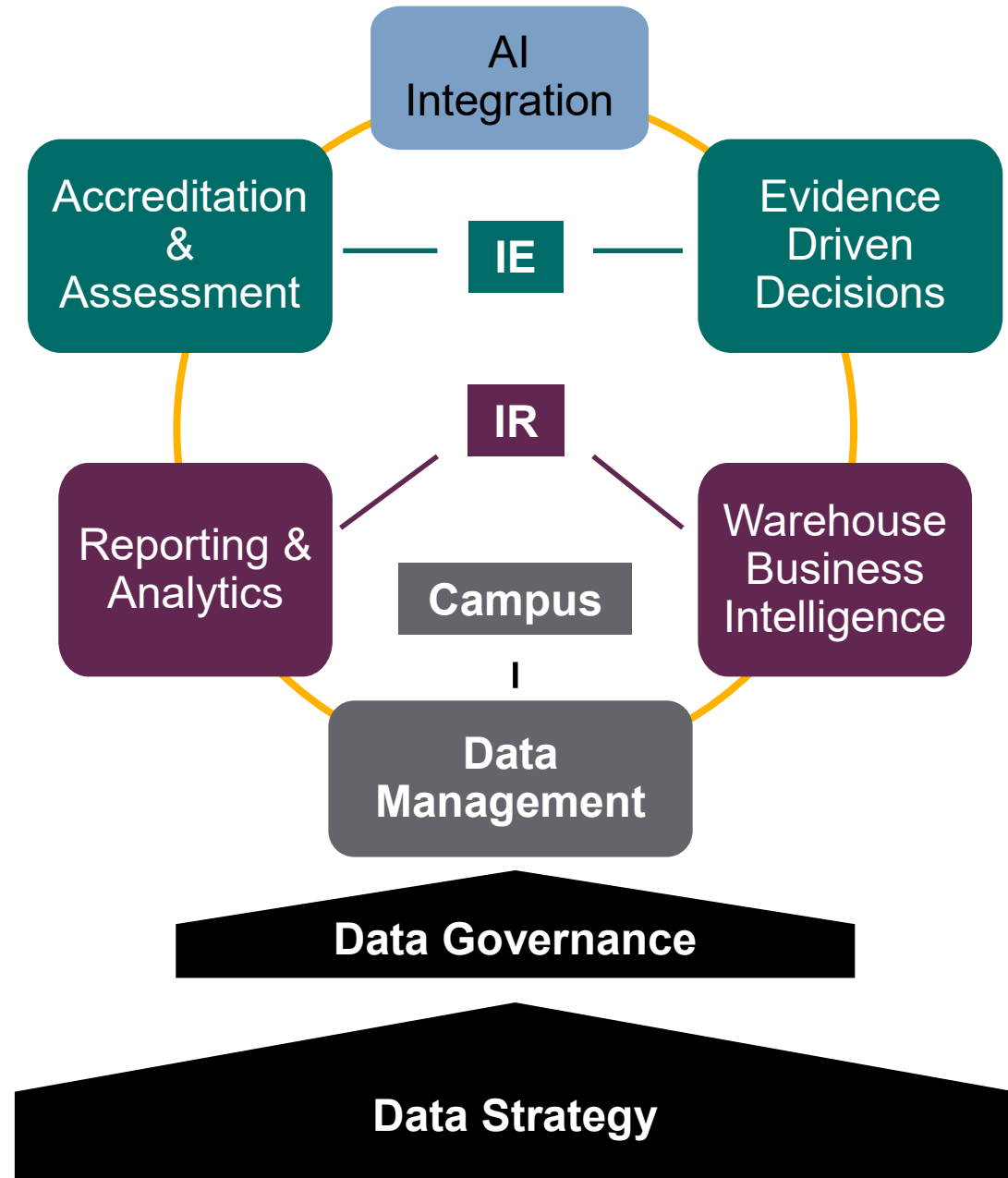


# You can't manage what you don't define

“**Data Governance** is a system of decision rights and accountabilities for information-related processes, executed according to agreed-upon models which describe who can take what actions with what information, and when, under what circumstances, using what methods.”

