

The School Board of Broward County, Florida  
**AUDIT COMMITTEE**

MINUTES OF AUDIT COMMITTEE MEETING

September 3, 2015

Ms. Mary Fertig, Chair, called the Audit Committee meeting to order at 12:30 p.m. at the Kathleen C. Wright Building in the 1<sup>st</sup> Floor Board Room. Members and guests were introduced.

Members Present:

Mr. Moses Barnes  
Mr. Brendan Aloysius Barry, Esq.  
Ms. Earlyn Barton-Oden  
Ms. Mary Fertig  
Ms. Susan Grant  
Mr. John Herbst  
Dr. Nathalie Lynch-Walsh  
Dr. Henry Mack  
Mr. Robert Mayersohn  
Mr. Andrew Medvin

Staff Present:

Mr. Jeffrey Moquin, Chief of Staff  
Dr. Valerie Wanza, Office of School Performance & Accountability  
Ms. Ruby Crenshaw, Director, Procurement & Warehousing Services  
Mr. Jermoth Rose, Accounting & Financial Reporting  
Mr. Mark Modas, Accounting & Financial Reporting  
Mr. Reginald Browne, Broward District Schools Police Department  
Ms. Pat Snell, Director, Transportation Department  
Ms. Cyrilla Bradley, Transportation Department  
Mr. Vincent Harrell, Transportation Department  
Mr. Anthony Welsh, Vehicle Maintenance Manager  
Mr. Patrick Reilly, Chief Auditor, Office of the Chief Auditor (OCA)  
Ms. Ali Arcese, Manager, Property & Inventory Control, OCA  
Ms. Ann Conway, Manager, Internal Funds, OCA  
Ms. Patricia McLaughlin, Confidential Clerk Specialist C, OCA  
Ms. Megan Gonzalez, Confidential Clerk Specialist B, OCA

Guests Present:

Mr. Brett Friedman, McGladrey, LLP  
Ms. Chantelle Knowles, McGladrey, LLP

## **Old Business**

A motion was made to approve the minutes from the June 18, 2015 Audit Committee meeting with one change in the title from “Ms.” to “Dr.” for all Dr. Nathalie Lynch-Walsh’s comments. Motion carried.

## **Regular Agenda Items**

### **Internal Audit Report – Audit of the Internal Funds of Selected Schools**

Mr. Patrick Reilly stated “This report contains internal fund audits of twenty six schools. Twenty-five schools were exception free. There were no audit findings and these schools complied with the School Board policies and procedures for internal funds. There was one school that had an issue related to Standard Practice Bulletin I-305 Disbursements and School Board Policy 7001 Building Codes. During our routine review of disbursements, we selected a check in the amount of \$28,500 that was for an LED marquee sign at a high school in Coral Springs. The marquee was purchased with funds from several graduating classes. We determined that the marquee was erected and electrical power was connected; however, there was no permit or approved set of plans. No inspections were performed. We notified the Building Department and they verified that there were some Building Code violations that needed to be corrected. The marquee has been temporarily disconnected. We recommended that the Principal work with the Building and Facilities Departments to correct the violations.”

Mr. Robert Mayersohn asked “Has the issue been fixed?”

Mr. Reilly stated “No, not yet.”

Mr. Mayersohn asked “Is there a tentative date?”

Mr. Reilly stated “I know they are looking into the matter, but they haven’t given me a date.”

Mr. Andrew Medvin stated “I presume that there were no financial irregularities.”

Mr. Reilly stated “No. It’s unusual for a large expenditure to be made from Internal Funds.”

Mr. Medvin asked “Is it part of the audit program to review items like building permits?”

Mr. Reilly stated “We looked at it due to many factors, such as the original date the marquee was erected, various correspondence related to the marquee, safety issues, etc.”

Mr. Brendan Barry stated “These audits are great stories to read, and I’m really glad that you found this electric device that didn’t have proper grounding, circuit breakers, or a building permit. That’s great stuff. How are these schools selected?”

Mr. Reilly stated “Per the Florida Administrative Code, all schools should be audited on an annual basis.”

Mr. Barry stated “All the schools listed in the audit used Wells Fargo Bank, except one school that had an account at Bank of America. Can the schools pick where to have their accounts?”

Mr. Reilly stated “I believe they can choose the bank they want. Usually, it’s a bank that’s near the school.”

