

**Committee Membership**

Peter Bragdon	Present	Chuck Lillis, Chair	Present
Allyn Ford	Present	Ginevra Ralph	Present
Ross Kari	Present	Mary Wilcox	Present

The Executive and Audit Committee (EAC) of the Board of Trustees of the University of Oregon (Board) met on December 9, 2019 in the Giustina Ballroom of the Ford Alumni Center on the Eugene campus. Below is a summary of the committee's discussion and actions. An audio recording is maintained on file.

**Convening, Introduction, Approval of Minutes.** Chair Lillis called the meeting to order at 3:14 p.m. Roll was taken and a quorum verified. The June 2019 and September 2019 minutes were approved.

**Quarterly Audit Report and Audit Charter Amendments.** Amy Smith, interim chief auditor, provided an update to the board on activities within the Office of Internal Audit during the past quarter. Completed projects include the payment card industry assessment, the IT risk assessment refresh in partnership with Baker Tilly, and the critical business functions audit. Smith also updated trustees on recent hotline activity, which she noted was higher than normal this quarter. She also gave trustees a preview of upcoming audit projects, which include clearing hotline inquiries and reports, data governance practices, vendor reviews, and continuation of current consulting projects. President Michael Schill then provided a quick update regarding the search for a new chief internal auditor. He thanked Jessie Minton, chief information officer, for her service as chair of the search committee and noted that he and Chair Lillis hoped to extend an offer this week. Chair Lillis echoed President Schill's sentiments that the pool was very strong and we should have a strong new chief auditor. Chair Lillis introduced the resolution to make certain amendments to the charter for the Office of Internal Audit. There was no discussion on this matter; the amendments were straightforward.

*The resolution to amend the Internal Audit Charter was moved by Trustee Kari and seconded by Trustee Wilcox; it passed by voice vote without dissent.*

**Board Officers.** Trustee Peter Bragdon introduced the resolution to reappoint Chuck Lillis as chair and Ginevra Ralph as vice chair of the Board. Bragdon reminded trustees of the terms and protocols for such appointments.

*The resolution to appoint Chuck Lillis as Chair of the Board and Ginevra Ralph as Vice Chair of the Board for another term was moved by Trustee Ford and seconded by Trustee Wilcox; it passed by voice vote without dissent. Lillis and Ralph abstained.*

**Adjournment.** The meeting was adjourned at 3:31 PM.