

Audit Committee Minutes
July 18, 2023

CPCNH Audit Committee, Appointed 4/21/23		
Member	Name	Present/Absent
Kathleen	Kelley	Physically present
Henry	Noel	Physically present
Andrea	Hodson	Online, not able to be physically present
Robin	Rainie-Lobacz	Online, not able to be physically present
Kevin	Charette	Online, not able to be physically present
Peter	Kulbacki	Online, not able to be physically present

Guest: Clifton Below online
Staff: Brian Callnan online

MINUTES

1. Called to order 3:15 pm
2. Charter was brought up on the screen for review. It has been reviewed by the CEP, Board Chair and Legal Counsel; their comments were shared with the committee.
3. Under “Members and Meetings”

The recommendation was to try to follow the RLAC Charter for a format. Katheen will review regulatory committee charter to see if we can make the adjustment in format.

We need to define Auditor, Management, and other particular terms. We need to be consistent in the use of terms.

We should include Auditor having access to meet with consultants and vendors. Calpine and Ascend contracts include the engagement of CPCNH audit activities.

We need to address confidentiality.
4. Under “Committee Responsibility”

There is a typo of the word CPCNH management .

Refer to preparing the report required by the rules the CPCNH JPA section 5 article 9 but not limited to.
5. Under “Oversight and Relationships”

Is it clear that the audit committee must have knowledge of hiring practices by the independent public accounting firm? We could define the audit firm as the independent public audit firm, or the auditor.

We need to make it clear that we must review the staffing plan of the CPA firm.

Brian asked if the Charter will be reviewed ad hoc or annually as part of Committee Responsibilities.

Governance Committee and Board is meeting a week from Thursday and they should get a copy of the Audit Charter. Governance is meeting Monday. Board meeting is next Thursday.

Kevin Moved and Andrea seconded to recommend “the draft charter as changed in this meeting be sent to the membership for approval. There was no further discussion.

Roll Call Vote was called:

Kevin Charette- yes

Andrea Hodson- yes

Peter Kulbacki- yes

Robin Rainie-Lobacz-yes

Kathleen Kelley- yes

Henry Noel -yes.

Motion Passed unanimously

Kathleen will circulate the draft for the committee members to accept as final recommendation.

Next meeting will be Aug 1, 2023 at noon. We will discuss the RFP draft.

Meeting Adjourned by Unanimous Consent.

Sincerely submitted,

Kathleen Kelley