

**MINUTES**  
**FINANCE/AUDIT COMMITTEE**  
**UNIVERSITY OF SOUTHERN INDIANA**  
**BOARD OF TRUSTEES**

**March 2, 2006**

The Finance/Audit Committee of the University of Southern Indiana Board of Trustees met on Thursday, March 2, 2006, in the University Center. In attendance were Committee Chair Frank F. McDonald II '73 and Trustees Mark A. Day, G. Patrick Hoehn, J. David Huber, and James L. Will Sr. Also in attendance were Vice President for Business Affairs and Treasurer Mark Rozewski and Vice President for Governmental Relations Cindy Brinker. President H. Ray Hoops joined the meeting in session.

Mr. McDonald called the meeting to order at 11:00 a.m.

**1. REVIEW OF COMPLETED AUDITS AND APPROVAL OF THE ANNUAL AUDIT PLAN**

Mr. McDonald called on Vice President Rozewski who introduced Diana Biggs, director of Internal Audit. Ms. Biggs reviewed a handout titled *Internal Audit Report Summaries/Calendar Year 2005*. She summarized audits conducted in 2005, including an audit of student athlete financial aid; analyses of stipend payments within federal grants and general University policy regarding stipends; an audit of purchasing card procedures, policy, and compliance; an evaluation of security access within the Banner software system; and revolving fund cash counts in the University Bookstore and the Bursar's Office. She reviewed an Executive Summary of each audit.

Mr. Day recommended the preparation of a written policy to substantiate the standard University practice in which an employee's access to a departmental purchasing card ends prior to the employee being informed of the termination.

Ms. Biggs reviewed the Annual Audit Plan for calendar year 2006 in Attachment A. She reported that an audit of executive travel is still in process and the results will be presented to the Committee in the next report of the Internal Audit Department.

On a motion by Mr. Will, seconded by Mr. Huber, the Annual Audit Plan for calendar year 2006 was approved.

**2. REPORT ON THE VEBA (VOLUNTARY EMPLOYEES' BENEFIT ASSOCIATION) TRUST FUND**

Mr. McDonald called on Vice President Brinker, who presented a review of the University's VEBA (Voluntary Employees' Benefit Association) Trust. She reported that the VEBA Trust is the funding vehicle for medical and life insurance benefits for retired staff and provides advance funding of benefits through a Section 501(c)(9) qualified trust. She reported on the history of the fund, which was established in 1995, and the eligibility of retirees for postretirement medical and life insurance benefits. In an overview of the trust, managed by investment advisors at Fifth Third Bank and Old National Bank, Vice President Brinker reviewed the policies for investments and the transfer of funds approved by the Board of Trustees since 1995.

Ms. Brinker reported that the Mercer Human Resource Consulting firm recently completed an actuarial valuation of the VEBA Trust as of July 1, 2005, for the fiscal year ending June 30, 2006. She shared the information provided in the report, including census information, actuarial assumptions, present value of the trust, and performance of the fund.

**3. APPROVAL OF RECOMMENDATION TO REVISE VEBA (VOLUNTARY EMPLOYEES' BENEFIT ASSOCIATION) TRUST INVESTMENT POLICY TO ADD ADDITIONAL ASSET CLASS**

Vice President Brinker explained that the asset class diversification in the VEBA Trust Investment Policy currently provides for investment in three of the four main equity classes: large capitalization stocks, small

capitalization stocks, and international equities. She reported that following a review of the policy with the asset managers, it is recommended to add an additional asset class to the equity portion of the portfolio.

Ms. Brinker reported that the addition of mid size market capitalization stocks would provide additional investment management flexibility and would benefit the volatility of the portfolio over time. The addition of the asset class would not change the current stock/bond allocation, only the addition of a percentage allocation within the equity sector.

She reviewed the following table of Current Allocation and Revised Asset Class Diversification and referred the committee members to other revisions to the investment policy indicated on the draft in Attachment B.

