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Hannah Bachert '23
Student Representative

**The University of Rhode Island Board of Trustees
Institutional Risk and Compliance Committee Meeting
Thursday, April 21, 2022 • 3:15 p.m. EDT**

**The University of Rhode Island
Ocean Science and Exploration Center, Challenger Room
Narragansett Bay Campus
15 Pier Road, Narragansett, RI 02882**

OFFICIAL MINUTES

Committee Chair Roby Luna welcomed everyone to the April 21, 2022 meeting of the Institutional Risk and Compliance Committee. He conducted a roll call attendance and confirmed that a quorum of members was present. Chair Luna called the meeting to order at 3:20 p.m.

The Committee held a hybrid meeting with some Committee members gathered in person and some members participated remotely. Public access to the meeting was made available via the YouTube video platform.

The URI Board of Trustees Institutional Risk and Compliance Committee members in attendance:

- Mr. Roby Luna, Committee Chair (in person)
- Ms. Karina Montilla Edmonds, Committee Vice Chair (remote)
- Mr. Richard Humphrey (remote)
- Mr. Neil Kerwin (in person)
- Mr. Thomas Ryan (remote)
- Ms. Hannah Bachert, (ex officio, non-voting) (in person)
- Mr. Dennis Duffy, RI Council on Postsecondary Education (non-voting) (in person)

The URI Board of Trustees Institutional Risk and Compliance Committee members not in attendance:

- Ms. Margo Cook, Board of Trustees Chair (ex officio, voting)
- Mr. Michael McNally, Vice Chair (ex officio, voting)
- Dr. Marc B. Parlange, President (ex officio, non-voting)

The URI President’s Leadership Council member in attendance:

- Dr. Peter J. Snyder, Vice President for Research and Economic Development (in person)

The URI staff members in attendance:

- Ms. Patricia Correia, Executive Assistant II, Division of Research and Economic Development (remote)
- Ms. Lauren Jensen, Associate General Counsel (in person)
- Ms. Kara Larsen, Assistant Vice President, Enterprise Risk Management (remote)

Prior to starting the meeting, Committee Chair Luna welcomed Hannah Bachert to the Committee. Ms. Bachert was appointed by President Parlange to serve on the Board of Trustees as the Student Representative. Ms. Bachert is currently a junior at URI and is also a Student-Athlete on the Women’s Rowing team. She is majoring in Communications with a double-minor in Leadership Studies and Crime, Justice and Law. She holds positions on the Athletic-Advisory Board (AAB) as the Student-Representative and is the Atlantic-10 Representative for the Student-Athlete Advisory Committee (SAAC). Further, Ms. Bachert is an intern for iStand, URI’s Bystander Intervention program for Sexual Assault on college campuses.

Chair Luna also welcomed Dennis Duffy to the Committee. Mr. Duffy is a member of the RI Council on Postsecondary Education and was recently appointed by Governor McKee to serve as Chair. As such, he is now a member of the URI Board of Trustees. Mr. Duffy is General Counsel and Vice President of Energy Management, Inc. He is also an adjunct professor at Boston College Law School and a director of the Slater Technology Fund. Mr. Duffy was previously a partner of the law firm of Partridge, Snow and Hahn and is a graduate of Columbia Law School and the University of Rhode Island.

1. ACCEPTANCE OF THE AGENDA

Committee Chair Luna called for a motion that The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee accept the agenda for the meeting of April 21, 2022.

On a motion duly made by Thomas Ryan and seconded by Karina Montilla Edmonds, it was

VOTED:	THAT	The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee accept the agenda for the meeting of April 21, 2022.
	VOTE:	5 members voted in the affirmative and 0 members voted in the negative.
	YEAS:	Roby Luna, Karina Montilla Edmonds, Richard Humphrey, Neil Kerwin, Thomas Ryan.

NAYS: 0

ABSTAINS: 0

2. APPROVAL OF THE MINUTES

a. Minutes of the January 20, 2022 Meeting of the Institutional Risk and Compliance Committee. [Enclosure 2.a.](#)

Committee Chair Luna called for a motion that the Institutional Risk and Compliance Committee of the URI Board of Trustees approve the minutes of the January 20, 2022 Meeting of the Institutional Risk and Compliance Committee.