Dr. Nathalie Lynch-Walsh stated “I concur that it’s great that the audits start out with the financial issues and then work their way into other areas. It would not be good to turn a blind eye, because something is outside of your audit scope. It’s great that you caught this. You mentioned that the cost was being borne by the Senior Class. Since this permit issue hasn’t been resolved, in the event that there are additional costs, are there monies remaining in these class accounts or would they have to dip into Maintenance or some other District accounts?”

Mr. Reilly stated “I’m not sure. I would think they might request that the contractor return to address the issues, but it’s likely that the District would correct the code violations and then they can pursue reimbursement from the contractor.”

Dr. Lynch-Walsh stated “The response from the Principal states ‘We recognize that we made a mistake in the marquee installation process . . .’ I keep finding that there are a shortage of procedures across the District. Do procedures exist at a school level for such things as erecting a marquee? They may or may not understand a practice bulletin or a policy, but if you give them specific procedures as to how to go about doing a process, is it that something wasn’t clear to them?”

Mr. Reilly stated “In this situation, the school had assistance from the Facilities Department Project Manager. It was a project that was delayed. Initially, there were plans submitted, but they were rejected by the Building Department, and never got corrected. The marquee was installed anyway. That’s the reason we looked into it further. We wanted to make sure that it was done properly. An item of this nature should not be expended from Internal Funds. The funds should have been transferred to the Facilities or Building Department for them to handle.”

Dr. Lynch-Walsh stated “I can appreciate the Principal, but who ultimately was responsible for this?”

Mr. Reilly stated “It was clear that the Principal received assistance from the Facility area. They assisted with the whole process.”

Dr. Lynch-Walsh stated “We have this report. It gets transmitted to the Board. What happens in terms of the Project Manager being held accountable for ensuring that projects are in compliance with State Statutes and local Building Codes?”

Mr. Reilly stated “We brought the issue to the Facilities and Building Departments. They stated that they would take action to correct the problem.”

Ms. Mary Fertig stated “The Principal was relying on the Facilities Department. I’m glad you asked those questions. Would it be appropriate to include the letter from the Facilities Department?”

Dr. Valerie Wanza stated “We are working with the Facilities Department to correct this issue. I have been in constant communication with Ms. Shelley Meloni to resolve this issue and have also established some processes at the schools, so that they understand when they undertake projects

of this magnitude, we do have some school level processes to provide a check and balance with the Facilities Department.”

Dr. Lynch-Walsh stated “Can we get that in writing?”

Ms. Fertig stated “I will add an amendment to our motion to include the letter from Facilities.” The amendment was agreed upon.

A motion was made to transmit. Motion carried.

### **Internal Audit Report – Property and Inventory Audits of Selected Locations**

Mr. Reilly stated “This report contains fifty-four locations. The audit indicates that fifty-one locations complied with the policies and procedures in Business Practice Bulletin O-100, which deals with Property and Inventory control. There were a couple of locations that had some unaccounted for items that are reported in this report. This report contains twenty-nine schools and twenty-five departments. For the fifty-four locations, there were over 33,000 items reviewed with a historical cost of \$144 million. A couple of locations had issues with items that were more than likely disposed of several years ago, but the documentation wasn’t there to support that and they still remained on the inventory. We are helping them clear those items. There were some issues with items that we saw during the physical inventory that were not on the inventory database that need follow up. There were 18 of those items.”

Ms. Grant asked “If the item was surplus, for example, the school bus, and the paperwork wasn’t done, they will track down the appropriate paperwork and follow up with the Audit Department. Is that correct?”

Mr. Reilly stated “Yes. That’s the procedure.”

Dr. Lynch-Walsh stated “Are there written procedures to ensure these things are handled correctly in the future?”

Mr. Reilly stated “There are procedures, especially with this type of item being auctioned. Business Practice Bulletin O-100 details all processes for disposal, paperwork, etc. Pages 17 and 18 details procedures for buses and vehicles.”

Mr. Medvin noted that Dr. Wanza’s response letters were identical in each of the audit reports.

Dr. Wanza stated “This school came up in the Internal and Property audits, so I did one memo outlining that there were some issues at this school that needed to be addressed. We take them very seriously. I do understand there are processes and procedures, as Dr. Lynch-Walsh stated, and we need to ensure they are in place at this school. If you need a more descriptive response, I can furnish that.”

