

**Florida Agricultural and Mechanical University  
Board of Trustees**



**Audit & Compliance Committee Meeting  
Chair White  
Thursday, June 11, 2026  
8:30 a.m.**

**Committee Minutes**

**Committee Members:** Michael White, Chair; John Crossman, Vice Chair; Emery A. Gainey; Kenneth Jones; and Victor Young

Chair White called the meeting to order. The roll was called, and a quorum was established. Chair White recognized four action items, including approval of the prior meeting minutes, the Division of Audit Annual Work Plan, the Division of Audit Charter, and the Enterprise Risk Management Annual Work Plan.

**ACTION ITEMS**

**Minutes** – The first action item was approval of the February 12, 2026, meeting minutes. Draft minutes were included in the materials. Chair White asked for a motion to approve the meeting minutes. The motion was made by Trustee Crossman and seconded by Trustee Gainey. The motion carried, and the February 12, 2026, meeting minutes were approved.

**Division of Audit Annual Work Plan** – The second action item was consideration of the FY 2026-2031 Division of Audit Annual Work Plan. Chair White recognized Vice President Maleszewski to present the proposed plan.

VP Maleszewski explained that the work plan is risk-based and developed in accordance with Board of Governors regulations and applicable professional standards. The plan includes both annual and multi-year planning components to ensure periodic and required audits remain visible over time. He noted that the plan will remain flexible and may be adjusted as institutional risks and priorities evolve. Key planned activities include:

- Performance-Based Funding Data Integrity Audit/Certification;
- Post-Tenure Review Audit;
- External Quality Assessment Review of the Division of Audit;
- Follow-up on prior audit recommendations; and
- Risk-focused engagements in areas such as artificial intelligence governance, direct support organizations, financial controls, and operational controls.

Chair White recommended elevating the Workday Post-Implementation Review to Tier 1 status within the work plan, and VP Maleszewski agreed to incorporate the change.

Chair White asked for a motion to approve the Division of Audit Annual Work Plan. The motion was made by Trustee Young and seconded by Trustee Gainey. The motion carried, and the Division of Audit Annual Work Plan was approved.

**Division of Audit Charter** – The third action item was the consideration of revisions to the Division of Audit Charter. VP Maleszewski presented the proposed updates, noting that the revisions align the Charter with the Institute of Internal Auditors’ newly adopted Global Internal Audit Standards and strengthen language regarding Board oversight and reporting relationships.

The revised Charter and a redline version were included in the meeting materials. Following the discussion, Chair White requested a motion to approve the Charter revisions. The motion was made by Trustee Young and seconded by Trustee Gainey. The motion carried, and the Division of Audit Charter was approved.

**Enterprise Risk Management Annual Work Plan** – The fourth action item was the consideration of the Enterprise Risk Management Annual Work Plan. In the absence of the Chief Risk Officer, VP Maleszewski presented the plan on her behalf. The proposed work plan focuses on:

- Automation of the enterprise risk management process;
- Enhancement of the University risk registry and risk owner accountability;
- Improved risk communications and monitoring; and
- Continued emphasis on key institutional risks, including AI governance, digital risk, operational resilience, business continuity, cybersecurity, and research security.

Chair White requested a motion to approve the ERM Annual Work Plan. The motion was made by Trustee Crossman and seconded by Trustee Gainey. The motion carried, and the ERM Annual Work Plan was approved.

Chair White then moved to informational items.

## INFORMATIONAL ITEMS

### Chief Compliance and Ethics Officer Update

Chief Compliance and Ethics Officer Rica Calhoun presented a governance-level compliance update highlighting:

- Completion of the required five-year external review of the Compliance and Ethics Program by Huron Consulting Group. The program was assessed as generally conforming with applicable standards, with opportunities identified to further strengthen governance role clarity and management follow-through.
- Ongoing efforts to improve recommendation tracking and corrective action monitoring.
- Results of the FAMU Fundamentals 2026 mandatory compliance training program, which achieved an 88.91 percent completion rate following reconciliation and outreach efforts.
- Athletics compliance monitoring activities, including oversight of eligibility, certification, and progress-to-degree processes.
- Significant reviews and process improvement initiatives related to athletics medical response, workplace culture, leadership conduct, and administrative processes.

