



Board of Governors Risk Management and Audit Committee Meeting

<https://us02web.zoom.us/j/83846339722>

Wednesday, 4/27/2022

1:00 - 2:00 PM CT

I. Roll Call Presented By: Governor Chris Waters

II. Approval of the open and closed minutes of the Risk Management and Audit Committee Meeting of February 14, 2022 Presented By: Governor Chris Waters

II. February 14, 2022, Risk Management and Audit Committee Meeting Open Minutes - Page 2

III. Resolution Authorizing Closed Meeting, Pursuant to Section 610.021 (17) of the Revised Statutes of Missouri

III. Closed Meeting Resolution - RMAC - Page 4

IV. Adjournment Presented By: Governor Chris Waters

**MINUTES OF THE
BOARD OF GOVERNORS RISK MANAGEMENT AND AUDIT COMMITTEE
MISSOURI STATE UNIVERSITY
MONDAY, FEBRUARY 14, 2022**

Governor Chris Waters, Chair of the Risk Management and Audit Committee, called the meeting to order at 3:03 p.m. via Zoom webinar.

Roll Call

Present – Chris Waters, Committee Chair
Amelia “Amy” Counts, Committee Member
Carol Silvey, Committee Member
Jay Wasson, Committee Member

Also present – Clif Smart, President
Rachael Dockery, General Counsel and Chief Compliance Officer
Anson Elliott, Governor
Craig Frazier, Governor
Natalie McNish, Director of Internal Audit and Risk Management
Kyle Moats, Director of Athletics
Lynn Parman, Governor
Suzanne Shaw, Vice President for Marketing and Communications
Rowena Stone, Secretary to the Board of Governors

Approval of Minutes

Governor Waters called for a motion to approve the minutes of the December 16, 2022, Risk Management and Audit Committee meeting. Governor Amy Counts provided a motion, receiving a second from Governor Carol Silvey.

Motion passed 4-0.

Review of NCAA Independent Accountant’s Report on Applying Agreed-Upon Procedures

Kyle Miller, BKD Audit Senior Manager, provided the results of the NCAA Independent Accountant’s Report. Based upon the required procedures review by BKD, the university complied with the NCAA agreed upon procedures.

Closed Session

It was determined that the Board of Governors needed to meet in a closed session to consider items of business provided in the Revised Statutes of Missouri. Governor Waters asked if a resolution authorizing a closed meeting of the Board was prepared. Thereupon, the following resolution was presented for consideration:

BE IT RESOLVED by the Risk Management and Audit Committee of the Board of Governors for Missouri State University that a closed meeting, with closed records and closed vote, be held during a recess of the Risk Management and Audit Committee meeting of the Board of Governors to consider items pursuant to:

- R.S.Mo. 610.021(17). “Confidential or privileged communications between a public governmental body and its auditor,....”

Governor Jay Wasson moved the approval of the resolution and Governor Silvey seconded the motion.

A roll-call vote on the motion was as follows: those voting in favor – Governors Counts, Silvey Wasson, and Waters; those voting against – none.

The open meeting recessed at 3:12 p.m. to go into closed session.

The open meeting reconvened at 4:23 p.m.

Adjournment

With no additional information needing to be discussed, Governor Waters called for a motion to adjourn the meeting. Governor Wasson provided a motion; Governor Counts provided a second.

Motion passed 4-0.

Meeting adjourned at 4:23 p.m.

Chris Waters
Committee Chair

Passed at the meeting of
April 27, 2022

Rowena Stone
Secretary to the Board

III.

RECOMMENDED ACTION - Resolution authorizing closed meeting

BE IT RESOLVED by the Risk Management and Audit Committee of the Board of Governors for Missouri State University that a closed meeting, with closed records and closed vote, be held during a recess of the Risk Management and Audit Committee meeting of the Board of Governors to consider items pursuant the revised statute of the State of Missouri 610.021 sections...

- A. R.S.Mo. 610.021(1). “Legal actions, causes of action, or litigation involving a public governmental body...”
- B. R.S.Mo. 610.021(2). “Leasing, purchase or sale of real estate by a public governmental body...”
- C. R.S.Mo. 610.021(3). “Hiring, firing, disciplining or promoting of particular employees by a public governmental body...”
- D. R.S.Mo. 610.021(6). “Scholastic probation, expulsion, or graduation of identifiable individuals...”
- E. R.S.Mo. 610.021(9). “Preparation, including any discussions or work product, on behalf of a public governmental body or its representatives for negotiations with employee groups;”
- F. R.S. Mo. 610.021(11) and (12). “Specifications for competitive bidding...;” and “Sealed bids and related documents...;”
- G. R.S.Mo. 610.021(13). “Individually identifiable personnel records, performance ratings or records pertaining to employees or applicants for employment,...”
- H. R.S.Mo. 610.021(14). “Records which are protected from disclosure by law;” and
- I. R.S.Mo. 610.021(17). “Confidential or privileged communications between a public governmental body and its auditor,....”
- J. R.S.Mo. 610.021(21). “Records that identify the configuration of components or the operation of a computer, computer system, computer network, or telecommunications network,...”