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| **Attendees** |  |
| Committee Members**:**Board of Trustees:UConn Health Board of Directors: | Mark Boxer, Andrea Dennis-LaVigne, Jeanine GouinFrancis Archambault, Jr., Richard Carbray, Jr., Timothy Holt |
| Other Trustees: | Daniel Toscano |
| University Staff: | Radenka Maric, Christopher Bernard, Lloyd Blanchard, Jeffrey Blumenthal, Kimberly Fearney, Nicole Gelston, Jeffrey Geoghegan, Andrea Keilty, Dennis Leber, Bruce Liang, Peggy McCarthy, Rick McCarthy, Michael Mundrane, Gregory Perrotti, Angelo Quaresima, Rachel Rubin, Janel Simpson, Scott Simpson, Eric Soares, Michelle Williams |
| External Invitees: | Katie Davis, John Harrison, Darryn McGarvey, Shane Metzler, Taylor Puuri |

Vice-Chair Boxer convened the Committee at 10:00 a.m.

1. Executive Session

On a motion by Director Carbray, seconded by Trustee Dennis-LaVigne, the Committee voted unanimously to go into executive session to discuss:

* C.G.S. 1-210(b)(1) – Preliminary drafts or notes that the public agency has determined that the public’s interest in withholding such documents clearly outweighs the public interest in disclosure;
* C.G.S. 1-200(6)(B) – Records or the information contained therein pertaining to strategy and negotiations with respect to pending claims;
* C.G.S. 1-210(b)(10) – Records, reports and statements privileged by the attorney-client relationship; and
* C.G.S. 1-210(b)(20) – Records of standards, procedures, processes, software, and codes not otherwise available to the public, the disclosure of which would compromise the security and integrity of an information technology system.

The entire executive session was attended by the following Committee members: Boxer, Archambault, Carbray, Dennis-LaVigne, Gouin, and Holt.

Other Trustees: Toscano.

University Staff: Maric, Blanchard, Blumenthal, Fearney, Gelston, Geoghegan, Keilty, Liang, P. McCarthy, Perrotti, Quaresima, Rubin, J. Simpson, S. Simpson, and Williams.

The following University staff were in attendance for part of Executive session:Bernard, R. McCarthy, Mundrane, and Soares.

The Executive Session ended at 10:30 a.m., and the Committee returned to Open Session at 10:31 a.m.

2. Public Participation

No members of the public signed up to address the Committee.

3. Minutes of the September 29, 2022, meeting

On a motion by Director Archambault, seconded by Trustee Dennis-LaVigne, the Committee voted to unanimously approve the minutes of the September 29, 2022, meeting.

4. External Audit Activities

Interim Associate Vice President and Chief Audit Executive Quaresima provided an update on the status of external audit engagements and requested that the Committee approve the appointment of Pharmacy Consultants, Inc., DBA 340B Compliance Partners, to Conduct Audits of UConn Health’s 340B Drug Pricing Program.

On a motion by Director Archambault, seconded by Trustee Dennis-LaVigne, the Committee voted to unanimously approve the appointment of Pharmacy Consultants, Inc., DBA 340B Compliance Partners, to Conduct Audits of UConn Health’s 340B Drug Pricing Program.

Darryn McGarvey and Taylor Puuri from CliftonLarsonAllen LLP (CLA) presented their audits of Financial Statements for the Fiscal Year Ended June 30, 2022, of UConn Health’s John Dempsey Hospital, University Medical Group & Finance Corporation.

Shane Metzler and Katie Davis from James Moore & Co (JMCO) presented their Independent Accountant’s Report on Applying Agreed-Upon Procedures Performed on the Division of Athletics as Required by NCAA Bylaw 3.2.4.17.1 for Year Ended June 30, 2022.

John Harrison from the Auditors of Public Accounts presented the University of Connecticut and University of Connecticut Health Center Single Audit for the year ended June 30, 2021.

5. Significant Internal Audit Activities

Mr. Quaresima provided an update on the status of internal audits. The Committee reviewed five audit reports and accepted four. He also provided an update on the status of internal audit findings.

6. Compliance Activities

Associate Vice President and Chief Compliance Officer Fearney provided the Committee with two policies for approval, the Policy on Instruction and Training for Newly Appointed and Elected Members of the Board of Trustees and the Policy on Board of Trustees Conflict of Interest.

On a motion by Director Archambault, seconded by Trustee Dennis-LaVigne, the Committee voted to unanimously approve the Policy on Instruction and Training for Newly Appointed and Elected Members of the Board of Trustees.

On a motion by Director Archambault, seconded by Trustee Dennis-LaVigne, the Committee voted to unanimously approve the Policy on Board of Trustees Conflict of Interest.

Ms. Fearney provided the Committee with a presentation on University Compliance Data and Trends as well as an update on significant compliance activities.

7. Information Technology Updates

Vice President and Chief Information Officer Mundrane and Chief Information Systems Security Officer Bernard provided an update on the UConn information technologies.

Mr. McCarthy provided an update on UConn Health information technologies.

8. Other Business

The Committee was provided the JACC meeting schedule for the calendar year 2023.

9. Adjournment

On a motion by Director Archambault, seconded by Trustee Dennis-LaVigne, the Committee voted unanimously to adjourn the meeting. The Committee adjourned at 11:09 a.m.

Respectfully submitted,

Karen Violette