



**Meeting Minutes - Draft**

**Audit Committee**

---

Tuesday, April 5, 2022

9:00 AM

PEC Headquarters Auditorium

---

**201 S. Ave F, Johnson City, TX 78636**

Open Session of this Audit Committee Meeting is held in the PEC Auditorium and will be recorded in accordance with Board Meetings Policy.

**Call to Order and Roll Call**

This meeting was called to order at 9:07 a.m. on April 5, 2022 at the PEC Headquarters Auditorium, 201 South Avenue F, Johnson City, Texas.

**Present:** 2 - Chairperson Travis Cox and James Oakley

**Absent:** 1 - Paul Graf

**Adoption of Agenda**

The agenda was adopted as posted and without objection.

**Minutes Approval**

Without objection the meeting minutes were approved by general consent.

**1. 2022-103 Monday, September 20, 2021 - Audit Committee Meeting Minutes**

**Attachments:** 2021-09-20 - OS Audit Committee Meeting Minutes - draft v1.pdf

**Member Comments (3 minute limitation or as otherwise directed by Board)**

**2. 2022-104 Member Comments**

**Attachments:** Decorum Policy - 3 minute limitation notice.pdf

There were no member comments.

**Recess to Executive Session**

Director Cox announced the items to be discussed in Executive Session and at 9:08 a.m., stated the Audit Committee would go into Executive Session.

**Executive Session - Legal Matters**

3.       **2022-105**       **Matters in Which the Committee Seeks the Advice of its Attorney as Privileged Communications in the Rendition of Professional Legal Services**

**Executive Session - Contract and Competitive Matters**

4.       **2022-106**       **Presentation of 2021 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - K Gast, CPA**
- [2022-111](#)       **Resolution - Recommendation of Acceptance of 2021 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - K Gast, CPA**

**Reconvene to Open Session**

At 10:55 a.m., the Audit Committee reconvened to the open session meeting. Director Graf was present.

**Items from Executive Session**

The following agenda items were discussed in executive session and set for approval in open session.

5.       [2022-111](#)       **Resolution - Recommendation of Acceptance of 2021 Financial Audit and Management Letter by Bolinger, Segars, Gilbert & Moss (BSGM) - K Gast, CPA**

**Body: BE IT RESOLVED BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Audit Committee hereby approves a recommendation for acceptance of the Independent Auditor's Report and Financial Statements for the fiscal year ending December 31, 2021, as the Independent Auditor's Report and Financial Statements ("Financial Statements"); and

**BE IT FURTHER RESOLVED BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF THE COOPERATIVE** that the Chief Financial Officer of the Cooperative, or designee, present the Independent Auditor's Report and Financial Statements for the fiscal year ending December 31, 2021, at its next Regular Board Meeting on April 14, 2022, for the full Board's consideration and approval.

**A motion was made by Director Oakley, seconded by Director Graf, that this item be approved. The motion carried by the following vote:**

**Yes:** 3 - Chairperson Cox, Director Graf and Director Oakley

**Adjourn**

There being no further business to come before the Audit Committee, the meeting was adjourned at 10:56 a.m.

Approved:

\_\_\_\_\_  
Travis Cox, Audit Committee Chairperson