On a motion duly made by Neil Kerwin and seconded by Karina Montilla Edmonds, it was

VOTED:	THAT	The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee approve the minutes of the January 21, 2022 Meeting of the Institutional Risk and Compliance Committee.
	VOTE:	5 members voted in the affirmative and 0 members voted in the negative.
	YEAS:	Roby Luna, Karina Montilla Edmonds, Richard Humphrey, Neil Kerwin, Thomas Ryan.
	NAYS:	0
	ABSTAINS:	0

Committee Chair Luna called on Ms. Kara Larsen to deliver a presentation on the Compliance Review Update (Agenda Item 3.c.) and the Review of Institutional Risk Assessment and Mitigation Plan Update (Agenda Item 3d.).

3. DISCUSSION ITEMS

c. Compliance Review Update

Kara Larsen, Assistant Vice President, Enterprise Risk Management provided a compliance review update for the committee. The presentation can be found [here](#). Ms. Larsen reviewed the fundamentals of the university compliance program and reminded the committee they have approved three ethics policies to date - Ethics and Conflict of Interest, Conflict of Interest in Research, and Public-Private Partnership in Research and Development. The USDA gave the University notice in January 2022 that they plan to conduct an in-person routine review of URI's

Civil Rights Compliance from June 21-24, 2022. The review relates to two contracts managed by the Coastal Resources Center. The University is engaged with the USDA through three agencies - the National Institute of Food and Agriculture (NIFA), the Foreign Agricultural Service (FAS) and the Food and Nutrition Service (FNS.) The University is obligated through that funding to comply with the USDA regulations regarding civil rights. Preparation for the review is underway, with several departments and various faculty and staff meeting monthly to ensure readiness.

Conversation ensued between Ms. Larsen and the Committee members about how such reviews are initiated and conducted by federal agencies and the timing and purpose of this specific review.

d. Review of Institutional Risk Assessment and Mitigation Plans Update

Kara Larsen, Assistant Vice President, Enterprise Risk Management (ERM) provided an update on the Enterprise Risk Management Program. The program elements include the ERM policy, the ERM guide, the risk assessment tool, outreach and education, and reporting and monitoring. The presentation can be found [here](#). Ms. Larsen hopes to get the policy approved and announced to the University soon. The ERM guide is the tool kit that will provide risk owners with everything they need to be independent and mitigate risks on their own. Once the tool kit is set up, the outreach and education process will begin, meeting with deans, department chairs and directors to help them identify and assess risks and provide them with guidance on treatment plans. Status updates on risks and treatment plans will be reported to the University leadership regularly, and periodic check-ins with departments will be conducted to measure success and ensure new risks are being assessed and treated.

Committee Chair Luna commented that he has seen the development of this plan; and, in parallel, the University had to manage a significant number of risks it faced while waiting for the development of a risk plan. Chair Luna applauded Ms. Larsen and her team for their work with risk prior to having a risk plan and tool kit in place.

a. Annual Review of the Institutional Risk and Compliance Committee Charter
[Enclosure 3.a.](#)

Committee Chair Luna reviewed the purpose of the Institutional Risk and Compliance Charter. A copy can be found [here](#). He reminded the committee that the purpose of the committee as defined through its charter is for the committee to assist the board in maintaining the integrity of the University's financial systems and the effective management of risk. The overall objective and theme are continuous monitoring and assessment of risk so that the University can determine what their risk tolerance is, and the metrics involved in reaching those conclusions on how risks are tolerated and mitigated. Chair Luna thanked IRCC committee liaisons, Dr. Peter Snyder and Ms. Abigail Rider, as well as Ms. Kara Larsen for their support.

b. Annual Review of the Institutional Risk and Compliance Committee Calendar

[Enclosure 3.b.](#)

Committee Chair Luna asked if there were any questions regarding the Institutional Risk and Compliance Committee calendar, found [here](#). The committee did not have any questions.

4. ADJOURN

Committee Chair Luna called for a motion to adjourn the meeting of the Institutional Risk and Compliance Committee.

On a motion duly made by Neil Kerwin and seconded by Roby Luna, it was

VOTED:	THAT	The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee adjourn the meeting April 21, 2022.
	VOTE:	5 members voted in the affirmative and 0 members voted in the negative.
	YEAS:	Roby Luna, Karina Montilla Edmonds, Richard Humphrey, Neil Kerwin, Thomas Ryan.
	NAYS:	0
	ABSTAINS:	0

The meeting adjourned at 4:10 p.m.

UPCOMING MEETING

The next meeting of The University of Rhode Island Board of Trustees Institutional Risk and Compliance Committee is scheduled for June 23, 2022.