Data Governance Institute retrieved 11.28.2023

Data governance, with a data strategy, is the foundation for institutional data maturity.



# What does a mature, data and analytic-informed institution look like?



Data are valid & reliable



Data system ensures consistency and quality



There are minimal intermediaries; they are responsive to changing needs



Centralizing unit & data managers have strong partnerships



Data are centrally stored & maintained



Data access is simple

# What solutions do we need to get there?

Break through silos and  
improve data integration

Ensure data consistency  
and reliability

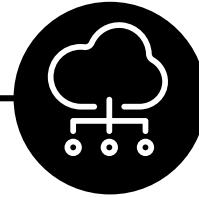
Increase availability of data  
to stakeholders

**Elevate trust to add  
value to a data-  
informed culture**

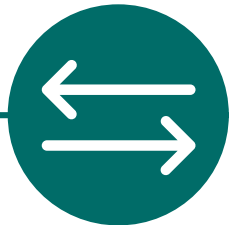
# Where are we now?



We are aligning our DIMC efforts to support a mature data culture



We are evaluating existing and potential data warehouse solutions



Culture shift: There is a desire for data maturity



The response rate from data owners is improving



We are modernizing and creating new data dashboards

# Our Path Forward

## Formalize a Data Strategy

What do we want to achieve? How can data get us there?

## Master Data Management

Audit, design, propose, and build. Organize assets in one location & standardize definitions.

## Revise & Relaunch Data Governance

Establish policies, roles, and responsibilities around how we engage data.