Dr. Lynch-Walsh stated “The letter from the Principals are different. Either someone is not following the procedures or there are no procedures. In the case of the marquee, I’m thinking there may not be procedures, having dealt with Facilities for about four years.”

Mr. Reilly stated “Regarding the marquee, there were procedures. You can see the flow of the requirements of presenting plans to the Building Department. The Building Department reviewed and sent the plans back to be revised and re-submitted; however, the plans were never re-submitted to the Building Department. The marquee was completed without the plans and inspections, etc.”

Dr. Lynch-Walsh asked “Is it possible to get a copy of the procedures?”

Mr. Reilly stated “School Board Policy 7001 details a lot of the requirements of plan review. The Building Department has its own procedures also.”

Ms. Fertig stated “I think the motion we made on the previous agenda item will take care of that, because Dr. Wanza is going to supplement the last audit with what’s being done to correct these issues. On this item, as with Transportation, it’s just a case where they need to correct the records. This is a different situation, but an important one. They need to have their records correct.”

Mr. Reilly stated “There are definitely procedures for handling property, from the date received to the date of disposal, very clear procedures.”

Dr. Lynch-Walsh stated “Would it be possible to get copies of those procedures?”

A motion was made to transmit. Motion carried.

**Internal Audit Report – Review of Installation and Replacement of Video Surveillance – Bid No. 28-134T and Bid No. 55-045C**

Mr. Reilly began “This is an audit that we performed in accordance with the 2015-2016 Audit Plan. We reviewed the installation and replacement of video surveillance systems for compliance with contract documents and School Board policies. We also looked at the piggyback contract from The School District of Palm Beach County after Bid No. 28-134T was terminated on November 12, 2014. The District provides video surveillance equipment in all District locations, including elementary, middle and high schools, centers and administrative sites, to ensure safety and security of all students, staff and visitors. There are approximately 8,500 surveillance cameras districtwide. The need to replace obsolete equipment, install new surveillance cameras and repair existing systems is an ongoing process. The Broward District Schools Police Department is responsible for managing contracts and dealing with the more common repair type of work that is performed under this contract. Since February 2008, the District has spent approximately \$10 million in surveillance equipment purchases and services, primarily using Bid No. 28-134T. Since 2007, we have used the services of Holb Sierra Corporation. Bid No. 28-134T was awarded to Holb Sierra Corporation on February 20, 2008. The bid was terminated on November 12, 2014. On November 12, 2014, the District proceeded to use a piggyback contract through the School District of Palm Beach County, Bid Contract No. 11C-36S. It is the opinion of the Office of the Chief Auditor that management needs to improve efficiency and strengthen internal controls over the installation and replacement of video surveillance systems throughout the District, as well as adhering to contract terms. We had 5 findings and recommendations related to strengthening internal controls over surveillance equipment purchases to ensure compliance with Business Practice Bulletin O-100 – Procedures for Property and Inventory Control; particularly to eliminate the bundling of equipment purchases in order to capture equipment over \$1,000 that needs to be included on the District’s Property & Inventory Database. Another recommendation was to strengthen procedures over the repair/replacement of surveillance equipment to ensure the proper

disposal of equipment. The process of looking at how the District was handling repairs was reviewed. We met with the District's Police Department and the vendor. When an item had to be replaced, the vendor would bring a 'loaner' item and then remove the one that needed repair, and later re-install the original equipment. There were some questions as to why they were using this process. We recommended reducing labor costs by leaving the loaner equipment at the school permanently. The District was using the existing contract, Bid No. 28-134T, but this was for analog equipment. The District had started purchasing digital equipment. Technically, the District was not competitively bidding the items, since the digital items were not on the contract. We also noted the piggyback contract contained several vendors; however, the District was using only one vendor. To ensure the best competitive prices are obtained, we recommended using the other vendors that were awarded on the Contract, rather than using only one vendor."

Mr. Medvin asked "Are these loaner units inventoried and numbered and kept in a certain location?"

Mr. Reilly replied "Yes, we're looking at items that are mainly over \$1,000. We're trying to work with the District to have a process to eliminate the bundling of those purchases to ensure accountability. They are swapped out a lot and sent out for repair. These items are District-owned equipment."

