

**MINUTES OF THE MEETING OF THE AUDIT COMMITTEE OF THE  
HOUSING TRUST FUND CORPORATION (HTFC)  
HELD ON NOVEMBER 10, 2016 AT 10:00 A.M.**

Locations: New York State Homes and Community Renewal, 641 Lexington Avenue,  
New York, New York  
New York State Homes and Community Renewal, 38-40 State Street,  
Commissioner's Conference Room, Albany, New York  
Locations connected by video-conference

MEMBERS PRESENT:

James S. Rubin, Chairman  
Marian Zucker representing William C. Thompson, Member

OTHERS PRESENT:

Sean Fitzgerald  
Bret Garwood  
Hillary Gunther  
Linda Manley  
Jason Pearson  
Jason Purvis  
Stacey Mickle  
Heather Spitzberg

There was a quorum with two Members present. Ms. Zucker made a motion to call to order the audit committee meeting. The motion was seconded by Chairman Rubin.

**On the agenda was a resolution adopting the Internal Audit Department Charter for the Governor's Office of Storm Recovery ("GOSR").**

Ms. Zucker asked how this audit department charter compares with other charters.

Ms. Manley indicated that this audit department charter was compared with other committee charters and represented that the charter was similar with the primary exception that this charter recognizes that the GOSR Executive Director has day-to-day supervisory oversight over the internal auditor.

Ms. Gunther clarified that the intention of having the Executive Director oversee the internal auditor is for efficiency based on the fact that the Executive Director is familiar with the CDBG Disaster Recovery Program. The Executive Director can ensure that the internal auditor remains relevant in his audits, complies with a timeline, and the Executive Director can prevent duplicative audits on a federal and state level.

Ms. Manley indicated that the various members of the legal department discussed this

charter.

Ms. Zucker moved to adopt the resolution; Chairman Rubin seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby approve the GOSR Internal Audit Department Charter.

Section 2. This resolution shall take effect immediately.

There being no unfinished business, Chairman Rubin moved to adjourn the meeting; Ms. Zucker seconded the motion, and the meeting was adjourned at 11:00 a.m.