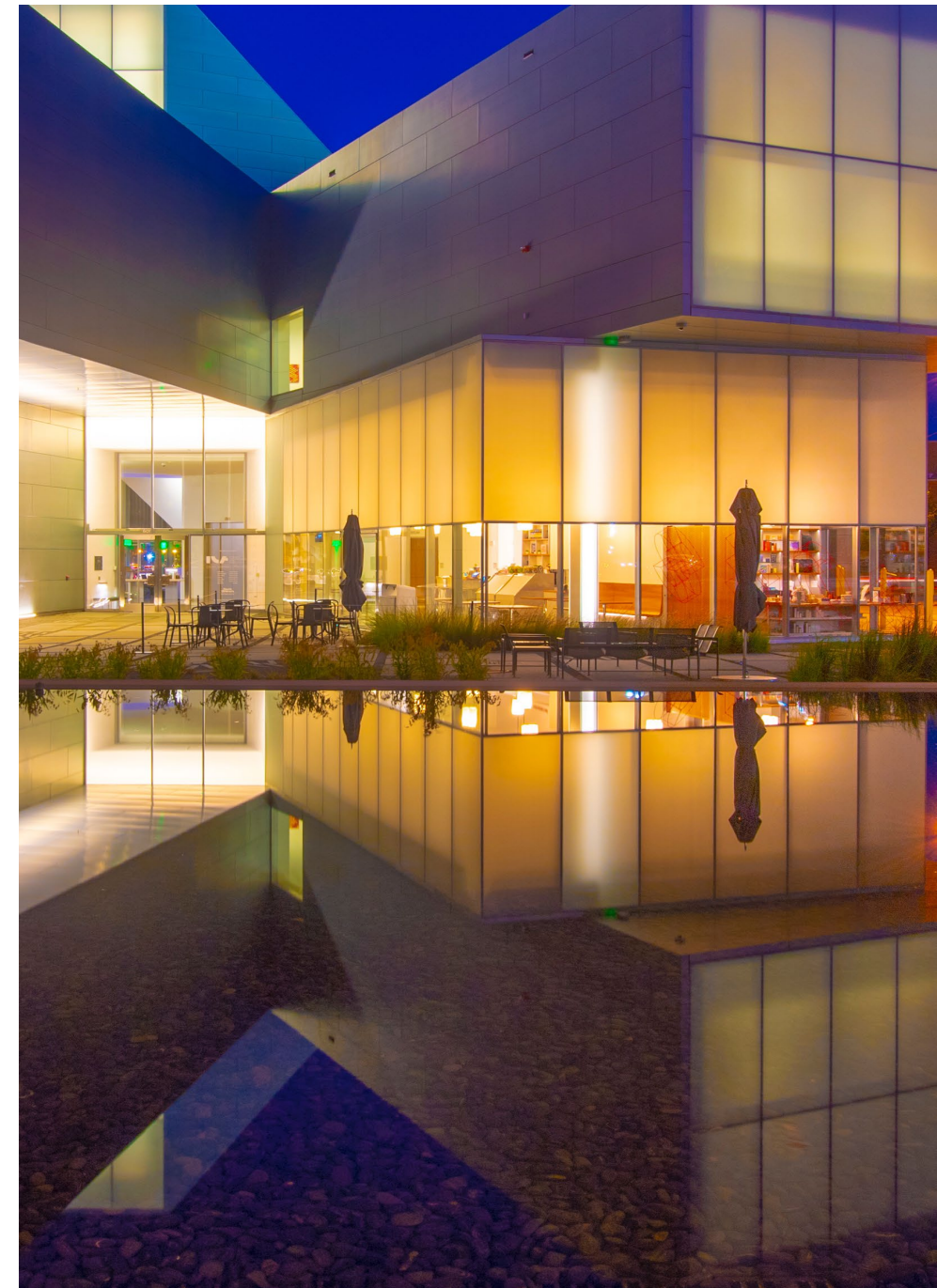
## Champion the New Vision

Host learning sessions and facilitate bi-directional communication for data stewards.

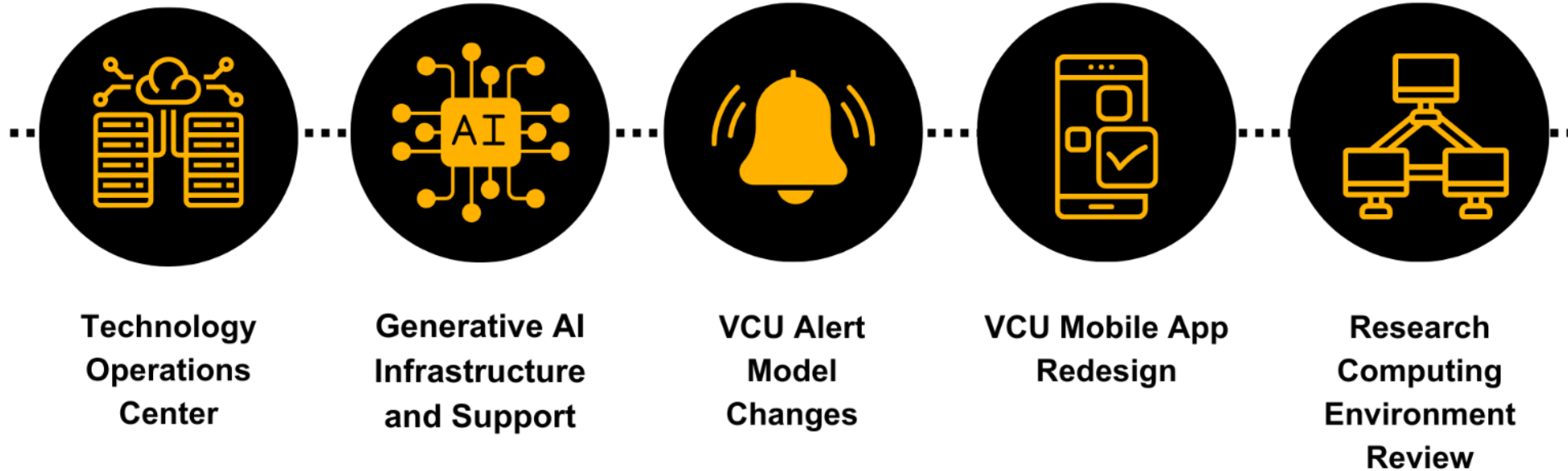


# Information Technology Update

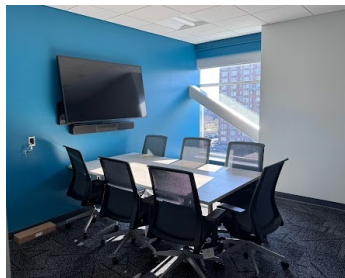
Alex Henson, Chief Information Officer



# Major Project Updates



# Technology Operations Center



## Key Milestones:

- Notified of requirement to vacate 900 E. Main in April, 2021
- Construction of new building approved by BOV in October, 2021
- Construction started in Spring, 2022
- Building completed in March, 2024
- Data Center Migration underway with expected completion July, 2024

