



**NEW YORK STATE THRUWAY AUTHORITY
NEW YORK STATE CANAL CORPORATION**



MINUTES

AUDIT COMMITTEE MEETING NO. 24

December 12, 2011

Minutes of a meeting of the New York State Thruway Authority/Canal Corporation Audit Committee, held in the Board Room at Administrative Headquarters, 200 Southern Boulevard, Albany, New York and via video conference from the Corporation's New York Division Office, 4 Executive Boulevard, Suffern, New York.

The meeting began at 1:10 p.m.

The following members of the Audit Committee were present, constituting a quorum:

Present:

Chairman Howard P. Milstein, ex officio Audit Committee Member

J. Donald Rice, Chair, Audit Committee (via video conference)

Richard N. Simberg, Audit Committee Member

Brandon R. Sall, Audit Committee Member (via video conference)

In addition, there were present the following staff personnel:

In addition, the following were present:

E. Virgil Conway, Board Member, via teleconference

Jose Holguin-Veras, Ph.D., Board Member

Thomas J. Madison, Jr., Acting Executive Director

John Barr, Director, Administrative Services
Donald Bell, Director, Maintenance and Operations
John Bryan, Chief Financial Officer and Treasurer
William Estes, General Counsel
J. Marc Hannibal, Director, Audit and Management Services
Brian Stratton, Director, Canal Corporation
Thomas Ryan, Chief of Staff
Ted Nadratowski, Chief Engineer
Jill B. Warner, Board Administrator and Secretary
Dorraine Steele, Director, Fiscal Audit and Budget, via video conference
Jonathan Ehrlich, Special Assistant to the Chairman
Major Robert Meyers, Troop T
Lawrence Norville, Chief Compliance Officer
Kathleen LeFave, Special Assistant to the Chief of Staff
Karen Wilson, Information Technology Specialist
Joe Capovani, Civil Engineer 2, Canal Corporation

Also in attendance:

Steve VanWagenen, New York Network
Murray Bodin, public
Douglas Zimmerman, Director, Toski, Schaefer & Co., P.C.
James Screen, public
Diane Yu, public

PUBLIC SESSION

Mr. Rice, Committee Chair, called the meeting of the Audit Committee to order. (0:17)

Ms. Warner recorded the minutes as contained herein.

Item 1

Approval of Minutes of Audit Committee Meeting No. 23 (0:35)

After full discussion, on the motion of Mr. Simberg, seconded by Mr. Sall, without any objections, the Audit Committee approved the minutes of Audit Committee meeting No. 23, held May 18, 2011.

Item 2

Review and Approve Scope of Services for the 2011 Financial Statement Audit and Single Audit to be Performed by Toski, Schaefer & Co., PC (1:10)

Mr. Bryan introduced Douglas Zimmerman of Toski, Schaefer & Co., PC. Mr. Zimmerman presented highlights of the scope of services for the 2011 Financial Statement Audit and Single Audit.

Copies of the General Audit Plan were provided to the Committee Members and are maintained in Authority records. Details of the Committee Members discussion with Mr. Zimmerman are included in the video recording of the meeting produced by New York Network and maintained by the Authority.

After full discussion, on the motion of Mr. Sall, seconded by Mr. Simberg, without any objections, the Audit Committee approved the scope of services for the 2011 Financial Statement Audit and Single Audit to be performed by Toski, Schaefer & Co., PC

Item 3

Review and Accept Concession Audits Performed by Toski, Schaefer & Co., PC (4:37)

Mr. Bryan and Mr. Zimmerman presented highlights of three concession audits performed by Toski, Shaefer & Co., PC.

Copies of the audits were provided to the Committee Members and are maintained in Authority records. Details of the Committee Members discussion are included in the video recording of this meeting produced by New York Network and maintained by the Authority.

After full discussion, on the motion of Mr. Sall, seconded by Mr. Simberg, without any objections, the Audit Committee accepted the Concession Audits performed by Toski, Schaefer & Co., PC.

Item 4

Review, Accept and Discuss, as necessary:

- a. Actuary Report on Other Post Employment Benefits Liability (GASB 45)
Prepared by USI Consulting Group (11:00)**
- b. The Bureau of Fiscal and Toll Audit's 2012 Audit Plan (24:34)**
- c. The Department of Audit and Management Services' 2012 Audit Plan
(30:47)**
- d. Quarterly reports sent to the New York State Office of Inspector General
(34:38)**
- e. Office of the New York State Inspector General Investigations (35:09)**

Mr. Bryan and Mr. Hannibal presented the various reports, plans and investigations; copies of which were distributed to Committee Members and are maintained in Authority records.

Details of the Committee Members' discussion are included in the video recording of this meeting produced by New York Network and maintained by the Authority.

After full discussion, on the motion of Mr. Sall, seconded by Mr. Simberg, without any objections, the Audit Committee accepted the Actuary Report, Audit Plans, Quarterly Reports to the Office of the Inspector General and Inspector General Investigations.

Adjournment (46:28)

There being no further business to come before the Audit Committee, on the motion of Mr. Sall, seconded by Mr. Simberg, without any objections, the public session of the meeting was adjourned.

Note: Webcasts, which include dialogue of the Authority/Corporation Audit Committee Meeting, are available on the Thruway Authority website 48 hours after such meetings occur and remain on the website for a period of 4 months