<b><u>Current Allocation</u></b>			
<b><u>Investment Type</u></b>	<b><u>Minimum</u></b>	<b><u>Target</u></b>	<b><u>Maximum</u></b>
Equities	65%	70%	75%
Fixed Income	25%	30%	35%

<b><u>Revised Asset Class Diversification</u></b>			
<b><u>Asset Class/Style</u></b>	<b><u>Minimum</u></b>	<b><u>Target</u></b>	<b><u>Maximum</u></b>
Large Capitalization Domestic	30%	40%	45%
Mid Capitalization Domestic	5%	10%	12%
Small Capitalization Domestic	5%	10%	12%
International	5%	10%	12%

Vice President Brinker recommended approval of a recommendation to the Board of Trustees to revise the VEBA Trust Investment Policy to add mid capitalization domestic stocks to the asset class diversification with the minimum, maximum, and target allocations, and to make other revisions to the policy included in Attachment B.

Following discussion regarding the trust, Mr. Day moved that a decision on the revisions to the Investment Policy be postponed until a professional fund manager other than the current asset managers is asked to evaluate the fund and the policy and report to the committee. There was no second to the motion.

On a motion by Mr. Huber, seconded by Mr. Will, a recommendation to the Board of Trustees to revise the VEBA Trust Investment Policy to add mid capitalization domestic stocks to the asset class diversification with the recommended minimum, maximum, and target allocations, and to make other revisions included in Attachment B was approved. Mr. Day opposed the motion.

**4. APPROVAL OF RECOMMENDATION TO TRANSFER ADDITIONAL FUNDS TO THE VEBA (VOLUNTARY EMPLOYEES' BENEFIT ASSOCIATION) TRUST ACCOUNT**

Mr. McDonald called on Vice President Brinker, who reported that the VEBA Trust Investment Policy requires the approval of the Board of Trustees for a transfer of additional funds to the VEBA Trust accounts and recommended the transfer of \$500,000 to the VEBA Trust sub account at Old National Trust Company.

On a motion by Mr. Will, seconded by Mr. Huber, a recommendation to the Board of Trustees to transfer \$500,000 to the VEBA Trust sub account at Old National Trust Company was approved.

There being no further business, the meeting adjourned at 11:50 a.m.

**University of Southern Indiana  
Annual Audit Plan  
Calendar Year 2006**

<b>QUARTER BEGINNING</b>	<b>AUDIT AREA</b>	<b>STATUS</b>	<b>DESCRIPTION</b>	<b>HOURS</b>
January 2006	Bookstore	Completed 1/30/06	Revolving fund (cash) count	8
	Bursar	Completed 2/15/06	Revolving fund (cash) count	8
	NH Museum Shop	Completed 1/27/05	Physical inventory test count	10
	Bookstore	Scheduled 3/7/06	Physical inventory test count	12
	Executive Travel	Completed 2/24/06	Test compliance with university travel policy	125
	Credit Card Security	Scheduled	Test compliance with credit card security standards	75
April 2006	Control and Risk Assessment	In progress	Business Affairs	150
	SCT Banner - 2	Scheduled	Security access review - HR	250
	Control and Risk Assessment	Scheduled	Residence Halls	150
July 2006	Financial Records	Scheduled	Assist State Board with year end audit and report	400
	Accounts Payable Vendors	Scheduled	Data analysis using computer assisted audit techniques (CAAT)	150
	Purchase Card - 2	Scheduled	Review purchases of randomly selected users	200
	Human Resources/Payroll	Scheduled	Data analysis using CAAT -- adjunct payroll	150
October 2006	Human Resources/Payroll	Scheduled	Employee Data Analysis - monitoring fraud indicators using CAAT.	75
	Athletics	Scheduled	NCAA financial audit -- assist in agreed-upon-procedures	75
	University Travel	Scheduled	Review expenses of randomly selected travelers	100

<b>Total Hours</b>	<b>1938</b>
Hours needed	2000
Hours available for unscheduled audits	62

## **UNIVERSITY OF SOUTHERN INDIANA VEBA TRUST INVESTMENT POLICY**

### **INVESTMENT POLICY - GENERAL**

The purpose of the investment policy is to define the attitudes, philosophy, and goals of the Finance/Audit Committee of the University of Southern Indiana Board of Trustees for investing the VEBA (Voluntary Employees' Benefit Association) Trust Fund. In addition, the policy defines the investment guidelines that will be provided to the investment managers. These guidelines address the structure necessary to achieve a diversified portfolio, including asset classes, allocation targets, and management styles. This portfolio should be capable of achieving significant long-term returns while maintaining acceptable levels of risk. The policy will further define measurable industry standards that will be used to monitor and evaluate the performance attained by the investment managers. While this policy defines the current guidelines for managing the fund investments, it is intended that it will be reviewed regularly and modified to meet the evolving financial environment.