## Scope of Data Center Migration:

- Rebuilding entire campus data and telephony network in new facility
- 256 pieces of equipment presently in scope
  - 154 new devices to be installed in TOC
  - 102 devices to be moved from 900 E. Main
- Miles of fiber will be rerouted/installed
- No substantial down time allowed
- Decommissioning of 900 E. Main facility

# Security Updates

**Mandatory  
IT Security  
Training**



**Multi Factor  
Authentication  
Changes**



**Security  
Infrastructure  
Improvements**

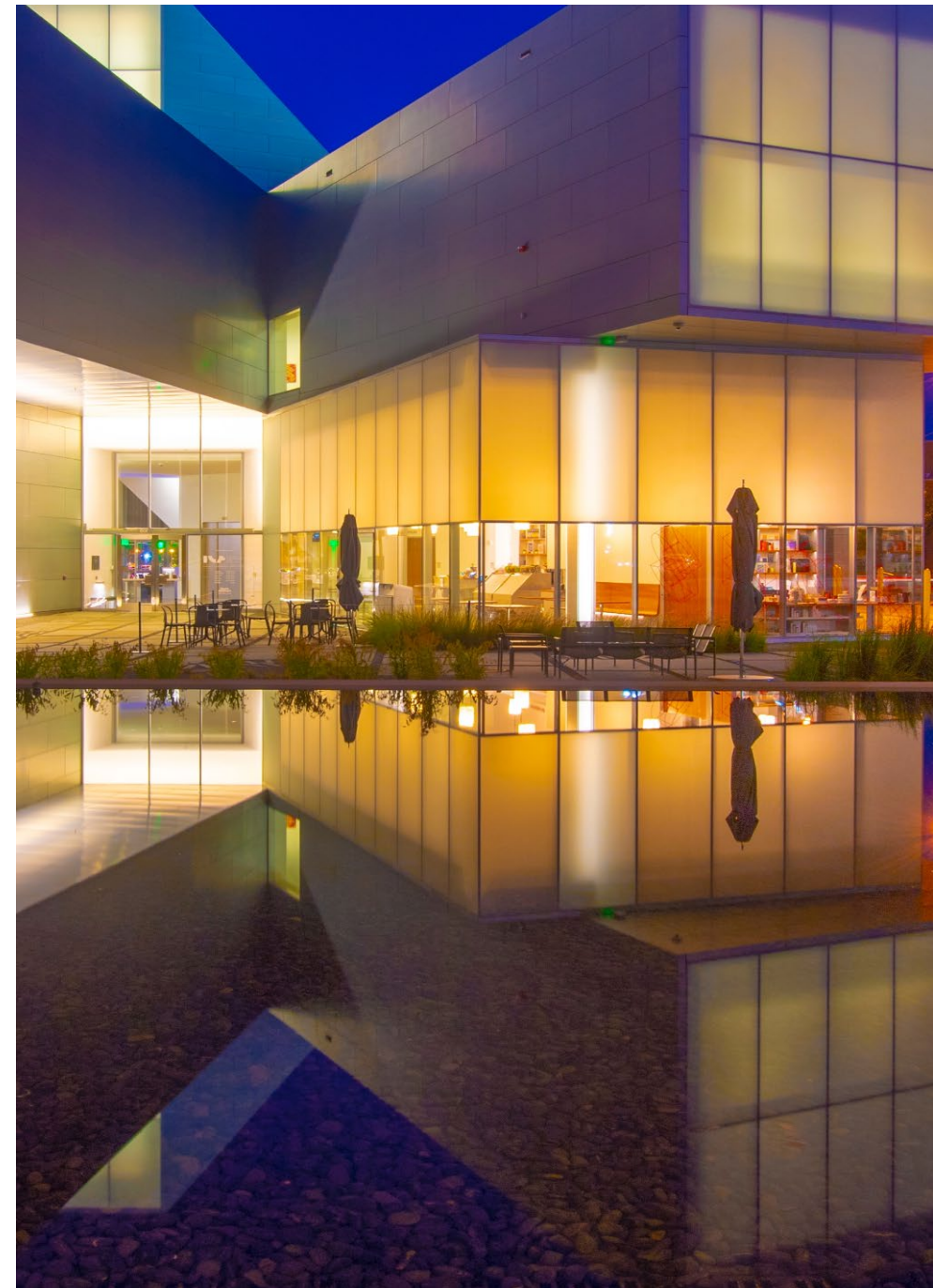


# Audit & Compliance Activity



- Internal Audits: Average of 5 per year
  - 3 risk based IT audits larger in scope
  - 2 IT control reviews
- Annual IT Control Review by Virginia Auditor of Public Accounts
- Annual Penetration Testing as part of GLBA and PCI DSS compliance
