

# AUDIT COMMITTEE MINUTES

July 25, 2022 – 3:15 p.m. PUBLIC MEETING

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

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The Audit Committee (AC) held the July 25, 2022 meeting in Conference Room A.

AC Members present: Chair Christopher M. White, Secretary Harry (Hawk) Furman, Jesse Lynch and Councilors Kate Cook and John Tabor.

City management representative: Deputy City Manager Suzanne Woodland

City Attorney Robert Sullivan was also present.

## **Call to Order**

Chair White called the meeting to order at 3:15 p.m.

Chair White took roll call. Mr. Furman and Mr. Lynch indicated they were present. Councilors Cook and Tabor indicated that they are present. Attorney Woodland indicated she was present.

## **Approval of May 11, 2022 and July 20, 2022 Public Session Minutes**

Mr. Furman moved that these minutes be approved. Mr. Lynch seconded. The vote was 5 – 0 approving the minutes.

## **Nonpublic Meeting to Discuss Unsealing the 6/29/21 Nonpublic Minutes**

A motion was made by Mr. Furman and seconded by Mr. Lynch to enter into nonpublic session with former Councilor Petra Huda, who served as Chair at the time of the June 29, 2021 meeting of the Mayor’s Blue Ribbon Audit Committee for the purpose of obtaining legal advice pursuant to RSA 91-A:3(I)(I). The motion was approved 3 -1.

No separate sealed minutes were taken. In non-public session the Committee, the Deputy City Manager, the City Attorney and Petra Huda as former Chair discussed unsealing the minutes and legal issues related thereto. All action was taken in public session as recorded below.

A motion was made by Mr. Furman and seconded by Mr. Lynch to return to public session. The motion was approved 5-0.

The Audit Committee voted 5 – 0 in favor of unsealing these minutes without the redactions initially suggested by City Attorney Robert Sullivan.

## **Adoption of Audit Committee Request for Proposal (RFP) for the FY2023 Audit**

Deputy City Manager Woodland amended her draft RFP to include a 30% limit on the consideration of cost as a factor in judging the RFP proposals. Mr. Lynch quoted Question 17 on Page 33 of the GFOA booklet on Audit Committees to reiterate how important it was to have

the auditor report directly to the Audit Committee and specifically for there to be a confidential meeting of the auditor and the Audit Committee without the presence of City management. He moved that there be the requirement of an interim meeting of the auditors and the Audit Committee to discuss the auditors work and any concerns they had without City management present. Councilor Cook explained that there is no need for the auditor to meet with the Audit Committee in absence of a material issue of concern (which would allow the committee to meet in non-public session under the State's right-to-know law). Councilor Tabor indicated there is an opportunity to meet after the audit is complete to probe the auditor on its work and interim meeting is not necessary absent some reported problem. This is a solution in search of a problem. Mr. Furman seconded. The motion passes 3 -2 with both Councilors voting against the motion.

**Unseal and Release of February 8 – 10, 2022 Nonpublic Minutes**

Deputy City Manager Woodland, in discussion with City Attorney Sullivan, agreed there was no reason to keep these minutes sealed. Councilor Tabor moved to unseal the minutes. Mr. Furman seconded the motion. The motion passed 5 – 0.

Public comments were made by Esther Kennedy and Robin Rousseau, CPA.

A motion was made by Mr. Furman to adjourn. This was seconded by Councilor Cook. The motion passed 5 – 0 at 4:48 p.m.

Date approved: November 29, 2022

Minutes Respectfully Submitted by

Christopher White, Chair