

New Jersey Public Broadcasting Authority

Meeting of the Audit Committee

June 5, 2023 at 10:45 AM
via Conference Call

MINUTES

Douglas S. 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, June 5, 2023, at 10:45 AM.

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

Chair of the NJPBA Audit Committee, Mr. Douglas S. 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 (*via phone*); Christopher Mathews (*via phone*); and Clyde Mingo (*via phone*). Also present and participating were Allyson Cofran, Deputy Attorney General (*via phone*); Janice Venables, Associate Counsel, Governor’s Authorities Unit (*via phone*); and Nichol R. Gee, Deputy Executive Director, NJPBA (*via phone, taking minutes*).

2. RESOLUTION APPROVING THE MINUTES OF JANUARY 19, 2023 AUDIT COMMITTEE MEETING

RESOLUTION APPROVING THE MINUTES OF THE JANUARY 19, 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 January 19, 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 January 19, 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 January 19, 2023 Audit Committee Meeting. Mr. Mingo made a motion to approve the resolution. Mr. Mathews seconded the motion. Chair Eakeley asked for a voice vote. The motion to approve the Resolution Approving the Minutes of the January 19, 2023 Audit Committee Meeting was voted upon and approved unanimously.

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

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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”); and

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 Eakeley asked for a motion to approve the Resolution Recommending the Engagement of an Independent Auditor to the New Jersey Public Broadcasting Authority. Mr. Mathews made a motion to approve the resolution. Mr. Mingo seconded the motion. Chair Eakeley asked for a roll call vote. The motion to approve the Resolution Recommending the Engagement of an Independent Auditor to the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

4. EXECUTIVE SESSION *(if necessary)*

Douglas Eakeley asked if there was any need to enter into executive session. The members demurred. The Committee did not enter executive session.

5. PUBLIC COMMENTS

Chair Eakeley asked if any members of the public wanted to make a comment. There were no members of the public in attendance, and no one spoke before the Committee.

6. ADJOURNMENT

Chair Eakeley thanked everyone for their participation and asked for a motion to adjourn. Mr. Mingo 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 10:48 AM.