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Columbia Economic Development Corporation

MINUTES
COLUMBIA ECONOMIC DEVELOPMENT CORPORATION
AUDIT and FINANCE COMMITTEE
Tuesday, January 12, 2016
4303 Route 9
Hudson, New York

The first regularly scheduled meeting of Columbia Economic Development Corporation's (CEDC) Audit and Finance Committee was held at their offices located at 4303 Route 9, Hudson, NY 12534 on January 12, 2016. The meeting was called to order at 8:30 am by F. Michael Tucker, Interim President and CEO.

Attendee Name	Title	Status	Arrived
Rick Bianchi	Committee Member	Present	
Tony Jones	Committee Member	Present	
Kim Keil	Committee Member	Present	
F. Michael Tucker	Interim President/CEO	Present	
Erin McNary	Bookkeeper	Present	
Lisa Drahushuk	Administrative Supervisor	Present	
Matt Vanderbeck	Pattison, Koskey, Howe and Bucci, CPA	Present	
Mary Kimble	Pattison, Koskey, Howe and Bucci, CPA	Present	

Mr. Tucker stated that under the bylaws, Mr. Jones as Chairman of the Board can be authorized as a voting member of the Committee. *Ms. Keil made a motion, seconded by Mr. Bianchi to authorize Mr. Jones as a voting member of the Committee. Carried.*

Election of Chair:

Mr. Tucker asked for a nomination for the committee chairman. *Ms. Keil made a motion, seconded by Mr. Jones to nominate Mr. Bianchi as chairman. Carried.*

Audit and Finance Committee Charter Draft:

Chairman Bianchi stated there were several places the word "authority" should be replaced by "corporation". He referred the committee to section G. Review Financial and Procurement Thresholds. He asked if the corporation's insurance agent could be made available for referral, consultation and make recommendations to the committee. Mr. Tucker stated that would be possible. *Ms. Keil made a motion, seconded by Mr. Jones to approve the draft charter with the recommended changes. Carried.*

2015 Audit:

Mr. Tucker introduced Matt Vanderbeck and Mary Kimble of Pattison, Koskey, Howe and Bucci, CPA. Mr. Bianchi asked Mr. Tucker if the accounting services were required to be sent for bids in order to comply with the ABO requirements. Mr. Tucker stated the bidding process had been done in the prior year, and professional services were exempt from the bidding process.



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Mr. Vanderbeck stated he was currently working on the engagement letter and handed out a draft to the committee. Mr. Vanderbeck noted Ms. Kimble had extensive experience with governmental accounting and with ABO issues, noting that her firm had recently joined Pattison, Koskey, Howe and Bucci, CPA's. He noted that he had been the lead partner on the CEDC and IDA and CRC audits for 5 years, and he was obliged to turn the audit over to another partner. Ms. Kimble would be lead partner this year, in charge of the audits.

Mr. Vanderbeck stated the A133 audit was not required this year due to the increase in the compliance threshold to \$750,000 in federal funding. Mr. Vanderbeck and Ms. Kimble requested a staff person be chosen to undergo training (Uniform Grant Guidance), requesting the organization choose the person and they would do the training. He noted the audit fee had been reduced due to the change. He directed the committee to review the proposed timeline of the audit on page 4. He stated the audit would be issued by March 31 and asked if the audit committee would be approving the issuance of the statement or if that would fall to the full board. He asked if the audit committee wished him to do a presentation to both the committee and the full board or only the full board. Mr. Tucker stated the scheduled meeting for the full board would be on March 29 and the annual meeting would be held April 19th.

Mr. Tucker recommended a guidebook to standardize the compliance process. Mr. Jones stated the updated procurement policy had not yet been approved. Mr. Tucker stated the committee needed to look at the ancillary service proposal to determine if outside support would improve efficiencies, noting the policies should be gone through systematically.

The committee reviewed the handout on the responsibilities of audit committees. Mr. Bianchi stated he felt the committee would benefit from assistance on risk assessment. Mr. Vanderbeck suggested assistance on policies and procedures and processes. Mr. Jones suggested including procedures for risk management.

Mr. Tucker suggested suggested that Hudson Valley Resource Group be retained to update CEDC's Human Resource policies and personnel manuals and do a review of benefits. He reminded the committee he didn't have authorization to approve contracting for professional services, and asked the committee to recommend the suggestions to the full board. Mr. Tucker also suggested contracting with Brian Zweig for an operational audit focusing on efficiencies. Mr. Vanderbeck noted the current controls were good, Mr. Tucker asked if they were relevant noting the staff size. Ms. Kimble questioned the security of the technology.

A motion was made by Mr. Bianchi, seconded by Ms. Keil to enter into executive session pursuant to Section 103(f) to discuss matters leading to the appointment of a particular corporation in connection with providing additional professional services to CEDC. Carried. Executive Session was entered into at 9:40am.



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Mr. Jones made a motion, seconded by Ms. Keil to exit executive session. Carried. Executive session was exited at 10:07am.

With no other business to come before the committee, Ms. Keil made a motion, seconded by Mr. Jones to adjourn the meeting. Carried.

The meeting was adjourned at 10:07am

Respectfully submitted by Lisa Draushuk