MEMORANDUM

TO: The Audit Committee:

Elizabeth A. Twohy, Chair
Timothy B. Robertson
Benjamin P.A. Warthen
James C. Wheat, III
John P. Ackerly, III, Ex Officio

and

The Remaining Members of the Board:

Charles M. Caravati, Jr., M.D. Terence P. Ross
Champ Clark Robert G. Schoenvogel
William G. Crutchfield, Jr. Albert H. Small
William H. Goodwin, Jr. Henry L. Valentine, II
T. Keister Greer Walter F. Walker
Elsie Goodwyn Holland Joseph E. Wolfe

FROM: Alexander G. Gilliam, Jr.

SUBJECT: Minutes of the Meeting of the Audit Committee
on Saturday, October 16, 1999

The Audit Committee of the Board of Visitors of the University of Virginia met, in Open Session, at 8:25 a.m., Saturday, October 16, 1999, in the East Oval Room of the Rotunda; Ms. Elizabeth A. Twohy, Chair, presided. Timothy B. Robertson, Benjamin P.A. Warthen, James C. Wheat, III, and John P. Ackerly, III, Rector, were present. Champ Clark, William G. Crutchfield, Jr., William H. Goodwin, Jr., Mrs. Elsie Goodwyn Holland, Terence P. Ross, Henry L. Valentine, II, Walter F. Walker, Joseph E. Wolfe, and Robert G. Schoenvogel also were present; as were John T. Casteen, III, Leonard W. Sandridge, Jr., Alexander G. Gilliam, Jr., Paul J. Forch, Ms. Barbara J. Deily, Robert W. Cantrell, M.D., Peter

The Chair asked Ms. Deily, University Auditor, to present the Agenda.

Ms. Deily reported on the activities of the Audit Department during the last fiscal year. The Department completed 85% of its scheduled projects, as compared to 84% last year and issued 19 audit reports as compared to 13 in FY 1998.

The Department paid special attention this past year to "Y2K" concerns. Ms. Deily said she anticipates few problems in this regard in January.

On motion, the Committee went into Executive Session at 8:35 a.m. (see Minutes of the meeting of the Board of Visitors, October 15, 1999, for the text of the enabling resolution) and resumed in Open Session at 9:10 a.m., when, on motion, it adjourned.

Copies to: Mr. John T. Casteen, III
Mr. Paul J. Forch
Mr. Gene D. Block
Dr. Robert W. Cantrell
Mr. Peter W. Low
Mr. Leonard W. Sandridge
Mr. Robert D. Sweeney
Mr. Ernest H. Ern
Mr. William W. Harmon
Ms. Colette Capone
Ms. Polley Ann McClure
Mr. Terry Holland
Mr. L. Jay Lemons
Ms. Barbara Deily
Ms. Louise Dudley
At a meeting of the Audit Committee of the Board of Visitors of the University of Virginia held on October 16, 1999, a roll call vote was taken immediately following an executive session. Members voting "yes" certify that to the best of the Member's knowledge (1) only public business matters lawfully exempted were discussed in closed session; and (2) only public business matters identified in the public motion by which the executive or closed meeting were discussed. In accordance with the law, any member of the public body who believes that there was a departure from the foregoing shall so state prior to the vote indicating "the substance of the departure". Any such statements are recorded below under "comments".

<table>
<thead>
<tr>
<th>NAME</th>
<th>VOTE</th>
<th>COMMENTS</th>
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<tbody>
<tr>
<td>John P. Ackerly, III</td>
<td>yes</td>
<td></td>
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<tr>
<td>Charles M. Caravati, Jr.</td>
<td></td>
<td>absent</td>
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<tr>
<td>Champ Clark</td>
<td>yes</td>
<td></td>
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<td>William G. Crutchfield, Jr.</td>
<td>yes</td>
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<tr>
<td>William H. Goodwin, Jr.</td>
<td>yes</td>
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<tr>
<td>T. Keister Greer</td>
<td>yes</td>
<td></td>
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<tr>
<td>Mrs. Elsie Goodwyn Holland</td>
<td>yes</td>
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<td>Timothy B. Robertson</td>
<td>yes</td>
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<tr>
<td>Terence P. Ross</td>
<td>yes</td>
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<tr>
<td>Albert H. Small</td>
<td></td>
<td>absent</td>
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<tr>
<td>Elizabeth A. Twohy</td>
<td>yes</td>
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<tr>
<td>Henry L. Valentine, II</td>
<td>yes</td>
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<td>Walter F. Walker</td>
<td>yes</td>
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<tr>
<td>Benjamin P.A. Warthen</td>
<td>yes</td>
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<tr>
<td>James C. Wheat, III</td>
<td>yes</td>
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<td>Joseph E. Wolfe</td>
<td>yes</td>
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<tr>
<td>Robert G. Schoenvogel</td>
<td>yes</td>
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CERTIFICATION OF EXECUTIVE MEETING

WHEREAS the Audit Committee of the Board of Visitors has convened an executive meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS Section 2.1-344.1 of the Code of Virginia requires a certification by this Audit Committee that such executive meeting was conducted in conformity with Virginia law;

NOW THEREFORE BE IT RESOLVED that the Audit Committee hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the executive meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the executive meeting were heard, discussed or considered by the Audit Committee.

VOTE

AYES: 14
NAYS: 0

[For each nay vote, the substance of the departure from the requirements of the Act should be described].

ABSENT DURING VOTE: 3
ABSENT DURING MEETING: 3

Alexander G. Gilliam, Jr.
Secretary, Board of Visitors,
University of Virginia