

# **New Jersey Public Broadcasting Authority**

## **Meeting of the Audit Committee**

October 16, 2023 at 2:00 PM  
via Conference Call

### **MINUTES**

Douglas Eakeley, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) Audit Committee (the “Committee”) held by Conference Call on Monday, October 16, 2023, at 2:03 PM.

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

Chair of the NJPBA Audit Committee, Mr. Douglas Eakeley, called the meeting to order. Chair Eakeley 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 Eakeley then requested a roll call. NJPBA Audit Committee Members present and participating at the meeting were Douglas Eakeley, Chair, Christopher Mathews, and Clyde Mingo. Also present and participating were Digesh Patel, Mercadien, P.C.; Jack Hammell, Mercadien, P.C.; Allyson Cofran, Deputy Attorney General, Division of Law; Laura Wilton, Associate Counsel, Governor’s Authorities Unit; and Nichol R. Gee, Deputy Executive Director, NJPBA (*taking minutes*).

#### **2. RESOLUTION APPROVING THE MINUTES OF THE JUNE 5, 2023 AUDIT COMMITTEE MEETING**

##### **RESOLUTION APPROVING THE MINUTES OF THE JUNE 5, 2023 AUDIT COMMITTEE MEETING**

**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 Members of the Audit Committee established pursuant to Article IX, Section 2 of the By-Laws of the Authority desire to approve the minutes of the June 5, 2023 meeting of the Audit Committee, attached hereto as Exhibit A.

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

1. The Members of the Audit Committee hereby approve the minutes of the June 5, 2023 meeting of the Audit Committee.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Eakeley asked for a motion to approve a Resolution Approving the Minutes of the June 5, 2023 Audit Committee Meeting. Mr. Mathews made a motion to approve the resolution. Chair Eakeley seconded the motion, then asked if there were any changes to the minutes. No changes were indicated. Chair Eakeley asked for a voice vote to approve the Resolution Approving the Minutes of the June 5, 2023 Audit Committee Meeting. The motion was voted upon and approved with two votes in the affirmative (Chair Eakeley and Mr. Mathews). Mr. Mingo abstained.

### **3. DISCUSSION OF THE FISCAL YEAR 2023 NEW JERSEY PUBLIC BROADCASTING AUTHORITY AUDIT**

Chair Eakeley asked Mr. Digesh Patel and Mr. Jack Hammell to present an overview of the NJPBA Fiscal Year 2023 audit to be conducted by Mercadien, P.C. Mr. Patel greeted the Committee and introduced himself. He said that he had been with Mercadien, P.C. since his internship twenty years ago, and he would be the new Partner in Charge for the Authority's account since the former Partner in Charge had worked on the Authority's audits for the prior two years. Chair Eakeley welcomed Mr. Patel to the engagement. Mr. Patel said Mr. Jack Hammell was also present on the call and would be working on the engagement as well.

Mr. Patel summarized the required communications, referencing a letter that was previously sent to the Committee. He stated that two-way communication was needed between the Committee and the auditors. The Committee members should notify Mercadien, P.C. if they had any information to share or concerns regarding any areas that may require special focus. If in the course of the audit, any issues with fraud or abuse, or any significant deficiencies or material weaknesses were discovered, that would be communicated to the Committee quickly; there were none in the past. Mr. Patel stated that independent checks had been conducted to ensure that there were no conflicts of interest with any of the auditors working on this engagement.

Mr. Hammell reviewed Mercadien, P.C.'s audit process and the planned timeline for the audit. Planning was scheduled for the week of October 30, 2023, and the on-site fieldwork was scheduled for the week of November 20, 2023. Mr. Hammell asked if the members had any questions. There were none.

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

Chair Eakeley asked if there was any other business the Committee needed to discuss. There was none.

#### **5. PUBLIC COMMENTS**

Chair Eakeley asked if any members of the public wished to make a comment. No members of the public spoke before the Committee.

#### **6. ADJOURNMENT**

Chair Eakeley thanked everyone for their participation and asked for a motion to adjourn. Mr. Mathews made a motion to adjourn the meeting. Mr. Mingo seconded the motion. The motion was voted upon and approved unanimously. The meeting was adjourned at 2:11 PM.