



NYC Technology Development Corporation

Minutes of Audit Committee Meeting held on July 18, 2013 at 9:00 AM In the Board Room at 255 Greenwich Street, 9th Floor

1. Meeting Called to Order; Quorum Noted

The meeting was called to order at approximately 9: 05 a.m. A quorum was present consisting of Rahul N. Merchant, Mark Page, Chairperson, and Steven Salzinger.

2. Approval of Deloitte & Touche LLP as Independent Auditor and Review of Audit Plan

Mr. Page asked the staff what Deloitte & Touche's proposed fee was to serve as the Corporation's independent auditor and whether this cost was consistent with similar engagements for other City-related entities. It was explained that Deloitte & Touche proposed a \$10,000 fee, which was consistent with the estimated hours of work and hourly rates charged pursuant to the agreement under which Deloitte serves as the City of New York's independent auditor. Deloitte & Touche would be serving as the Corporation's independent auditor under the "special projects" provision of this agreement with the City. It was noted that the proposed fee to be charged to TDC was less than the fee charged for independent auditing services to any of the City's bond financing entities, some of which have fewer transactions per month than TDC.

Following the foregoing discussion, upon motion duly made and seconded, the Committee unanimously adopted the following Resolution:

WHEREAS, pursuant to subdivision four of section 2824 of the Public Authorities Law, this Committee is required to recommend to the Board a certified independent accounting firm to serve as the Corporation's independent auditor and to establish the compensation to be paid to such firm;

WHEREAS, Deloitte & Touche LLP is a nationally recognized accounting firm with significant experience in performing audits for other governmentally related not-for-profit corporations; and

WHEREAS, Deloitte & Touche has presented the Committee with a plan for performing the Fiscal Year 2013 Audit and has agreed to perform such audit for \$10,000; now, therefore, be it

RESOLVED, that the Audit Committee recommends that the Corporation hire Deloitte & Touche LLP as the Corporation's independent auditor and establishes the compensation for the Fiscal Year 2013 audit to be \$10,000.

Following adoption of this resolution, Mr. Page invited Mr. Glen Friedrich, Audit Partner of Deloitte & Touche, to discuss the draft Audit Plan that previously had been distributed to the members of the Audit Committee. Mr. Friedrich was present at the meeting with Jill Strohmeyer, Senior Manager of Audit Services at Deloitte.

After Mr. Friedrich's presentation, Mr. Salzinger asked for a clarification as to whether Deloitte would use "sampling" in the audit of TDC's financial transactions. Mr. Friedrich answered that Deloitte's normal procedure was to use statistical sampling, in compliance with generally accepted auditing standards. However, he noted that in practice, given the apparently small number of TDC's transactions; it was likely that Deloitte would audit 100% of transactions.

There being no further questions, the Board thanked Deloitte for its presentation.

3. Adjournment

Chairperson Page adjourned the meeting at 9:20 a.m.

Respectfully submitted,

A handwritten signature in blue ink, reading "Elissa Stein Cushman". The signature is written in a cursive style and is positioned above a horizontal line.

Elissa Stein Cushman
Secretary