### **INVESTMENT PHILOSOPHY**

The VEBA Trust Fund was established with the intent of providing a revenue stream that will be utilized to partially fund future costs of the University's retiree benefit plans. It is anticipated that the fund assets will be allowed to grow through additional investments, reinvestment of current income from the asset base, and capital appreciation of the asset base. It is further anticipated that there will be no need to take distributions from this fund for a period of at least ten years after July 1, 2000. Therefore, the investment philosophy for this fund will be based upon investment decisions that will maximize the long-term growth and appreciation of the fund.

Investment decisions for this fund will be based upon the continuing belief in a free enterprise society supported by publicly owned businesses; therefore, the fund's assets should be invested in high quality equity and debt securities of these businesses. It is also recognized that in any economy or over any appreciable time period there will probably be an inflationary loss of purchasing power of the fund's assets. Historically, over extended periods of time, equity investments generally have grown through dividends and appreciation at a faster pace than inflation, and it is expected that such a trend will continue. Consequently, over the long run, equity investments generally provide the best hedge against inflation and a deterioration of the asset base.

The investment objectives of the fund call for a disciplined and consistent management philosophy that accommodates the occurrence of those events that might be considered reasonable and probable. They do not call for a philosophy that represents extreme positions or opportunistic styles of investing.

The investment portfolio shall be diversified as to both fixed income and equity holdings. The purpose of diversification is to provide reasonable assurance that no single investment or class of investments will have a disproportionate or significant impact on the total portfolio. The purpose of fixed income investments is to provide a highly predictable and dependable source of income, to reduce the volatility of the total portfolio market value, and, when appropriate, to provide a source of funds for other investments. The purpose of equity investments is to provide current income, growth of income, and appreciation of principal with the recognition that this requires the assumption of greater market volatility and risk of loss.

The fund will not be directly or internally managed by the Board of Trustees, the Finance/Audit Committee, or University officials. One or more investment advisors will be retained by the fund to manage the assets to (1) provide greater diversification of investment judgment, investment opportunity, and risk exposure; and (2) create a positive influence on performance through independent monitoring of each advisor.

Investment advisors shall be selected from strongly established and financially sound organizations that have a proven and demonstrable record in managing funds with characteristics similar to those of this fund. Selection will depend upon factors established by the Finance/Audit Committee from time to time. These factors will include the competitive structure of the investment advisor's custodial and management fee schedules.

### **FUND INVESTMENT OBJECTIVES**

The long-term investment objectives of the VEBA Trust Fund are:

- (1) To exceed the general rate of inflation;
- (2) To establish a diversified investment portfolio between fixed and equity securities;
- (3) To establish further diversification among various asset classes within the fixed and equity pools; and
- (4) To maximize total return utilizing prudent levels of risk.

### **ASSET ALLOCATION MIX**

Historical performance results and future expectations suggest that equities will provide higher total investment returns than fixed-income securities over a long-term investment horizon. Investments in equities also carry with them increased exposure to market volatility and risk of loss of principal. Based upon the time horizon for future distributions of the VEBA Trust Fund, the investment goals of the fund, and prudent risk tolerances, the following asset allocation guidelines are deemed appropriate for the investment of fund assets.

#### **ALLOCATION**

<b><u>Investment Type</u></b>	<b><u>Minimum</u></b>	<b><u>Target</u></b>	<b><u>Maximum</u></b>
Equities	65%	70%	75%
Fixed Income	25%	30%	35%

Investments should not exceed the minimum and/or maximum levels for more than 30 days without the written authorization of the Finance/Audit Committee. The investment advisor has discretion to move within the ranges as an expression of the advisor's confidence or concern for the securities markets.

### **ASSET CLASS DIVERSIFICATION**

Within the equity portion of the portfolio, the fund seeks to further diversify among different asset classes. These asset classes and their target allocations are presented below.

<b><u>Asset Class/Style</u></b>	<b><u>Minimum</u></b>	<b><u>Target</u></b>	<b><u>Maximum</u></b>
<u>Equities</u>			
Large Capitalization Domestic	30%	40%	45%
Mid Capitalization Domestic	5%	10%	12%
Small Capitalization Domestic	5%	10%	12%
International	5%	10%	12%
Total Equities	65%	70%	75%

These target allocations are intended to be general guidelines. Movement among the various asset classes from time to time will be considered normal. The asset class target mix percentages are long-term in nature. The Finance/Audit Committee does not believe that short-term market timing will add value to the portfolio over the long run.

