

UNSEALED AS REDACTED

AUDIT COMMITTEE MINUTES

February 15 and 24, 2022 – NONPUBLIC SESSION

CITY OF PORTSMOUTH, NH – City Hall – 1 Junkins Avenue

The Audit Committee entered the February 8, 2022 nonpublic session at 1:38 p.m.

Audit Committee Members present: Chair Christopher White, Councilors Kate Cook and John Tabor and members Hawk Furman and Jesse Lynch.

Deputy City Manager Attorney Suzanne Woodland was also present.

Attorney Woodland discussed briefly who we would be talking with at the City of [REDACTED]. She has been unable to set up a call with [REDACTED]. [REDACTED] is another CLA client.

At 1:45, Attorney Woodland made the call to [REDACTED]. Unfortunately, her Controller was unavailable to join her on the call.

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

The call ended at 2:15 p.m.

At 2:16 p.m. we started our call with the [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

The call ended at 2:52 p.m.

Further discussion was conducted by Committee members.

Initial votes were taken on the Review Grid for the Expertise and Experience section of the Technical Qualifications.

A motion was made to suspend the nonpublic session by Councilor Kate Cook. Councilor John Tabor seconded. The motion passed on a 5 – 0 vote at 3:34 p.m.

On February 24, Councilor Cook moved to resume the nonpublic session which had been suspended on February 15 at 3:34 p.m. Councilor John Tabor seconded the motion. On a 5 – 0 vote, the motion passed at 9:49 a.m.

A lengthy discussion took place on the several processes in the Committee's operation.

Attorney Woodland reported on the revised cost estimates as received by CLA and Melanson. CLA originally proposed to charge \$79,000 for the audit work, including two Single Audits. CLA would cost an additional \$11,000 to \$12,000 to add the nonattest services to the audit work of the original proposal. This was also the price CLA would charge if it only did the nonattest services. Melanson would charge \$74,500 to do the audit work, including two Single Audits. Melanson's earlier estimate of \$25,000 for doing only the nonattest services would fall to \$5000 if it did the nonattest services and the audit.

The Committee continued to review the RFP responses. We continued to vote our rankings on the Review Grid.

[REDACTED]

Once the Grid was completed, the Committee then voted on the two proposals.

A motion was made by Mr. Lynch to recommend to City Council that CLA retained to conduct this FY2022 audit. Mr. Furman seconded. The motion passed 3 – 0 with two abstentions.

Chair White asked the two City Councilors why they abstained. Councilor Cook reported that in her opinion there were significant process violations which invalidated the entire review process. For this reason she could not participate in the vote. Councilor Tabor agreed with her position.

Attorney Woodland was asked to confirm with both firms that a delay to the March 22nd City Council meeting was acceptable. She will also ask what the ownership structure of each firm is. Finally she will work with the Mayor and the City manager to set up a nonpublic meeting of City Council and the Audit Committee.

A motion was made by Mr. Furman to end the nonpublic session and re-enter the public session. Councilor Tabor seconded the motion. On a 5 – 0 vote, the motion passed at 11:51 a.m.

A motion was made by Councilor Cook to seal the February 15 through February 24 minutes of the nonpublic session. Councilor Tabor seconded the motion. On a 5 – 0 vote, the motion passed at 11:57 p.m.

A motion was made by Mr. Furman to adjourn. Councilor Cook seconded to motion. The motion passed on a 5 – 0 vote. The meeting was adjourned at 11:59 a.m.

Date unsealed in part: July 20, 2022

Minutes Respectfully Submitted by

Christopher White, Chairman