



NYC Technology Development Corporation

Minutes of Audit Committee Meeting held on April 30, 2015 at 9:00 AM In the Governor's Room at City Hall New York, N.Y. 10007

1. Meeting Called to Order; Quorum Noted

The meeting was called to order at approximately 9:00 a.m. A quorum was present consisting of the chair, Kristine Ryan (as designee of Dean Fuleihan), Steven Salzinger and Minerva Tantoco.

2. Approval of Minutes of September 29, 2014 Meeting

Upon motion duly made and seconded, the Minutes were unanimously adopted as follows:

RESOLVED, that the Audit Committee hereby approves the minutes of the Committee meeting held on September 29, 2014, a copy of which is annexed hereto.

3. Independent Auditor

Ms. Ryan asked Glenn Friedrich, Audit Partner of Deloitte & Touche, to present the firm's proposed Audit Plan for TDC's 2015 fiscal year. Mr. Friedrich was present at the meeting with Jill Strohmeier, Senior Manager of Audit Services at Deloitte who, Mr. Friedrich explained, would be overseeing the TDC audit. Mr. Friedrich then proceeded to review Deloitte's Audit Plan, including the proposed engagement team for the audit, the approach and procedures Deloitte would employ, and the expected timetable for performing the audit.

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 2015 Audit, which the Committee has reviewed; and

WHEREAS, Deloitte & Touche 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 2015 audit to be \$10,000.

4. Approval of Audit Committee Annual Report

Ms. Ryan explained that the next item on the agenda was the Audit Committee's Annual Report for calendar year 2014, which summarized the activities of and decisions made by the Committee during the year.

Upon motion duly made and seconded, the Committee then adopted the following resolution:

WHEREAS, Section 5.3 of Directive 22 of the City of New York Office of the Comptroller requires the Audit Committee to issue an annual report to be prepared no later than October 30 of each year, which details the activities and decisions of the Committee for the prior calendar year; and

WHEREAS, the Audit Committee has reviewed the Annual Report of the Audit Committee, as attached hereto and finds it to be reasonable; now, therefore, be it

RESOLVED, that the Annual Report of the Audit Committee is hereby approved and shall be presented to the Board of Directors, copies of which shall be filed with the minutes of the Audit Committee and submitted to the Bureau of Accountancy of the Office of the Comptroller.

5. Review of Financial Integrity Statement

The final item on the agenda was the review of TDC's annual Financial Integrity Statement. Ms. Ryan explained that the Audit Committee is required by New York City Comptroller's Directive 22 to review the Financial Integrity Statement and that TDC's Treasurer, Paul Herzfeld, was available to explain the Statement and answer any questions. Mr. Herzfeld explained that New York City Comptroller's Directive 1 requires all New York City

agencies to produce an annual Financial Integrity Statement by completing a comprehensive checklist regarding their internal controls. Directive 22 makes this requirement applicable to “component units” of the City, such as TDC. Mr. Herzfeld noted that since the checklist covered all the financial activities and operations in which City agencies might be involved, there were various portions of the checklist that were not applicable to TDC, but that TDC completed the full checklist and used all applicable portions to assess its internal controls and concluded that it had adequate internal controls.

Mr. Salzinger asked why TDC had answered “no” to the checklist question as to whether its goals/objectives were “defined in measurable terms.” Mr. Herzfeld explained that while TDC had established quantitative performance measures, it had not specified goals or targets for those measurements.

6. Adjournment

The meeting was adjourned at 9:20 a.m.

Respectfully submitted,



Elissa Stein Cushman
Secretary