- This Year: Cybersecurity Audit of Higher Ed institutions being conducted by Office of the State Inspector General
- Information Security Office conducts Security and Accessibility Reviews of IT purchases through VCU IT Governance
- Information Security Office conducts annual review of key third party providers

# Equity & Access Services



# Overview

VCU

EAS achieves compliance with state and federal civil rights laws and regulations across 4 units:

- ADA/Accessibility Services Office
- Equal Opportunity and Affirmative Action Office
- Protection of Minors Office
- Title IX Office

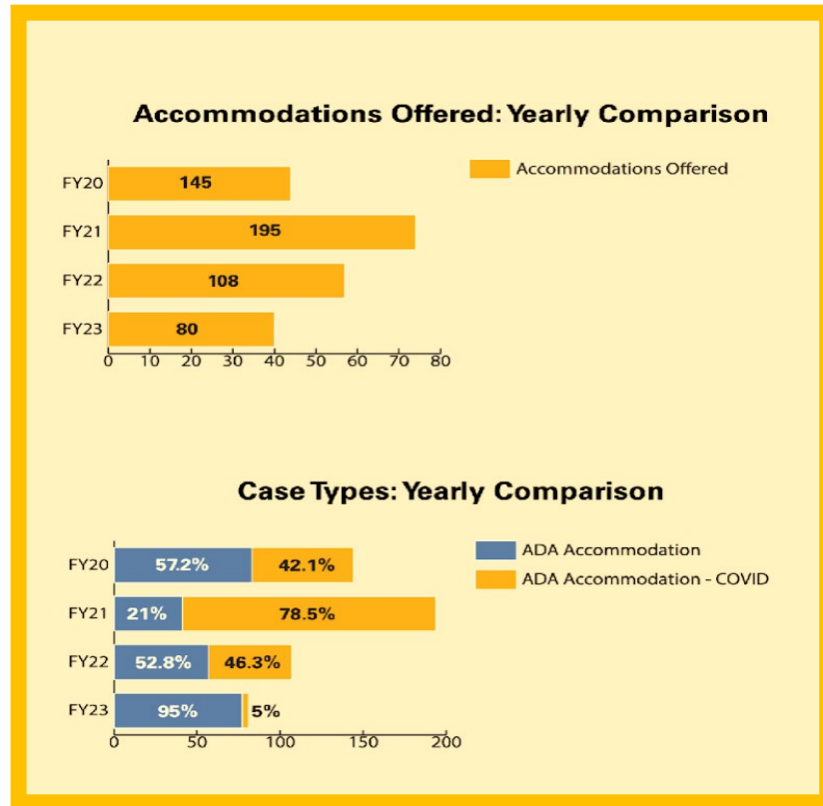
Our [Annual Reports](#) highlight our data. There has been improvement in data collection since 2021, and we will have more robust trends data for comparison, over time.



