



April 1, 2019

**MINUTES
AUDIT COMMITTEE MEETING
Held: Monday, March 11, 2019**

Participants: James Young, Audit Committee Chair
Dick Boulton, Audit Committee (arrived at 7:05pm)
Timothy Redmond, Audit Committee
Gregg Schwind, Audit Committee
Ginny Thomas, Audit Committee
Milton W. Matthews, President/CEO
Jackie Tuma, Chief Staff Liaison and Director of Internal Audit

Also present: Andrew Stack, Chair, CA Board of Directors
Susan Krabbe, Vice President and CFO

Mr. Young called the meeting to order at 7:00pm.

Mr. Schwind moved to approve the agenda and Ms. Thomas seconded. The agenda was approved with a vote of 4-0-0.

For: Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

There were no "resident speakout" requests.

Mr. Schwind moved to approve the draft minutes from the December 10, 2018 meeting and Ms. Thomas seconded. The minutes were approved as presented with a vote of 4-0-0.

For: Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

Mr. Young called the committee's attention to the CA Board of Director's "civility principles" which were established to guide discussion at Board meetings and work sessions. He requested that Audit Committee members follow the same principles.

At 7:02pm, Mr. Schwind moved to close the meeting pursuant to HOA Section 11B-111.(4)(i, iv) to review a consultant's audit reports. Mr. Redmond seconded the motion. The motion passed with a vote of 4-0-0.

For: Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

The meeting continued in closed session.

At 8:37pm, the open meeting reconvened.

Ms. Krabbe presented the FY19 third quarter Financial Report and FY19 third quarter financial statements. Mr. Schwind asked for the savings CA realizes by participating in the Inter-County Broadband Network. The committee asked for the cost impact of the minimum wage increase.

Mr. Boulton moved to provide the FY19 third quarter Financial Report to the Board of Directors. Ms. Thomas seconded. The motion passed with a vote of 5-0-0.

For: Mr. Boulton, Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

Mr. Schwind moved to provide the FY19 third quarter financial statements to the Board of Directors. Ms. Thomas seconded. The motion passed with a vote of 5-0-0.

For: Mr. Boulton, Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

The committee reviewed the engagement letters from CliftonLarsonAllen LLP for their FY19 independent audits. Mr. Redmond asked management to determine if the 24 month time limitation language is standard in audit engagement letters.

At 9:15pm, Mr. Redmond moved to close the meeting pursuant to HOA Section 11B-111.(4)(i, iv) to review several internal audit reports and for consultation with staff personnel on legal matters. Mr. Schwind seconded the motion. The motion passed with a vote of 5-0-0.

For: Mr. Boulton, Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against: None
Abstain: None

The meeting continued in closed session.

At 9:52pm, the open meeting reconvened.

Ms. Tuma presented the draft Audit Committee charter with proposed revisions.

Mr. Boulton moved to recommend to the Board of Directors that it approve the Audit Committee Charter as amended. Mr. Schwind seconded. The motion passed with a vote of 5-0-0.

For:	Mr. Boulton, Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against:	None
Abstain:	None

The committee reviewed the open tracking form. Ms. Thomas asked for a cost/benefit analysis of collections efforts for past due membership fees (based on a part-time position dedicated to collections).

The review of the Audit Committee charter responsibilities and accomplishments during FY19 was deferred to the June 2019 meeting.

At 10:07pm, Mr. Boulton moved to adjourn the meeting. Mr. Schwind seconded the motion. The motion passed with a vote of 5-0-0.

For:	Mr. Boulton, Mr. Redmond, Mr. Schwind, Ms. Thomas, and Mr. Young
Against:	None
Abstain:	None