



**Audit Committee Meeting  
November 20, 2018  
Minutes**

The Audit Committee Meeting of the Board of Directors of the Las Vegas Convention and Visitors Authority (LVCVA) was held on November 20, 2018, at the Las Vegas Convention Center, 3150 Paradise Road, Las Vegas, Nevada 89109. This meeting was properly noticed and posted in compliance with the Nevada Open Meeting Law.

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**Audit Committee Members:**

*Present unless otherwise noted.*

- Bill Noonan, Chair**
- Gregory Lee, Vice Chair**
- Councilwoman Michele Fiore
- Mayor Pro Tem Peggy Leavitt
- Councilman George Rapson.....absent
- Mary Beth Sewald.....absent
- Commissioner Lawrence Weekly

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| LVCVA Executive Staff in Attendance | Steve Hill, CEO/President<br>Luke Puschnig, Esq., CEM, Legal Counsel<br>Barbara Bolender, Chief People Officer<br>Ed Finger, Chief Financial Officer<br>Terry Jicinsky, Senior Vice President of Operations<br>Brian Yost, Senior Vice President of Operations |
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**OPENING CEREMONIES**

Chair Bill Noonan called the meeting to order at 2:00 p.m.

**FLAG SALUTE** The Pledge of Allegiance was performed.

**COMMENTS FROM THE FLOOR BY THE PUBLIC**

There were no comments from the floor by the public.

**APPROVAL OF AGENDA**

**APPROVAL OF THE AGENDA AND MINUTES** **Member Lawrence Weekly moved and it was carried by unanimous vote of the voting members present, to approve the November 20, 2018, Audit Committee Meeting agenda and the April 25, 2018, Audit Committee Meeting minutes.**

Chair Bill Noonan introduced Alan Moorhead, Vice President of Internal Audit, to begin to present the items on the agenda, provided a background on agenda item A, and recognized the work of interim Audit Director, Jerry Carroll.

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**STAFF REPORTS – DISCUSSION AND POSSIBLE ACTION**

ITEM A. **Interim Director Recommendations**

Mr. Moorhead provided an update to the Committee on recommendations provided by the interim Audit Director noting they will be evaluated for applicability to the department going forward.

This was an information item. Not an action item.

ITEM B. **Internal Auditor's Report**

Mr. Moorhead delivered a PowerPoint presentation updating the Committee on Internal Audit activities and the status of the 2018 Audit Plan.

Chair Bill Noonan asked Mr. Moorhead if the Freeman reimbursement audit issues have been eliminated and if there has been a reporting platform implemented to ease the reimbursement process, to which Mr. Moorhead answered that the reimbursement process has been updated.

Member Peggy Leavitt asked Mr. Moorhead to clarify the language about the expense report policy and parameters as written in the Internal Auditor's Report. Mr. Moorhead clarified the language by stating the policy is being updated to distinguish different kinds of constituents.

Chair Noonan suggested Mr. Moorhead correct the date noted on page two of the Internal Audit Report for the record. Mr. Moorhead clarified the new Travel and Expense Policy is expected to be issued by the end of 2018.

Mr. Moorhead introduced Austin Hunt, Internal Auditor, Tony Simos, Internal Auditor, and Justin Tully, Internal Auditor.

This was an information item. Not an action item.

ITEM C. **2019 Audit Plan**

Mr. Moorhead requested the Committee approve the Internal Audit Fiscal Year (FY) 2019 Audit Plan.

Chair Bill Noonan asked Mr. Moorhead to explain the red colored audits in the 2019 Audit Plan, to which Mr. Moorhead explained that red colored audits are new audits planned for FY 2019.

Member Lawrence Weekly inquired about the different sized boxes for the People and Possibilities Department in different quarters. Mr. Moorhead answered that the audits are an implementation of a new system and the various sized boxes are meant to indicate the expected relative effort to be expended. Member Weekly asked if special project audits have any association with the Governor's special committee, to which Mr. Moorhead stated the special projects audit are on an as needed basis.