- University efforts to address ADA Title II digital accessibility requirements and monitor federal legislative developments.
- EthicsPoint hotline and case management statistics, including governance oversight of complaint intake, triage, and resolution processes.
- Current staffing constraints and prioritization of work based on institutional risk and regulatory requirements.
- Forward-looking priorities, including implementation of recommendations from the external review, modernization of training governance, continued process reviews, and support for enterprise risk assessment activities.

### **Division of Audit Update**

VP Maleszewski provided updates regarding internal audits, external audits, investigations, and corrective action monitoring.

The update included:

#### **Internal Audit Activities**

- Progress on the State of Cybersecurity advisory engagement.
- Commencement of an access management controls review for key University systems.
- Completion activities related to the grants management advisory project.
- Resource constraints resulting from staffing vacancies and support provided to Athletics through a memorandum of understanding.

#### **Audit Follow-Up**

- Status of management corrective actions resulting from prior audit engagements.
- Ongoing monitoring of 58 corrective actions across 12 completed projects involving multiple executive owners.
- Coordination with senior leadership to ensure timely completion of corrective actions.

#### **External Audit Activities**

- Status of the Florida Auditor General's financial statement audit.
- Continued progress toward completion of required athletics, agreed-upon procedures, engagements, and annual financial statement audits.
- Athletics audit readiness efforts and financial control enhancements.
- Progress on research security initiatives and the Controlled Unclassified Information (CUI) readiness assessment.
- University efforts to strengthen financial controls and support timely financial statement preparation.

#### **Investigative Activities**

VP Maleszewski presented a high-level summary of investigative workload and case management activities, including:

- Current investigative caseload;
- Progress in reducing aged cases;
- Status of corrective actions resulting from completed investigations; and
- Continued efforts to improve timeliness while complying with statutory whistleblower requirements.

Committee discussion included investigative case aging, timeliness of investigations, external quality assurance mechanisms, and the Division of Audit's pursuit of investigative accreditation through the Florida Commission for Law Enforcement Accreditation. Chair White expressed concern regarding the age of certain investigative matters and discussed the potential use of an external agreed-upon procedures engagement or similar independent assessment to evaluate adherence to established investigative policies, procedures, and timeliness expectations. President Johnson expressed support for continued process improvement efforts and for obtaining external validation and assessment of investigative processes.

Committee members also discussed:

- The importance of maintaining confidence in institutional reporting processes;
- Continued improvement in investigative timeliness;
- Cybersecurity and role-based access controls;
- Risks associated with artificial intelligence and emerging technologies; and
- The need for a coordinated institutional approach to technology governance and enterprise risk management.

Chair White noted the importance of integrating AI governance and technology risk into the University's broader strategic planning and oversight framework.

Pursuant to Article 5.9 of the Board Operating Procedures, Chair White moved to add an agenda item concerning the Florida A&M University National Alumni Association (NAA) for Committee consideration. Trustee Young seconded the motion. The motion carried.

Chair Gibbons then discussed concerns that had been brought to his attention regarding certain NAA financial, governance, and spending matters. Chair Gibbons noted his fiduciary responsibilities as Board Chair and expressed concern regarding expenditures, compliance with organizational rules and bylaws, and the overall governance environment of the organization. He stated that additional review and investigation of certain matters appeared warranted and recommended that the President, in coordination with appropriate Foundation leadership and consistent with applicable NAA governing documents, evaluate the concerns, undertake any necessary review or investigation, and report back to the Board regarding findings, corrective actions, and recommendations.

Committee members discussed broader governance and oversight considerations associated with University Direct Support Organizations, including fiduciary accountability, internal controls, organizational governance, and oversight responsibilities. Chair White noted that the matter aligned with ongoing discussions regarding Direct Support Organization governance and risk management and indicated that he would continue to work with the President regarding appropriate next steps.

There being no further business, Chair White adjourned the meeting.