

**INTERNAL AUDIT COMMITTEE
SPECIAL MEETING
The Metropolitan District
555 Main Street, Hartford
Tuesday, October 11, 2022**

PRESENT: Commissioners Donald Currey, Peter Gardow, Allen Hoffman, Diane Lewis, Jackie Mandyck and Dominic Pane (6)

REMOTE ATTENDANCE: Commissioner Richard Vicino (1)

ABSENT: Commissioner Alvin Taylor and District Chairman William DiBella (2)

ALSO PRESENT: Commissioner Richard Bush (Remote Attendance)
Commissioner Joan Gentile (Remote Attendance)
Scott Jellison, Chief Executive Officer
Christopher Stone, District Counsel
John Mirtle, District Clerk
Kelly Shane, Chief Administrative Officer (Remote Attendance)
David Baker, IT Consultant (Remote Attendance)
Dylan Pecego, IT Consultant (Remote Attendance)
Carrie Blardo, Assistant to the Chief Executive Officer (Remote Attendance)
Julie Price, Executive Assistant
Joseph Szerejko, Independent Consumer Advocate (Remote Attendance)

CALL TO ORDER

Chairperson Mandyck called the meeting to order at 5:00 PM

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MEETING MINUTES

On motion made by Commissioner Hoffman and duly seconded, the meeting minutes of August 25, 2022 and September 6, 2022 were approved.

Without objection, Agenda Item #4 "Interviews of Respondents to Bid Solicitation for Investigative Legal Counsel" and Agenda item #5 "Selection of Investigative Legal Counsel", were both discussed in one executive session.

INTERVIEWS OF RESPONDENTS TO BID SOLICITATION FOR INVESTIGATIVE LEGAL COUNSEL

At 5:02 P.M., Chairperson Mandyck requested an executive session to interview the bid solicitation respondents.

On a motion made by Commissioner Currey and duly seconded, the Internal Audit Committee entered into executive session to interview respondents to the bid solicitation for investigative legal counsel.

Those in attendance during the executive session:

Commissioners Donald Currey, Peter Gardow, Allen Hoffman, Diane Lewis, Jackie Mandyck, Dominic Pane and Richard Vicino; Chief Executive Officer Scott W. Jellison; Attorneys Christopher Stone and John Mirtle.

At 5:18pm Holly Cini and David Jiminez, of Jackson Lewis entered the executive session. They exited at 5:35pm.

At 5:36pm Pat McHale of Kainen, Escalera & McHale entered the executive session. He exited at 5:55pm.

At 5:56pm, James Sconzo of Carlton Fields entered the executive session. He exited at 6:17pm.

RECONVENE

At 7:44 P.M., Chairperson Mandyck requested to come out of executive session and on motion made by Commissioner Currey and duly seconded, the Internal Audit Committee came out of executive session and reconvened. No formal action was taken.

SELECTION OF INVESTIGATIVE LEGAL COUNSEL

On motion made by Commissioner Pane and duly seconded, the committee selected Kainen, Escalera & McHale as the investigative legal counsel and in the event that the MDC is unable to agree to the terms of the engagement letter with the first selection, Jackson Lewis would be the second choice.

The resolution passed by unanimous vote of those present.

On motion made by Commissioner Currey and duly seconded, the committee defined the scope of the investigative counsel's work as follows:

- (1) findings of fact,***
- (2) determine if there is a violation of the MDC Charter, Ordinances, By-Laws or Policies,***
- (3) based on findings of items 1 & 2, recommend changes to the MDC Charter, Ordinances, By-Laws or Policies as may be necessary.***

The resolution passed by unanimous vote of those present.

OPPORTUNITY FOR GENERAL PUBLIC COMMENTS

No one from the public appeared to be heard.

COMMISSIONER COMMENTS & QUESTIONS

Commissioner Gardow referenced the transcript of the September 19, 2022 Committee on Organization and commented that he believes the vacancy on the Audit Committee should be filled.

Commissioner Hoffman stated that as an ex-officio member of committees, the Board Chairman does not count towards a quorum.

Commissioner Pane, in reference to the Committee on Organization meeting of September 19, 2022, questioned how and why Commissioner Avedesian's name was removed as a recommendation for appointment to the Internal Audit Committee. Commissioner Pane would like District Counsel to answer whether it is allowed for a Chairperson to look at past votes to determine who should be on a Committee.

Commissioner Currey thinks that the current Internal Audit Committee membership should be left alone for the time being.

Commissioner Pane stated that the Chairman of the Committee on Organization behaved very irregularly and inappropriately and he would like further investigation into said Chairman's behavior.

Commissioner Hoffman stated that he concurs with Commissioner Currey's statement that the current Committee membership should be left as is.

ADJOURNMENT

The meeting was adjourned at 7:52 PM

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval