



UNIVERSITY SYSTEM  
of MARYLAND

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OFFICE OF INTERNAL AUDIT

## MEMORANDUM

**TO:** Members of the Audit Committee

Mr. Norman R. Augustine (chair)  
Mr. Joe Bartenfelder  
Mr. James T. Brady (ex officio)  
Ms. Ellen Fish  
Ms. Linda Gooden (vice chair)  
Mr. Barry P. Gossett  
Mr. Louis M. Pope

**FROM:** David Mosca – Director, Internal Audit

**DATE:** May 31, 2018

**RE:** USM BOR Audit Committee Meeting – June 06, 2018

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The Audit Committee of the USM Board of Regents will convene at the University System of Maryland Office (USMO) in Adelphi, MD at 10:00 a.m. on Wednesday, June 06, 2018 in the Chancellor's conference room.

If you will be calling into the meeting instead of attending in person, the dial-in number is: 1-877-960-8069 and the participant code is 4451900.

The meeting agenda, supporting materials and directions to USMO are attached. You may park anywhere in the Elkins building parking lot.

cc: Dr. Robert Caret  
Mr. Suresh Balakrishnan  
Ms. Monique Booker (SB & Co., LLC)  
Ms. Celeste Denson  
Ms. Janice Doyle  
Ms. Ellen Herbst

Ms. Elena Langrill  
Mr. Robert Page  
Mr. Graylin Smith (SB & Co., LLC)  
Mr. Donald Z. Spicer  
Mr. Ted Zalenski

## Directions to USM Office in Adelphi

**University System of Maryland  
Elkins Building  
3300 Metzerott Road  
Adelphi, MD 20783**

### From the North

Take I-95 South to exit 27 (stay in left hand lane on exit ramp). Follow signs to Route 1(495/95 South). Take exit 25B (US 1 South) from 495/95 South. Follow US 1 south for approximately one mile. Turn right at Route 193 West (University Blvd.) and follow to Metzerott Road (first traffic light). Turn right onto Metzerott Road and proceed approximately 1/2 mile to the system office sign. Turn right into parking lot.

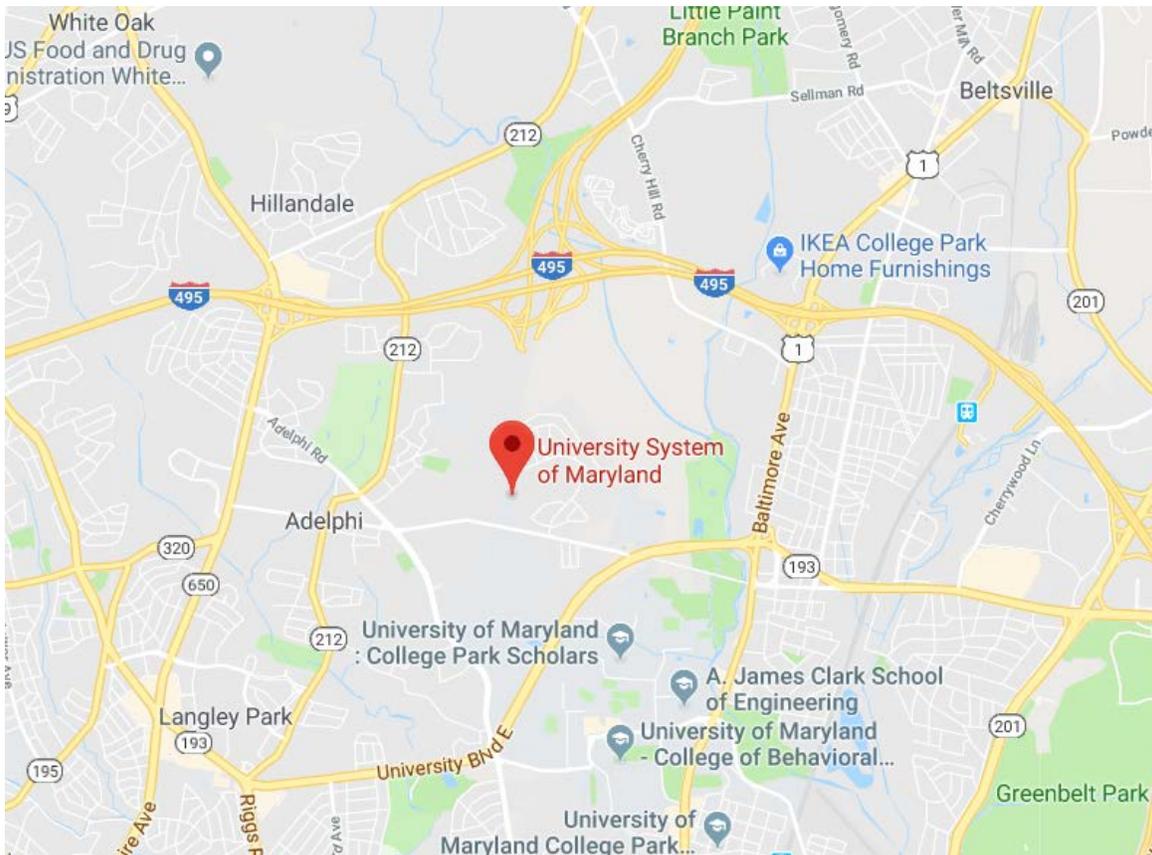
### From the West

Take I-495 to exit 28, New Hampshire Avenue South. At second light, take a left onto Adelphi Road. At the second light, take a left onto Metzerott Road. The Elkins Building is approximately 7/10 of a mile on your left.

### From the East

Take 50 West to I-495 North. Follow I-495 to exit 25, College Park (stay in the left two lanes on exit ramp). Turn left at the traffic light at US 1. Follow US 1 south for approximately one mile. Turn right at Route 193 West (University Blvd.) and follow to Metzerott Road (first traffic light). Turn right onto Metzerott Road and proceed approximately 1/2 mile to the system office sign. Turn right into parking lot.

[Click here for interactive map.](#)





**UNIVERSITY SYSTEM OF MARYLAND  
BOARD OF REGENTS - AUDIT COMMITTEE  
MEETING AGENDA - OPEN SESSION**

**June 6, 2018**

1. [SB & C's Audit Plan for the FYE 2019 Independent Audit](#) (Information) Mr. Smith  
Ms. Booker
  
2. [Policy and Bylaw Review of the Board of Regents' Charge](#) (Information, Discussion & Action) Mr. Mosca
  - Policy VIII-7.20 - Policy on External Audits
  - Policy VIII-7.30 - Policy on Responses to Legislative Audits
  - Policy VIII-7.50 - USM Internal Audit Office Charter
  
3. [Completed Office of Legislative Audit Activity](#) (Information & Discussion) Mr. Mosca
  
4. [Open Action Items from Prior Meetings](#) (Information & Discussion) Mr. Mosca
  
5. [Convene to Closed Session](#) Mr. Augustine



**BOARD OF REGENTS**

SUMMARY OF ITEM FOR **ACTION,**  
**INFORMATION** OR DISCUSSION

**TOPIC:** Convening Closed Session

**COMMITTEE:** Audit Committee

**DATE OF COMMITTEE MEETING:** June 6, 2018

**SUMMARY:**

The Open Meetings Act permits public bodies to close their meetings to the public in circumstances outlined in §3-305 of the Act and to carry out administrative functions exempted by §3-103 of the Act. The Committee on Audit will now vote to reconvene in closed session. The agenda for the public meeting today includes a written statement with a citation of the legal authority and reasons for closing the meeting and a listing of the topics to be discussed. The statement has been provided to the regents, it is posted on the USM’s website and copies are available here today.

**ALTERNATIVE(S):** No alternative is suggested.

**FISCAL IMPACT:** There is no fiscal impact.

**CHANCELLOR’S RECOMMENDATION:** The Chancellor recommends that the BOR Audit Committee vote to reconvene in closed session.

COMMITTEE ACTION:

DATE:

BOARD ACTION:

DATE: 6-6-2018

SUBMITTED BY: David Mosca, 443.367.0035, dmosca@usmd.edu



STATEMENT REGARDING CLOSING A MEETING  
OF THE USM BOARD OF REGENTS

Date: June 6, 2018

Time: 10:00 AM

Location: University System of Maryland Office – Adelphi, MD

STATUTORY AUTHORITY TO CLOSE A SESSION

Md. Code, General Provisions Article §3-305(b):

- (1) To discuss:
  - [ ] (i) The appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom it has jurisdiction; or
  - [ ] (ii) Any other personnel matter that affects one or more specific individuals.
- (2) [ ] To protect the privacy or reputation of individuals with respect to a matter that is not related to public business.
- (3) [ ] To consider the acquisition of real property for a public purpose and matters directly related thereto.
- (4) [ ] To consider a preliminary matter that concerns the proposal for a business or industrial organization to locate, expand, or remain in the State.
- (5) [ ] To consider the investment of public funds.
- (6) [ ] To consider the marketing of public securities.
- (7) [ ] To consult with counsel to obtain legal advice on a legal matter.
- (8) [ ] To consult with staff, consultants, or other individuals about pending or potential litigation.
- (9) [ ] To conduct collective bargaining negotiations or consider matters that relate to the negotiations.

- (10)  To discuss public security, if the public body determines that public discussions would constitute a risk to the public or public security, including:
- (i) the deployment of fire and police services and staff; and
  - (ii) the development and implementation of emergency plans.
- (11)  To prepare, administer or grade a scholastic, licensing, or qualifying examination.
- (12)  To conduct or discuss an investigative proceeding on actual or possible criminal conduct.
- (13)  To comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter.
- (14)  Before a contract is awarded or bids are opened, to discuss a matter directly related to a negotiation strategy or the contents of a bid or proposal, if public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process.

Md. Code, General Provisions Article §3-103(a)(1)(i):

- Administrative Matters

TOPICS TO BE DISCUSSED:

Legislative audit matters that are ongoing and, therefore, confidential; discussion of investigative matters which may lead to criminal prosecution; calendar year 2017 internal audit plan of activity; review of internal audit's proposed 2018 plan of activity; and the committee meeting separately with the independent auditors and the director of internal audit.

REASON FOR CLOSING:

- 1) To maintain confidentiality of discussions of ongoing investigations by the USM Office of Internal Audit's and outside agencies, which potentially could result in criminal prosecutions (§3-305(b)(12));
- 2) To maintain the confidentiality of matters involved in ongoing legislative audits, as required by Section 2-1226 of the State Government Article of the Annotated Code of Maryland (§3-305(b)(13));
- 3) To carry out an administrative function: discussion of proposed calendar year 2017 audit plan of activity by the USM Office of Internal Audit (§ 3-103(a)(1)(i));
- 4) To carry out an administrative function: discussion of calendar year 2017 audit plan of activity by the USM Office of Internal Audit and (§ 3-103(a)(1)(i); and
- 5) To carry out an administrative function: the Committee's separate meetings with the independent auditors and the Director of Internal Audit (§3-103(a)(1)(i)).