

**HUDSON RIVER – BLACK RIVER REGULATING DISTRICT  
AUDIT COMMITTEE MEETING MINUTES**

**Sacandaga Field Office  
737 Bunker Hill Road  
Mayfield, NY 12117**

**March 29, 2023**

Immediately following the Governance Committee meeting  
scheduled to commence at 10 AM

Participants were invited to join the meeting via computer, tablet or smartphone.

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**CALL TO ORDER**

Committee Chair Albert Hayes called the meeting to order at 10:28 A.M.

**ROLL CALL**

**Present:** Committee Chair Albert J. Hayes; Committee Member Richard Bird; Board Chair Mark M. Finkle; Board Member Timothy J. Reagan; Executive Director John C. Callaghan, General Counsel Robert P. Leslie, Chief Engineer Robert S. Foltan, Chief Fiscal Officer Timothy M. Maniccia and Director of Administrative Services Stephanie V. Ruzycky.

**Video Feed:** Committee Member Kenneth F. DeWitt(travel); Board Members Alfred J. Candido, Jr.(travel) and Nicole T. Allen(caregiving);

**MOTION TO ADOPT COMMITTEE MEETING AGENDA**

Mr. Hayes asked for a motion to adopt the meeting agenda. Mr. Bird so moved. Mr. DeWitt seconded. The Board approved the motion by unanimous vote.

**APPROVAL OF THE OCTOBER 12, 2022 AUDIT COMMITTEE MEETING MINUTES**

Mr. Hayes asked for a motion to approve the October 12, 2022 Audit Committee meeting minutes. Mr. Bird moved to approve the Minutes. Mr. DeWitt seconded. The Committee approved the motion by unanimous vote.

## COMMITTEE BUSINESS

### a. Revision to Audited Financial Statements – *Mr. Maniccia*

Mr. Maniccia explained a revision to the Regulating District's most recent audited financial statement; specifically the statement of net position and the way it was described in Note 9 related to pensions. Mr. Maniccia credited the Office of the State Comptroller's recognition of discrepancy between the two figures and the CPA firm's willingness to make the correction.

### b. Motion to Approve and Advance to the Full Board a Resolution to Award Audit Services Work to Galleros Robinson Certified Public Accountants, LLP for Fiscal Year Ending June 30, 2023 - *Mr. Maniccia*

Committee Chair Hayes asked Mr. Maniccia to present the resolution. Mr. Maniccia reported that consistent with the District's goal to consider MWBE firms for open discretionary contracts, the District engaged Galleros Robinson Certified Public Accountants, LLP (Galleros Robinson) in May 2019 via contract C012019 pursuant to resolution 19-25-05; later extending the contract a year in May 2020 pursuant to resolution 20-16-05 and extending the engagement a third year via contract C012021 pursuant to resolution 21-15-04 and through exercising an option in said contract extending the engagement for a fourth year pursuant to resolution 22-18-04. Mr. Maniccia noted that pursuant to Public Authorities Law §2802(4), the certified public accounting firm providing the independent annual audit will be prohibited from providing audit services to the authority if the lead or coordinating audit partner, having primary responsibility for the audit or reviewing the audit, has performed audit services for that issuer in each of the five previous fiscal years of such authority. Mr. Maniccia noted that, to date, Galleros Robinson has ably completed independent audits only for fiscal years ending June 30, 2019, June 30, 2020, June 30, 2021 and June 30, 2022. Mr. Maniccia recommended that the Board authorize the Executive Director to exercise the second of two one-year options included in contract C012021. This engagement will address Fiscal Year ended June 30, 2023 exhausting the one-year options remaining. Galleros Robinson will perform these duties for \$26,450 plus \$1,200 for travel expenses (if needed).

Committee Chair Hayes asked for a motion. Mr. Bird moved to approve and advance to the full Board the resolution authorizing the Executive Director to exercise the second of two one-year options included in contract C012021 with Galleros Robinson for the not to exceed amount of \$26,450.00, plus expenses up to \$1,200.00 to perform audit services for fiscal year ending June 30, 2023. Mr. DeWitt seconded and the Board approved the motion by unanimous vote.

## **ADJOURNMENT**

There being no further business to come before the Audit Committee, Mr. DeWitt moved to adjourn the meeting. Mr. Bird seconded. The motion was unanimously approved. The committee meeting adjourned at 10:42 A.M.

Respectfully submitted,

Robert P. Leslie  
Secretary

Mark M. Finkle  
Chairman