Mr. Medvin stated "It seems like the whole process is a bit cumbersome and perhaps inefficient, from an expense point of view. If we're dealing with over 8,000 surveillance cameras, and as technology advances, I would think more and more of them are interchangeable. Would it be feasible to buy these in bulk and maybe increase the Police Department staff to include a couple of good technicians? I think we could save a lot of money."

Mr. Reilly stated "Management has responded and they are looking at possibly having a technician on board here, rather than sending the equipment out to a vendor. For example, in Palm Beach County, for the bid that we are piggybacking from, they have their own staff and they have this contract to help them if they need additional help, but are mainly buying equipment and parts from this contract. We're using it a little differently, because we have no in-house staff. It is a management decision to do it that way."

Mr. Jeff Moquin stated "I was at the District when we installed the first surveillance camera through Risk Management. The processes that we used back in the 1990's is probably the same process that we are currently using. Perhaps the benefit of this review is the opportunity to look at this process. I've already had some discussion with Chief Williams and Reginald Browne. The individual who used to oversee this program is no longer with the District. We are in the process of transitioning to a new individual to administer this program. Like you stated, now is an opportune time to look at the process in its totality, even beyond these five recommendations. I think there is room for improvement, including reviewing the hiring of some technicians or additional in-house staff to perform some of these routine maintenance calls or even using BECON, perhaps. They have some technicians at BECON who do some surveillance camera repairs. We need to determine if that would be more cost effective."

Mr. Mayersohn stated "On page 69, Finding #4, it states 'obtain competitive solicitation when making purchases in excess of \$50,000, as required by School Board Policy 3320 Purchasing

Policy'. Obviously Mr. Browne and Mr. Williams agreed by stating 'action taken currently completed. Will begin bid process before May 2016.' I understand the realm of the response to the audit. Should this be a common practice beginning today, so that any bidding process over \$50,000 is handled competitively?"

Mr. Moquin stated "We do have an existing contract that is an appropriate piggyback. I think there is a legitimate vehicle, with which to procure these services currently. It's a matter of how quickly we can go ahead. Procurement has been trying to cycle through a lot of stuff. The Board has asked us to shrink the terms of our contracts, so we're more frequently out there getting competitive solicitations for different products and services, so it's just a matter of cycling this one through. We do have a legitimate appropriate vehicle."

Mr. Mayersohn stated "For this bid, we're going to re-bid in 2016, but moving forward, any bid over \$50,000 will be competitively bid. I would feel more comfortable if Mr. Browne would address his response."

Mr. Reginald Browne stated "Within the contract, there were 10 companies that were awarded. We continued doing business with our current vendor, Holb Sierra Corp. I've made contact with five other companies, so that we can obtain information on their capabilities."

Ms. Grant stated "It seems to me that they purchased digital items and the items on the bid were analog. That's why those digital items were not bid. Is that correct?"

Mr. Reilly stated "Yes. Those items were not competitively bid under Bid #28-134T. They should have canceled that contract and created a new one for the items they were buying."

Ms. Grant asked "How can your Purchasing Department effectively monitor that?"

Mr. Reilly stated "I don't think the Purchasing Department would be responsible for monitoring the items purchased. That should be the responsibility of the department using the contract. Checking the pricelists would be a good check and balance."

Mr. Moses Barnes asked Mr. Browne "I'm assuming that the equipment we are discussing has already been installed in the schools. Since the school did not directly purchase it; you purchased it and placed it in the school, so now because you did it through a bundled process, the school now has security equipment without knowing what it is. When Pat's office checks the inventory, who is responsible, the purchaser or the school?"

Mr. Browne replied "We're currently going through that process right now. That was noted in Finding #1 regarding service repairs, and repairs over \$1,000. As the billing comes in for items over \$1,000, that's where the inventory controls come in with the Procurement Department."

Mr. Barnes asked "Each Principal will know directly what's in his/her building. Also, the report mentions only one supervisor is handling all the surveillance camera equipment. It sounds like the Broward District Schools Police Department needs more staff. The more equipment we put in, the more inventory we're going to have. If the District is taking responsibility for security systems in

the schools, why would a Principal want to spend his limited resources for items that should be provided by the District?”

Mr. Browne stated “Currently, as a Principal, if there is equipment, we have a service repair contract with the company. If something breaks, that company is responsible for that service repair, whether it be the District or the school itself.”