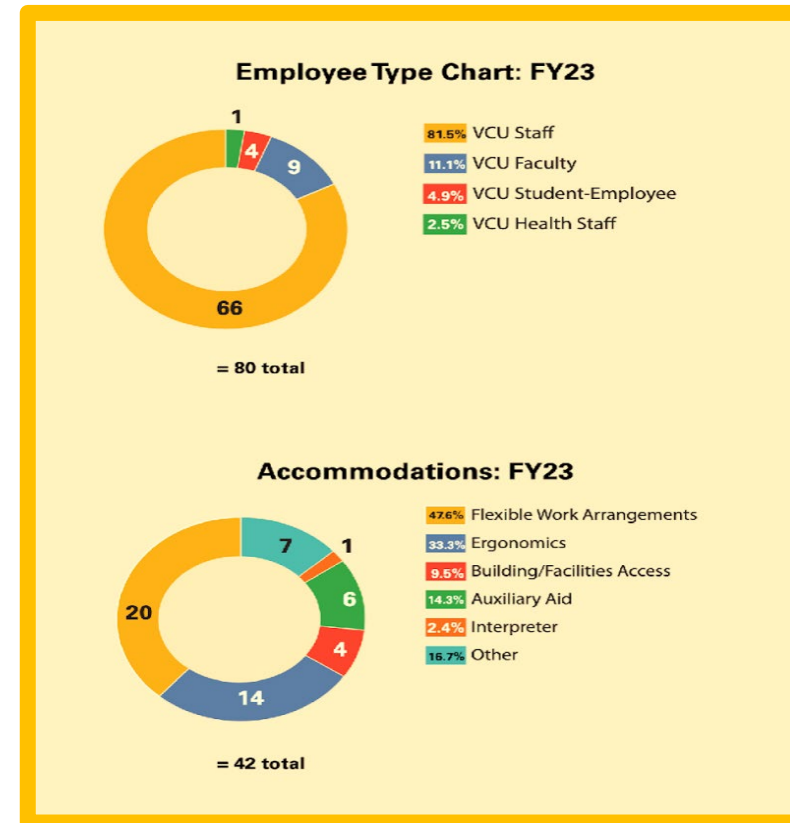
# ADA & Accessibility

The image depicts a modern, brightly lit interior space, likely a university or research building. A wide, multi-level staircase with light-colored steps and metal handrails is the central focus. Several people are seen using the stairs: one person is walking up, another is standing on a lower level, and a person is sitting on a ledge nearby. In the foreground, a person is walking past, and a wheelchair is parked on the right. The walls are covered in large digital displays showing various scientific and technological images, including a human skull, a fingerprint, a brain scan, and abstract data visualizations. The overall atmosphere is one of a high-tech, accessible environment.

# ADA accommodations data highlights how flexibility creates inclusion.



Accommodations offered show a correlation with COVID— FY2020-FY2023.



