

# **New Jersey Public Broadcasting Authority**

## **Meeting of the Audit Committee**

May 31, 2017 at 3:10 p.m.

New Jersey Public Broadcasting Authority  
Conference Room and by Conference Call  
25 S. Stockton Street  
Trenton, NJ 08608

### **MINUTES**

Anthony Della Pelle, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) Audit Committee (the “Committee”) held at the New Jersey Public Broadcasting Authority Conference Room, 25 S. Stockton Street, Trenton, New Jersey 08608, and by Conference Call on Wednesday, May 31, 2017, at 3:10 p.m.

#### **1. CALL TO ORDER, OPEN PUBLIC MEETINGS ACT STATEMENT AND ROLL CALL**

Chair of the NJPBA Audit Committee, Mr. Anthony Della Pelle, called the meeting to order. Chair Della Pelle read the Open Public Meetings Act statement as follows: “In accordance with the provisions of the Open Public Meetings Act of the State of New Jersey, notice of this meeting has been filed with the Office of the Secretary of State, has been posted on the appropriate bulletin boards maintained for such purposes by the Authority, and distributed by press release to two daily newspapers in New Jersey. Notice was made in advance of this meeting.”

Chair Della Pelle then requested a roll call. NJPBA Audit Committee Members present and participating at the meeting were Anthony Della Pelle, Chair (*via phone*); Guy Tassi (*via phone*); Christopher Mathews (*via phone*); and Matthew Hoban (*via phone*). Also present were William Hanna, Deputy Attorney General (*via phone*); Nichol Gee, NJPBA Assistant Chief of Office Services (*taking minutes*); and one member of the public.

**2. RESOLUTION APPROVING THE MINUTES OF THE FEBRUARY 1, 2017  
AUDIT COMMITTEE MEETING**

Chair Della Pelle asked for a motion to approve a Resolution Approving the Minutes of the February 1, 2017 Audit Committee Meeting. Mr. Mathews made a motion to approve the resolution. Mr. Tassi seconded the motion. Chair Della Pelle asked if there were any changes to the minutes. No changes were indicated. Chair Della Pelle asked for a voice vote to approve the Resolution Approving the Minutes of the February 1, 2017 Audit Committee Meeting. The motion was voted upon and approved unanimously.

**3. RESOLUTION RECOMMENDING THE ENGAGEMENT OF AN  
INDEPENDENT AUDITOR TO THE NEW JERSEY PUBLIC BROADCASTING  
AUTHORITY**

**RESOLUTION RECOMMENDING THE ENGAGEMENT  
OF AN INDEPENDENT AUDITOR  
TO THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Audit Committee established pursuant to Article IX, Section 2 of the By-Laws of the Authority and in accordance with the requirements of Executive Order No. 122 (McGreevey 2004) (“EO 122”) has received the recommendation of the Authority’s EO 122 Evaluation Committee for the Authority to engage the firm of Mercadien, P.C. to provide independent auditor services in accordance with the “Request for Quote for Independent Audit Services” for the retention of an independent auditor for the Authority (the “RFP”);

**WHEREAS**, the Audit Committee has reviewed the EO 122 Evaluation Committee’s recommendation and the Audit Committee concurs with the recommendation of the EO 122 Evaluation Committee; and

**WHEREAS**, the Audit Committee, in accordance with EO 122, wishes to recommend the engagement of Mercadien, P.C. by the Authority to provide services as the independent auditor to the Authority in accordance with the terms of the response submitted by Mercadien, P.C. to the RFP.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE  
AUDIT COMMITTEE OF THE NEW JERSEY PUBLIC BROADCASTING  
AUTHORITY AS FOLLOWS:**

1. The Audit Committee hereby recommends to the Authority that the firm of Mercadien, P.C. be engaged by the Authority to provide independent auditor services to the Authority in accordance with terms of the response submitted by Mercadien, P.C. to the RFP.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Della Pelle asked for a motion to approve a Resolution Recommending the Engagement of an Independent Auditor to the New Jersey Public Broadcasting Authority. Mr. Tassi made a motion to approve the resolution. Mr. Mathews seconded the motion. Chair Della Pelle asked if there was any discussion on the resolution. Mr. Tassi asked if there were any other bidders. Ms. Gee stated that the RFP was distributed to twelve (12) firms, and only one firm submitted a proposal to the RFP. Chair Della Pelle stated that the scope and cost for the audit was similar to recent years. Chair Della Pelle asked for a roll call vote to approve Resolution Recommending the Engagement of an Independent Auditor to the New Jersey Public Broadcasting Authority. The motion was voted upon and approved unanimously.

#### **4. OTHER BUSINESS**

Chair Della Pelle asked if there was any other business the Committee needed to discuss. The Members demurred.

#### **5. ADJOURNMENT**

Chair Della Pelle thanked everyone for their participation and asked for a motion to adjourn. Mr. Tassi made a motion to adjourn the meeting. Mr. Mathews seconded the motion. The motion was voted upon and approved unanimously. The meeting was adjourned at 3:14 p.m.