Mr. Barnes asked “If I were a Principal and I had the resources to make an addition to my system, it would still go through you, correct?”

Mr. Browne stated “Yes. As a collaborative effort, we all work together between a contracted vendor of the school and our department.”

Mr. John Herbst stated “From my experience regarding piggybacking, there’s an obligation on the part of our Procurement Department to ensure that the contracts are competitively bid. I’m assuming that your Procurement Department does the same thing. They do the research and make sure that the piggyback contract was competitively bid in the first place. Secondly, our attorney’s office has opined on numerous occasions that you cannot go anywhere outside the scope of the piggyback contract. Not only does that preclude you from other items that are not part of the bid, it also relates to the scale or scope of that purchase. If someone was bidding out 5,000 surveillance cameras and you want to buy 25,000 surveillance cameras, it’s outside the scope of that piggyback contract, because presumably had you been putting out a bid for 25,000 surveillance cameras in the first place, you would have engaged a different group of potential bidders and gotten different pricing models, so it has to be in that same relevant range as that original contract, as well. I don’t know if you look at that type of thing when you’re contemplating whether to use those piggyback contracts.”

Mr. Reilly stated “I think in this case, the District wanted to terminate the District prepared contract that we had open for several years. Because of the new changes to Policy 3320, we temporarily went with the piggyback contract. I think the intention was always to put out our own bid later, but we wanted to have something in place. We have a lot of installation projects. There is a lot of aging equipment. I know that Palm Beach County was competitively bid. That’s the advantage of not putting out your own bid and using that process. I think we’re planning a lot more, so I think it’s better to have our own contract. We know our planned project expenditures.”

Mr. Herbst stated “We occasionally find, when looking at these piggyback contracts, that they were sole source/proprietary when they were originally issued, and we think we’re piggybacking on a valid competitively bid contract, but when we dig down into it and ask for supporting documentation, we find it’s not always there. In my experience, you can’t simply rely on another agency’s contract and make the assumption that it was appropriately let in the first place. That has not always been the case in our experience.”

Dr. Lynch-Walsh stated “The Needs Assessment was done last summer and this review follows that. I’m curious on how this will all fit together in terms of integrating the lessons learned here and recommendations and that feeding into how the District goes about addressing the surveillance camera needs or deficiencies that are on the Needs Assessment.”



Mr. Reilly stated “If it was a big enough project, it could be part of the scope of a building addition. For existing schools, we would normally use this contract if we were going to reinstall it. We saw some work that was done by the contractor as part of his scope. We saw a couple where they did the wiring and then we received a credit and it went to this contract. If it falls under a major construction project, we will have the option to self-perform or have it as part of the scope of the construction project.”

Dr. Lynch-Walsh stated “Does that mean we can end up with multiple different systems or methods? It sounds like we are trying to get more bang for our buck being the sixth largest school district, but then it wouldn’t be comprehensive. The project at the school is going to dictate whether this comes into play, the surveillance cameras.”

Mr. Reilly stated “The District has its own set of required and acceptable brands for everything from ceiling tile to air conditioning systems, so I would expect that to go through that process. You want to have a universal one that the District uses. If we’re doing in-house repairs, you don’t want to have fifty different brands that we service. I think that all comes into play in the planning of what we’re going to do. We have material and equipment standards for construction. Some things are universal.”

Dr. Lynch-Walsh stated “My concern is that the findings in this audit get communicated across the District. We are now short one Chief Facilities Officer; we have one of two Owner’s Rep Program Managers on Board. I don’t know when the other will be on board. Then we’ll have a Cost and Program Control Manager. The URS contract will be up in January. With all these different entities doing projects, it would be a shame for these findings and recommendations not to be populated across the entire DEFP.”

Ms. Fertig stated “The report talks not only about Broward Schools Police, but the Purchasing Department and procedures, as well.”

Ms. Ruby Crenshaw stated “The surveillance camera bid was in place for over six years. A process that has been in place for over six years included this bundling and attached list items. It’s very difficult for Procurement to understand all these products when they come to Procurement on an attached list. There is a process in place. We have to rely on the departments to help us. The bid we had in place was a catalog bid, with a percentage discount. We have no clue if they are analog or digital items. Once we put the bid in place, it’s more the department that has to manage that process. We just help them along to get it done.”