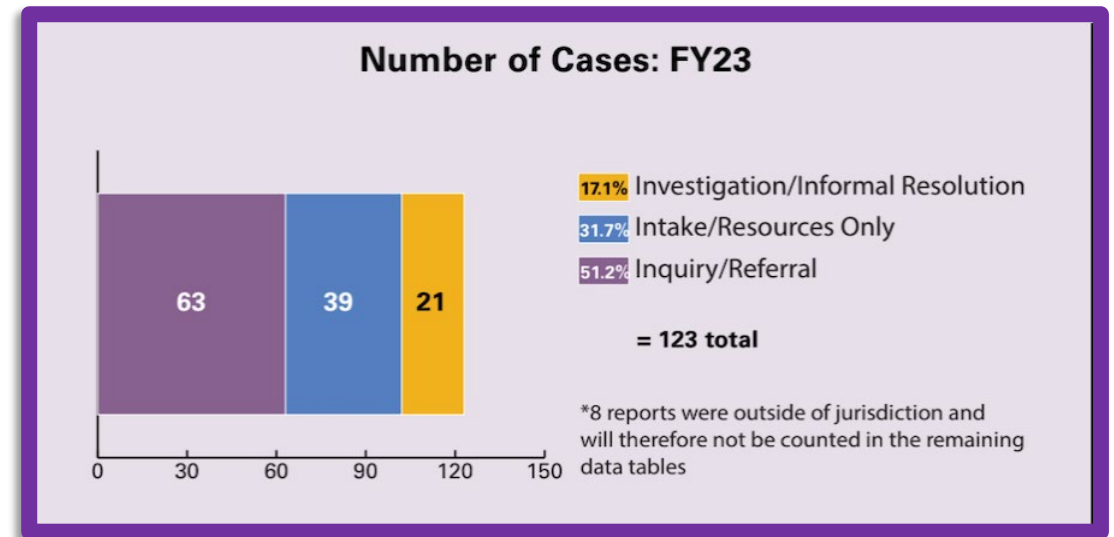
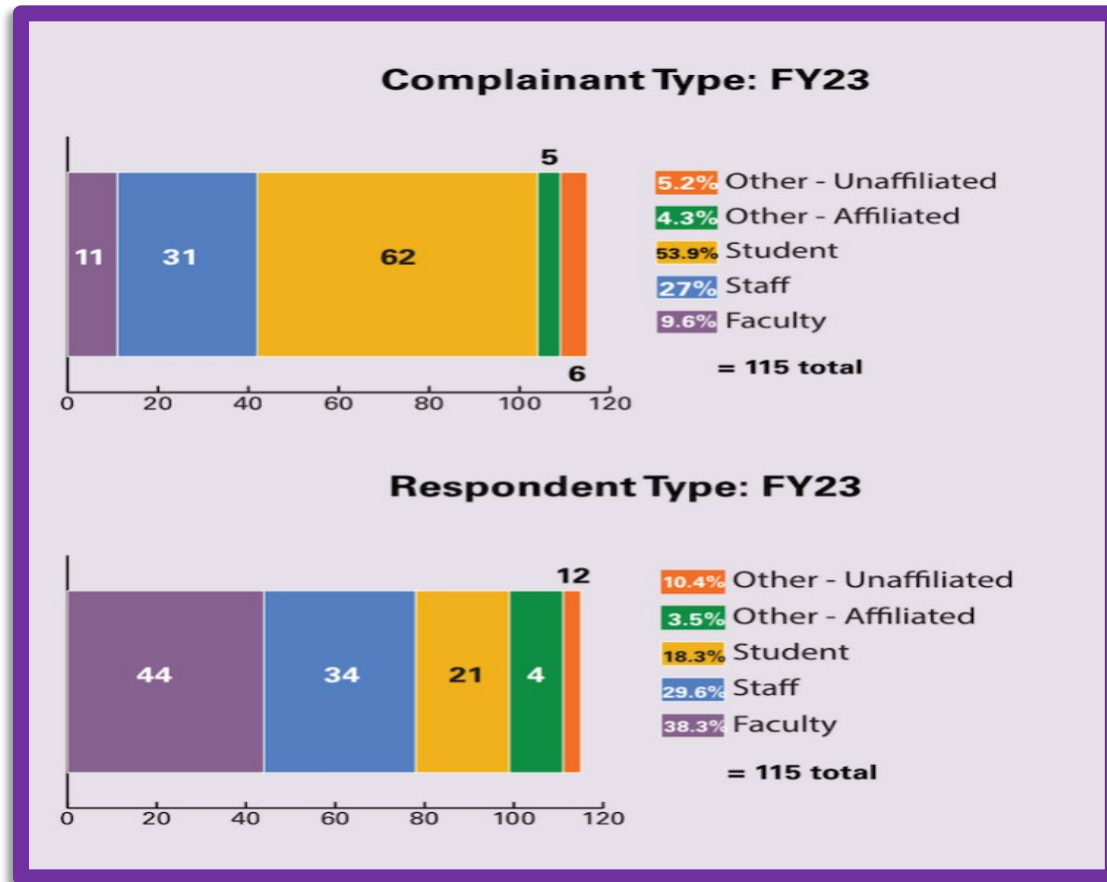
Most ADA accommodations— 47.6% = zero dollars spent.



# Equal Opportunity & Affirmative Action

Majority of complainants are students, while majority of respondents are faculty & staff.

Most concerns do not rise to the level of illegal discrimination.