Member Peggy Leavitt asked Mr. Moorhead to explain what the orange colored audits mean, to which Mr. Moorhead explained the orange colored audits are reviews done on a regular basis which are important to the organization yet may not present as high a risk profile as other areas, and these are incorporated in the Audit Plan on a rotational basis.

Vice Chair Gregory Lee complimented Mr. Moorhead on his organization of the Audit Plan, and asked if there were any surprises in the current audit process compared to other entities since being hired. Mr. Moorhead answered that there had been positive surprises along with strong engagement in the audit process, and complimented the LVCVA's Internal Technology Department's organizational control.

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Member Weekly expressed his appreciation for staff's efforts, to which Mr. Moorhead agreed and complimented Mr. Moorhead on his presentation.

Chair Noonan thanked Mr. Moorhead and staff for their efforts in composing the FY 2019 Audit Plan, and agreed with Member Weekly's comments.

Member Weekly thanked Mr. Moorhead for a "great job and a great presentation".

**Member Lawrence Weekly moved and it was carried by unanimous vote of the voting members present to approve the FY 2019 Audit Plan.**

ITEM D. **Audit Committee and Audit Services Charter**

Mr. Moorhead requested that the Audit Committee consider recommending to the Board of Directors the approval of the updated Audit Committee and Audit Services Charters. The new Audit Department Charter clarifies department responsibilities and changes the name to Audit Services.

Chair Bill Noonan thanked and congratulated Steve Hill, CEO/President, and Mr. Moorhead for coming forward with the name change of the Internal Audit Department to Audit Services.

**Vice Chair Gregory Lee moved and it was carried by unanimous vote of the voting members present to recommend to the Board of Directors the approval of the updated Audit Committee and Audit Services Charters.**

ITEM E. **Annual Audit Committee Update**

Ed Finger, Chief Financial Officer, delivered a PowerPoint presentation that provided updates related to the Audit Committee's oversight measures and responsibilities as defined in the Audit Committee Charter.

Member Lawrence Weekly emphasized the importance of the Annual Audit Committee Update and suggested it be included in new Board Member orientation as it could be helpful to future Board Members.

Member Peggy Leavitt expressed her appreciation to Mr. Moorhead for briefing her on the Audit Committee materials.

Member Weekly agreed with Member Leavitt's comments, stated the importance of future Board Members being knowledgeable of their responsibilities as Board Members, and thanked Mr. Moorhead.

This was an information item. Not an action item.

**SET NEXT MEETING DATE**

*The next Audit Committee will be at the call of the Chair.*

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### **DIRECTORS' RECOGNITION**

Member Michele Fiore wished the Committee and the audience a happy Thanksgiving and announced the Ward 6 "Christmas Fantasy Forest" event, December 1-31.

Member Peggy Leavitt thanked Mr. Moorhead, Mr. Finger, and staff for their work in preparing the materials for the Audit Committee Meeting and wished everyone a happy Thanksgiving.

Vice Chair Gregory Lee recognized Chair Bill Noonan for his efforts as Chair of the Audit Committee and said Chair Noonan "has done a commendable job in leading this Committee".

Member Lawrence Weekly agreed with Vice Chair Lee's comments, thanked staff for the Audit Committee presentation, thanked the Committee and staff for their condolences of the recent passing of his brother, and emphasized the importance of the community being more engaged and involved in cancer research efforts. Member Weekly also announced District D's efforts in a catering a dinner for underserved families, and wished everyone a happy Thanksgiving.

Chair Noonan expressed his condolences to Member Weekly for the passing of his brother, thanked and applauded the Internal Audit team, thanked Mr. Hill for his help in recruiting Mr. Moorhead to the position of Vice President of Internal Audit, and wished everyone a happy Thanksgiving.

### **COMMENTS FROM THE FLOOR BY THE PUBLIC**

There were no comments from the floor by the public.

### **ADJOURNMENT**

Chair Bill Noonan adjourned the meeting at 2:56 p.m.

Respectfully submitted,

Date Approved: TBD

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Christal Harrison  
Assistant to the Board of Directors

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Bill Noonan  
Audit Committee Chair