

March 26, 2024

February 2, 2024, Meeting Minutes

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Chair David Zito (Board Member) called the meeting of the Audit Committee to order at 9 a.m.

The members of the Audit Committee and Office of the Independent Performance Auditor (OIPA) staff provided brief introductions to the new Public Members of the Audit Committee.

1. Non-Agenda Public Comments/Member Comments

Public comments: Blair Beekman, The Original Dra, and Truth.

Member comments: None.

2. Office of the Independent Performance Auditor Activities

Independent Performance Auditor (IPA) Courtney Ruby presented an update on the active audits and investigations of the OIPA.

Public comments: Truth, The Original Dra, and Blair Beekman.

Action: Information.

Consent

3. Approval of Meeting Minutes

The Audit Committee was asked to approve its January 5, 2024, meeting minutes.

Public comments: The Original Dra.

Action: Upon a motion by Vice Chair Dave Druker and a second by Public Member Rowena Dorsey, the Audit Committee voted to approve the meeting minutes from its January 5, 2024, meeting, as amended to correct the meeting adjournment time.

The motion passed.

Yes: Chair Zito, Vice Chair Druker, and Public Member Dorsey.

No: None.

Abstain: Public Member Agnes Wong Nickerson.

Absent: Public Member Shawnee Pickney-Forrest.

Reports

4. Office of the Independent Performance Auditor's Staffing Needs and Structure

The Audit Committee was asked to discuss the need for additional professional staff to support the OIPA mandate.

Public comments: The Original Dra, Truth, and Blair Beekman.

Action: Upon a motion by Vice Chair Druker and a second by Public Member Dorsey, the Audit Committee voted to recommend to the Board of Directors to authorize as part of the FY24-25 budget process the necessary funding for two OIPA audit positions: a Principal Independent Auditor and a Senior Independent Auditor, and additional funding to cover the increased costs associated with the Deputy IPA position.

The motion passed.

Yes: Chair Zito, Vice Chair Druker, Public Member Dorsey, and Public Member Wong Nickerson.

No: None.

Abstain: None.

Absent: Public Member Pickney-Forrest.

5. Discussion of SANDAG Board Policy No. 039

The Audit Committee was asked to discuss Board Policy No. 039 to determine if any recommendations or amendments to the policy are needed.

Public comments: Truth, The Original Dra, and Blair Beekman.

Action: Upon a motion by Vice Chair Druker, and a second by Public Member Dorsey, the Audit Committee recommended that the Board of Directors approve the proposed amendments to Board Policy No. 039, including the clarification of the language to Section 4.2.4, and excluding revisions to Section 2.4.

The motion passed.

Yes: Chair Zito, Vice Chair Druker, and Public Member Dorsey.

No: Public Member Wong Nickerson.

Abstain: None.

Absent: Public Member Pickney-Forrest.

Action: Upon a motion by Public Member Wong Nickerson, and a second by Public Member Dorsey, the Audit Committee voted to recommend the Board of Directors approve the proposed revisions to Section 2.4 of Board Policy No. 039.

The motion failed.

Yes: Public Member Dorsey and Public Member Wong Nickerson.

No: Chair Zito and Vice Chair Druker.

Abstain: None.

Absent: Public Member Pickney-Forrest.

6. Upcoming Meetings

The next Audit Committee meeting is scheduled for Friday, March 1, 2024, at 9 a.m.

7. Adjournment

Chair Zito adjourned the meeting at 10:40 a.m.

Confirmed Attendance at SANDAG Audit Committee Meeting

February 2, 2024

Jurisdiction/Organization	Name	Member/ Alternate	Attended
Board Member	David Zito (Chair)	Primary	Yes
Board Member	David Druker (Vice Chair)	Primary	Yes
Public Member	Shawnee Pickney-Forrest	Primary	No
Public Member	Agnes Wong Nickerson	Primary	Yes
Public Member	Rowena Dorsey	Primary	Yes
Board Member	Ed Musgrove	Alternate	No