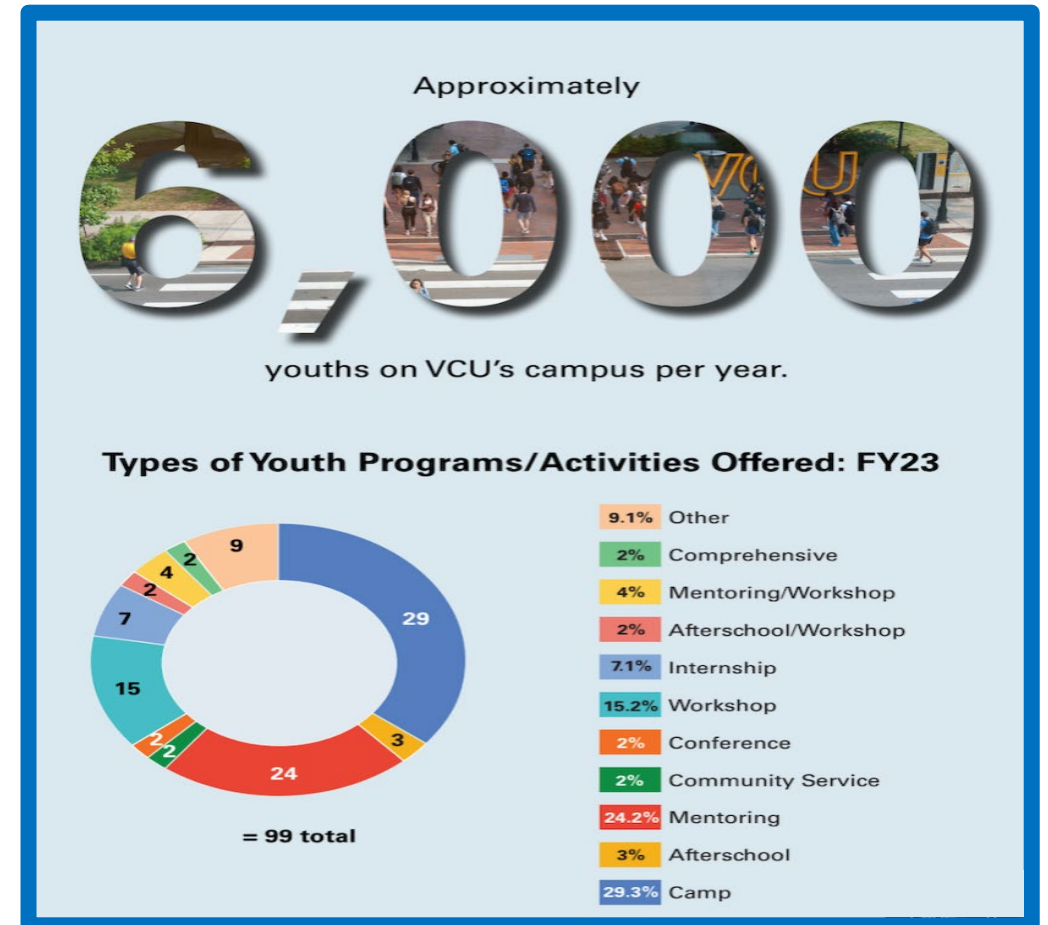
# Protection of Minors



Minors fully migrated to EAS in 2023. As the Minors program strengthens, we will gather more data and trends.

EAS led identification of Minors as an emerging risk across VCU, through the Enterprise Risk Management steering subcommittee.

Increasing programs that build strong ties to VCU's brand and mission creates future students.





# Title IX

## Alleged conduct reported FY23:

- 21.3% - sexual harassment
- 16.7% - rape
- 14.3% - fondling
- 14% - stalking
- 12.4% - sexual exploitation
- 10% - dating violence
- 7.8% - conduct outside TIX / SBM policies (not in jurisdiction)
- 3.2% - domestic violence
- 0.3% - retaliation

**13,104**

sexual assault awareness trainings completed.

## Affiliation

Most complainants and respondents were affiliated with VCU.



# Thank you for your interest in civil rights outreach and support at VCU

Cleopatra Magwaro

Associate vice president, equity and access services

Office of the President

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Email: [magwaroc@vcu.edu](mailto:magwaroc@vcu.edu)

Website: <https://equity.vcu.edu/>

# Closed Session