



June 25, 2019

**MINUTES
AUDIT COMMITTEE MEETING
Held: Monday, June 10, 2019**

Participants: Renee DuBois, Audit Committee
Timothy Redmond, Audit Committee
Rafia Siddiqui, Audit Committee
James Young, 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
Lin Eagan, Member, CA Board of Directors
Susan Krabbe, Vice President and CFO

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

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

For:	Ms. DuBois, Mr. Redmond, Ms. Siddiqui, and Mr. Young
Against:	None
Abstain:	None

There were no "resident speakout" requests.

Mr. Redmond made a motion to approve the draft minutes from the March 11, 2019 meeting and Mr. Young seconded. The minutes were approved as presented with a vote of 2-0-2.

For:	Mr. Redmond and Mr. Young
Against:	None
Abstain:	Ms. DuBois and Ms. Siddiqui (Ms. DuBois and Ms. Siddiqui did not serve on the Audit Committee in March 2019.)

Ms. Siddiqui nominated Mr. Young to serve as Chair of the Audit Committee in FY20. Mr. Redmond seconded the motion and it passed with a vote of 3-0-1.

For: Ms. DuBois, Mr. Redmond, and Ms. Siddiqui
Against: None
Abstain: Mr. Young

Ms. DuBois nominated Mr. Boulton to serve as Vice Chair of the Audit Committee in FY20. Ms. Siddiqui seconded the motion and it passed with a vote of 4-0-0.

For: Ms. DuBois, Mr. Redmond, Ms. Siddiqui and Mr. Young
Against: None
Abstain: None

The Audit Committee charter and Office of Internal Audit charter were reviewed and reauthorized by the committee members.

At 7:10pm, Ms. DuBois moved to close the meeting pursuant to HOA Section 11B-111.(4)(i, iv) to review several internal audit reports and consult with staff personnel on legal matters. Ms. Siddiqui seconded the motion. The motion passed with a vote of 4-0-0.

For: Ms. DuBois, Mr. Redmond, Ms. Siddiqui and Mr. Young
Against: None
Abstain: None

The meeting continued in closed session.

At 8:55pm, the open meeting reconvened.

The committee discussed CA's ethics program and the committee's related oversight responsibilities. It was decided that Mr. Young and Ms. DuBois would meet with Ms. Tuma to discuss the issues raised and the Audit Committee's responsibilities related to monitoring CA's ethics program.

The committee reviewed the following:

- Open tracking form
- March 2019 Audit Committee charter responsibilities checklist
- June 2019 Audit Committee charter responsibilities checklist

At 9:25pm, Mr. Redmond moved to adjourn the meeting. Ms. Siddiqui seconded the motion. The motion passed with a vote of 4-0-0.

For: Ms. DuBois, Mr. Redmond, Ms. Siddiqui and Mr. Young
Against: None
Abstain: None