

**MINUTES OF THE AUDIT COMMITTEE MEETING OF THE  
UNIVERSITY OF MASSACHUSETTS BUILDING AUTHORITY**

**Thursday, May 9, 2024, at 10:00 am**

**REMOTE MEETING**

**PUBLIC LINK (Via Zoom)**  
<https://umassp.zoom.us/j/91288081433>

**DIAL-IN INFORMATION**  
**646-876-9923 or 301-715-8592**  
**Webinar ID: 91288081433**

The Audit Committee (the “Committee”) convened on Thursday, May 9, 2024. The meeting began at 10:00 am. In attendance were the following:

**Committee Members Present:** Jerry Colella, Audit Committee Chair; Mary Burns, and Kelly O’Neill.

**Building Authority Personnel:** Barbara J. Kroncke, Executive Director; David P. Mullen, Deputy Director/General Counsel/Director of Capital Projects; Aaron D’Elia, Chief Financial Officer, and Julie Kenny, Manager of IT and Administration.

**University of Massachusetts System Office:** Patrick Hitchcock

**Others:** David Gagnon, KPMG; Zachary Penfold, KPMG

Committee Chairperson Gerry Colella convened the meeting at 10:00 a.m.

Committee Chair Colella welcomed everyone to the meeting. Mr. Colella asked everyone to take a moment to acknowledge that Sunday marks Mother’s Day. He wished a Happy Mother’s Day to all, in whatever form that may hold significance for all present.

Committee Chair Colella asked Mr. Mullen to review the Technology Usage for the meeting.

Mr. Mullen reviewed the Governor’s Executive Order that allows for remote participation which has been extended through March 31, 2025, and explained the requirements of the Open Meeting Law. Mr. Mullen then turned the meeting over to Committee Chair Colella.

Committee Chair Colella asked Mr. Mullen to take a roll call of members participating remotely.

Committee Chair Colella turned the meeting over to Executive Director Kroncke. Executive Director Kroncke thanked everyone for joining and informed the board that there will be an update from KPMG, the auditing firm for the Building Authority. Executive Director Kroncke turned the meeting over to Committee Chair Colella.

Committee Chair Colella asked for a motion to approve the minutes from the November 30, 2023, Audit Committee meeting. A motion was made by Kelly O'Neil and second by Mary Burns.

A roll-call vote was taken, and it was moved, seconded and unanimously

**VOTED:** To approve the Audit Committee Meeting minutes from the November 30, 2023, meeting.

Committee Chair Colella introduced KPMG and asked that they provide their report on the 2023 Audit plan.

KPMG, through David Gagnon and Zachary Penfold, presented their engagement scope, timetable, and communications plan regarding the audit.

Mr. Gagnon anticipates a smooth transition for himself as he will be replacing retiring Brock Romano. Mr. Gagnon stated that he is the only new person on the UMBA account, and all the others are returnees.

Mr. Gagnon briefly spoke about the upcoming audit and the plan will require communications and other responsibilities. He mentioned that the materiality in the context for the audit will be similar to last year.

Mr. Penfold reviewed the audit timeline stating that they hope to finalize preliminary risk assessment procedures by the end of June.

Mr. Gagnon briefly touched upon some areas of audit emphasis. These areas include the following:

- Legal matters
- Commitments and contingencies
- Cash and cash equivalents
- Issuance and repayment of debt
- Leasing, public private partnerships and similar arrangements
- New transactions, if significant

Committee Chair Colella thanked KPMG for their presentation and asked Mr. Mullen for an update on construction audits.

Mr. Mullen stated that there will be eight total construction audits. Of the eight, there are four on-going construction audits with the remaining four audits to occur within the next month or two. Mr. Mullen said that the construction audits establish rates and interim controls. He noted that the construction audits are going smoothly.

Committee Chair Colella thanked Mr. Mullen and stated that there was no further business to discuss. He noted that the next Audit Committee meeting will be held on November 21, 2024.

Mr. Colella also mentioned that he will be making a presentation to the full Building Authority Board on May 13, 2024, regarding this meeting.

Committee Chair Colella asked for a motion to adjourn the meeting.

A motion was made by Kelly O'Neill, seconded by Mary Burns.

A roll-call vote was taken, and it was moved, seconded and unanimously.

**VOTED:** To adjourn the meeting at 10:20 a.m.