



**Audit Committee Meeting
August 25, 2020
Minutes**

The Audit Committee Meeting of the Board of Directors of the Las Vegas Convention and Visitors Authority (LVCVA) was held telephonically on August 25, 2020. This meeting was properly noticed and posted in accordance with the State of Nevada Executive Department Declaration of Emergency Directives 006, 016, 018, 021, 026, and 029 dated March 22, 2020, April 29, 2020, May 7, 2020, May 28, 2020, June 29, 2020, and July 31, 2020, respectively.

Audit Committee (Committee) Members:

Present telephonically unless otherwise noted.

Councilman George Rapson, Chair

Mayor Kiernan McManus, Vice Chair

Councilwoman Pamela Goynes-Brown

Mary Beth Sewald

Steve Thompson

LVCVA Executive Staff in Attendance

Steve Hill, CEO/President

Caroline Bateman, General Counsel

Ed Finger, Chief Financial Officer

Lori Nelson-Kraft, Sr. VP of Communications

Brian Yost, Chief Operating Officer

Kate Wik, Chief Marketing Officer

Stana Subaric, Senior Vice President of People & Culture

OPENING CEREMONIES

Chair George Rapson called the meeting to order at 9:00 a.m.

ROLL CALL

Caroline Bateman, General Counsel, took roll call of the Committee members.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor by the public.

APPROVAL OF AGENDA AND MINUTES

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Member Mary Beth Sewald moved, and it was carried by unanimous vote of the voting members, to approve the August 25, 2020, Audit Committee Meeting agenda and the February 26, 2020, Audit Committee Meeting minutes.

STAFF REPORTS – DISCUSSION AND POSSIBLE ACTION

ITEM A. **Appointment of Internal Audit Firm**

Ed Finger, Chief Financial Officer, requested that the Committee consider recommending to the Board of Directors: 1) Appointment of BDO USA, LLP (BDO) as the LVCVA's internal audit firm for the period from October 1, 2020, through September 30, 2021 in the amount of \$199,750; 2) Authorizing the Chief Executive Officer (CEO)/President to exercise two optional one-year extensions with BDO in the amount of \$199,750 per year; and 3) Authorizing the Chief Financial Officer to execute the agreements.

Vice Chair Kiernan McManus asked if there had been any consideration given to retaining some of the internal audit team during a transition period, to which Mr. Finger responded the cost of retaining existing staff exceeds the price point of the recommended audit package.

Steve Hill, CEO/President, noted that the LVCVA's Vice President of Audit Services agreed to an overlap period with the new internal audit firm to provide an adequate transition period.

Vice Chair McManus expressed concern in the loss of in-house knowledge and noted that this approval may not serve the organization in the short term but may do so in the long term.

Member Pamela Goynes-Brown moved, and it was carried by unanimous vote of the voting members, to: 1) Appoint BDO USA, LLP (BDO) as the LVCVA's internal audit firm for the period from October 1, 2020, through September 30, 2021 in the amount of \$199,750; 2) Authorize the Chief Executive Officer (CEO)/President to exercise two optional one-year extensions with BDO in the amount of \$199,750 per year; and 3) Authorize the Chief Financial Officer to execute the agreements.

SET NEXT MEETING DATE

Chair Rapson acknowledged the next meeting date should be at the call of the Chair or as circumstances present themselves, to which Mr. Finger agreed and stated it would be after the new audit firm has created a new audit plan.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor by the public.

ADJOURNMENT

Chair Rapson adjourned the meeting at 9:09 a.m.

Respectfully submitted,

Date Approved: December 2, 2020

Silvia Perez
Executive Assistant to the Board

Kiernan McManus
Audit Committee Vice Chair