



**Silicon Valley Clean Energy
Audit and Finance Committee Meeting**

Wednesday, January 31, 2018
12:00 pm

Silicon Valley Clean Energy Office
Conference Room
333 W El Camino Real, Suite 290
Sunnyvale, CA

Rob Rennie, Chair
Town of Los Gatos

Daniel Harney, Vice Chair
City of Gilroy

Liz Gibbons
City of Campbell

Rod Sinks
City of Cupertino

Jeannie Bruins
City of Los Altos

Courtenay C. Corrigan
Town of Los Altos Hills

Marsha Grilli
City of Milpitas

Burton Craig
City of Monte Sereno

Steve Tate
City of Morgan Hill

Margaret Abe-Koga
City of Mountain View

Dave Cortese
County of Santa Clara

Howard Miller
City of Saratoga

Nancy Smith
City of Sunnyvale

MEETING MINUTES

Call to Order

Interim CEO Don Eckert called the meeting to order at 12:09 p.m.

Roll Call

Present:

Director Liz Gibbons, City of Campbell
Director Howard Miller, City of Saratoga
Director Courtenay Corrigan, Town of Los Altos Hills
Director Burton Craig, City of Monte Sereno

Absent:

None.

Public Comment on Matters Not Listed on the Agenda

No speakers.

Consent Calendar

1) Approve Minutes from the November 8, 2017 Audit and Finance Committee Meeting

MOTION: Director Gibbons moved and Director Miller seconded the motion to approve the Minutes of the November 8, 2017 Audit and Finance Committee Meeting as submitted.

The motion carried unanimously.

Regular Calendar

2) Financial Auditor Report from Pisenti & Brinker, LLP (Discussion)

Interim CEO Eckert introduced Brett Bradford, CPA of Pisenti & Brinker, LLP and Michael Maher, CPA of Maher Accountancy.



Rob Rennie, Chair
Town of Los Gatos

Bradford presented a PowerPoint presentation on the results of the audit report for year ended September 30, 2017, three-month period ended September 30, 2016, and three-month period ended June 30, 2016.

Daniel Harney, Vice Chair
City of Gilroy

Bradford, Maher, and Interim CEO Eckert responded to Committee questions.

Liz Gibbons
City of Campbell

Committee members and Staff discussed the audit results including a comprehensive annual financial report (CAFR), internal controls, and financial systems used; Committee members provided feedback regarding revisions to the presentation prior to it being brought to the February Board meeting.

Rod Sinks
City of Cupertino

MOTION: Director Gibbons moved and Director Craig seconded the motion to recommend to accept the audit report to the Board of Directors.

Jeannie Bruins
City of Los Altos

The motion carried unanimously.

Courtenay C. Corrigan
Town of Los Altos Hills

Following brief discussion on Committee composition, the Committee was in consensus to consider Item 5.

5) Audit and Finance Committee Composition (Discussion)

Marsha Grilli
City of Milpitas

Following Item 2, the Board considered Item 5.

Burton Craig
City of Monte Sereno

Committee members discussed separating the Audit and Finance Committee into two committees and various options of composition for both; Bradford responded to general questions from the Committee.

Steve Tate
City of Morgan Hill

Following discussion, a majority of Committee members were in consensus to recommend the following:

Remove the Sarbanes-Oxley Act from the current *FP1, Accounting Policy*;
Separate the Audit and Finance Committee to form two separate Committees: a Finance Committee, and an Audit Committee.

Margaret Abe-Koga
City of Mountain View

Finance Committee

The Finance Committee would hold a minimum of four quarterly meetings a year. The Finance Committee would have a maximum of six members, which could be made up of Directors and/or appointees without alternate members for the Committee.

Dave Cortese
County of Santa Clara

Howard Miller
City of Saratoga

Audit Committee

The Audit Committee would hold a minimum of two meetings a year; one to initiate the audit, and one to receive the audit.

Nancy Smith
City of Sunnyvale

The Audit Committee would have a maximum of six members, which could be made up of Directors and/or appointees without alternate members for the Committee.

Committee members noted the recommendations were general guidelines for Staff to alter if needed.

Following Item 5, the Committee considered Item 3.

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3) Defer Selection of Chair/Vice Chair to Next Meeting (Action)

333 W El Camino Real
Suite 290
Sunnyvale, CA 94087



Rob Rennie, Chair
Town of Los Gatos

Interim CEO Eckert introduced the item. Committee members noted the Audit and Finance Committee may be divided into two separate committees pending Board approval.

Daniel Harney, Vice Chair
City of Gilroy

MOTION: Director Gibbons moved and Director Corrigan seconded the motion to defer the selection of a Chair and Vice Chair subject to the next Board of Directors Meeting.

Liz Gibbons
City of Campbell

The motion carried unanimously.

4) Future Fiscal Year Meeting Schedule (Discussion)

Rod Sinks
City of Cupertino

Interim CEO Eckert introduced the item. Committee members suggested scheduling meetings in March, May/June, and August/September.

Jeannie Bruins
City of Los Altos

MOTION: Director Craig moved and Director Gibbons seconded to recommend the future fiscal year meeting schedule.

The motion carried unanimously.

Courtenay C. Corrigan
Town of Los Altos Hills

6) Review Fiscal Year-to-date Financials (Discussion)

Marsha Grilli
City of Milpitas

Interim CEO Eckert introduced the item and responded to Committee member questions. Committee members provided feedback including providing more clarifying statements to include in the staff report to the Board.

Burton Craig
City of Monte Sereno

Committee/Staff Remarks

None.

Steve Tate
City of Morgan Hill

Adjournment

Margaret Abe-Koga
City of Mountain View

Interim CEO Eckert adjourned the meeting at 1:34 p.m.

Dave Cortese
County of Santa Clara

Howard Miller
City of Saratoga

Nancy Smith
City of Sunnyvale

ATTEST:

A handwritten signature in black ink, appearing to read "Andrea Pa", is written over a light gray dotted rectangular background.

SECRETARY