## **INVESTMENT RESTRICTIONS**

The investment advisor is specifically prohibited from investing trust assets in the following securities and transactions:

- (1) Short sales or purchases on margin
- (2) Purchase of options
- (3) Direct investments in commodities or real estate
- (4) Letter stock or other unregistered securities
- (5) Private placements
- (6) Bonds rated less than "A"
- (7) Foreign debt issues
- (8) Derivatives for speculative purposes
- (9) Other investments which would appear to violate the fiduciary responsibility of the fund

## **USE OF MUTUAL FUNDS**

During the early growth period of the fund, the investment advisor may find it necessary to utilize mutual funds to meet the desired diversification necessary to reduce risk in one or more of the equity classes. When using mutual funds, the investment advisor should select funds with a proven track record for performance in its investment style. Each fund chosen is expected to adhere to the investment constraints and style as outlined in the fund prospectus. In choosing a fund, the investment advisor should be alert to any recent changes in the fund manager and evaluate how these changes may affect the future performance of the fund.

## **PERFORMANCE OBJECTIVES**

The Finance/Audit Committee will periodically review the performance of the investment advisors based upon the performance objections detailed below. It is generally expected that the performance objectives will be achieved over the period of three to five years.

### **Large Capitalization Domestic**

The annualized total return of the large capitalization domestic portfolio should exceed the Standard & Poor's 500 Stock Index. Mutual funds in this category should exceed the median of the universe of funds utilizing a similar style, net of any fees.

### **International**

The portfolio's total return should equal or exceed the annualized return of the Morgan Stanley Capital International Europe, Australia, Far East (EAFE) Index, net of fees. Mutual funds in this class should rank in the upper half of the universe of international mutual funds, net of fees.

### **Mid Capitalization Domestic**

The performance target for these assets should equal or exceed the total return generated by the Russell Midcap Index, net of fees. Mutual funds in this category should rank in the upper half of a comparable universe of mid cap mutual funds, net of fees.

### **Small Capitalization Domestic**

The performance target for these assets should equal or exceed the total return generated by the Russell 2000 Index, net of fees. Mutual funds in this category should rank in the upper half of a comparable universe of small cap mutual funds, net of fees.

## **INVESTMENT ADVISOR RESPONSIBILITIES**

It is expected that the investment advisors will assume the following responsibilities in managing the VEBA Trust assets:

- Comply with the provisions of the Investment Advisors Act of 1940.
- Invest the assets with the due diligence of a prudent professional manager of investment assets.
- Communicate in writing with the Finance/Audit Committee of the University of Southern Indiana Board of Trustees when suggesting significant changes in the investment objectives of the portfolio.
- On at least an annual basis, report to the Finance/Audit Committee the performance results and current holdings in the portfolio.

## **ROLE OF THE FINANCE/AUDIT COMMITTEE**

The responsibility of the Finance/Audit Committee of the Board of Trustees is to provide direction for the investment of the financial assets of the University of Southern Indiana VEBA Trust Fund. The specific responsibilities are as follows:

- To establish and maintain policies and guidelines for the investments of the fund assets
- To determine the appropriate allocation ranges among classes of investments
- To engage and terminate the services of investment advisors
- To monitor investment returns and review the performances of investment advisors
- To report to the Board of Trustees

## **MONITORING OF INVESTMENT ADVISORS**

The Finance/Audit Committee of the Board of Trustees is responsible for monitoring the stewardship of the investment advisors. From time to time, the Finance/Audit Committee may meet individually with the investment advisors. During these meetings, the Committee will focus on reports about:

- The advisor's compliance with the investment policies developed by the Committee
- The most recent economic environment and projected future changes in that environment
- Significant changes in the advisor's organization, investment philosophy, and/or key personnel
- Comparisons of the investment advisor's results with the appropriate benchmark standards as outlined in the investment policy

Policy approved by Board of Trustees 11/02/95  
Revised policy approved by Board of Trustees 05/05/00  
Revised policy approved by Board of Trustees 03/02/06