

Minutes of the VSC Board of Trustees' Audit & Risk Management Committee meeting held Monday, May 11, 2026 at 9:00 a.m. at vsc.edu/botzoom. – UNAPPROVED

Note: These are unapproved minutes, subject to amendment and/or approval at the subsequent meeting.

The VSC Board of Trustees Audit & Risk Management Committee met on Monday, May 11, 2026 at 9:00 a.m. at vsc.edu/botzoom.

Attendance

Committee members: Sue Zeller (Chair), Gwen Bailey-Rowe (9:10 a.m.), David Durfee (Vice Chair), Bob Flint, David Silverman (9:02 A.M.)

Other members: Megan Cluver (9:10 a.m.)

Liaisons: William Carey (CCV faculty), Ryan Dulude (CCV staff)
Jen Jones (VTSU staff)

Absent liaisons: Dennis Reilly (VTSU faculty)

Presidents: David Bergh, VTSU
Joyce Judy, CCV

Other attendees: Kayla Dewey, Executive Assistant, Board of Trustees
Wilson Garland, Chief Information Officer
Jason Kaiser, VTSU Learning Spaces Technology Specialist
Zach LaFlash, CPA, Withum
Nicole Mace, CCV Dean of Administration
Michael Martel, Manager of Data Center Operation
Sharron Scott, Chief Financial and Operating Officer
Toby Stewart, Controller
Patty Turley, General Counsel
Littleton Tyler, VTSU Chief Business Officer
Meg Walz, Deputy CIO

1. Call to Order

Chair Zeller called the meeting to order at 9:00 a.m.

2. Public Comment

There was no public comment.

3. Approval of February 23, 2026 minutes

Trustee Zeller moved and Trustee Flint seconded the motion to approve the February 23, 2026 minutes. The motion was approved unanimously.

4. Review: FY2026 Audit Planning with Withum

Chair Zeller introduced the topic: a review of the FY2026 audit planning with Withum, which included a review of last year's audit—where they had received an unmodified opinion and no material weaknesses—as well as an overview of the approach and timeline for the current year's work. The committee heard about any areas of focus for the current year, including audit risks, federal program considerations, and planned process improvements. She then invited Withum CPA, Zach LaFlash, to provide the report which he did.

5. Canvas Outage and Security Breach

Chair Zeller introduced this topic by stating that there had been a recent Canvas outage following a data breach at the platform. Chief Information Officer, Wilson Garland reviewed the current status with the committee including implications for system operations and risk management. He also answered questions from the committee.

6. Review & Recommend: Written Information Security Program (WISP)

Chair Zeller invited Meg Walz, Deputy Chief Information Security Officer, to present the proposed Written Information Security Program (WISP), which she did. While the system has been following these protocols, it lacked a written program which federal regulations now require.

Trustee Zeller moved and Trustee Silverman seconded the motion to recommend approval of the WISP as drafted in the packet to the board. The motion passed unanimously.

7. Other Business

There was no other business.

8. Adjourn

Chair Zeller adjourned the meeting at 9:31 a.m.