Ms. Fertig stated “Mr. Barnes brought up an item that could become a separate problem from Purchasing, the problem of inventory control. If a surveillance camera is put somewhere as a loaner and becomes a permanent fixture, there needs to be a process. That could be a Principal’s nightmare, where he sees it on his inventory report. I hope there are processes in place to ensure that it’s inventoried correctly.”

A motion was made to transmit. Motion carried.

## **OTHER DISCUSSIONS**

Mr. Reilly stated “We had a request from the Public Records Office. Their office received a request for an audit of the SunPass records for individuals using District vehicles. This would have to be requested and voted on by the committee as a whole, and then brought forward to see if it would be added to our Audit Plan, which would mean that another audit might have to be removed from the Audit Plan. If you request us to review that, I would bring the request to Mr. Runcie or Mr. Moquin.”

Dr. Henry Mack stated “No. You have enough on your Audit Plan for this coming year. I don’t know how you always get it done, but you do. I would respond to the requestor that we may wish to consider this for next year’s Audit Plan. You’re really making an impact on the day-to-day operations of the School District. To bring in something like this, which I don’t see has any relevance to the day-to-day operations of educating children, would not make sense.”

Mr. Mayersohn stated “I agree with Dr. Mack. We have a plan in place. If you can send us the policies and procedures for usage of the SunPass, that might help us understand if there is some urgency. I’m not sure if there are policies and procedures for the SunPass.”

Mr. Barry stated “I find that topic interesting. I’d like to read that audit. I agree. We have an Audit Plan for this year, and I think it would be inappropriate to amend that plan. I would encourage you to add it to next year’s plan.”

Dr. Lynch-Walsh stated “As the individual who sent you this email, I agree that the Audit Plan is already set. One of the former Chairs of the Facilities Task Force from time to time will request things and I get copied on those. He was interested, after reading an article about police officers leaving early. That was caught by auditing the SunPass usage. He got the idea and applied it to our fleets. He wanted to see the SunPass usage for the people who take District cars home. He’s been trying to get these records for a year and he has been stalled, perhaps not from the Public Records people, but from the custodians of the records. I saw some documents that were provided to him that were invoices. We pay SunPass bills without knowing what they are for. There are not enough details. I would not approve these invoices. They’re not for tens of thousands of dollars, but over time, these things add up. You would have an invoice that just shows an amount for the usage per month. What he requested from Requel Bell was his own detailed report. He and she got into a dispute as to whether a record would have to be created or if it required simply accessing a record that already existed. I also copied General Counsel because it’s not clear. I feel that because the data already exists, you’re simply accessing it to get the details so you can see who went where and when and if they are where they ought to be. If they are taking cars home, their supervisors should be aware and should be approving the usage. It’s not so much an audit addition, as much as safeguarding the District assets. I understand not adding it to this year’s Plan, but I am more concerned about the process by which the SunPass invoices are being paid and the lack of back-up. Are there any suggestions from the Audit Committee as far as them having to explain their procedures for paying the SunPass? That’s telling me that they don’t access this information ever. They just pay whatever’s put in front of them, which doesn’t sound responsible to me. My expectation would be that we not pay invoices without having the back-up detail.”

Ms. Fertig stated “The consensus is to add this to next year’s Audit Plan. Is that correct?”

Dr. Mack stated “Yes. I would also recommend that the individual who is requesting this exhaust his own resources first. It doesn’t appear that he’s done his homework.”

Dr. Lynch-Walsh discussed the Parkland Modular Project.

Mr. Mayersohn asked about updates on two schools that needed to pay back funds related to internal accounts.

Ms. Fertig added that as a follow up to the next Audit Committee meeting.

Mr. Mayersohn recommended that the Committee read The Checklist Manifesto book.

Mr. Barnes stated “We have an agenda for these meetings. Once Mr. Reilly prepares the agenda with the items that we’re here to deal with, the agenda is set. This body should not be entertaining policies and other issues that are not listed on the agenda. I think going forward we should deal with the agenda items.”

Ms. Fertig added “I agree with you and think we should adopt the agenda at the beginning of the meeting. If you have things you want added to the agenda, since this is a public meeting, I would contact Mr. Reilly and he will contact the Chair and ask whether the item can be added to the agenda, so the public is aware of what we are discussing.”

Meeting adjourned at 1:50 p.m.