



**AGENDA**  
**POWHATAN COUNTY AUDIT COMMITTEE**  
**REGULAR MEETING**  
**MARCH 16, 2020**  
**3:30 PM CALL TO ORDER**

1. Election of Chair and Vice-Chair
2. Approval of December 9, 2019 minutes
3. Review of Charter and By-laws
4. Audit Update
5. Set next meeting – June 15, 2020 3:30 PM



**POWHATAN COUNTY AUDIT COMMITTEE MEETING  
3834 OLD BUCKINGHAM ROAD  
DECEMBER 9, 2019**

**Members Present:** Jim Carver, Chair, Citizen Representative  
Larry Nordvig, Vice Chair, District 2 Board of Supervisors  
Valarie C. Ayers, District 3 School Board  
Theodore L. Voorhees, County Administrator  
Charla W. Schubert, Director of Finance

The Powhatan County Audit Committee held its quarterly meeting on Monday, December 9, 2019, at 3:04 p.m. The purpose of the meeting was to approve the minutes of September 23, 2019, Comprehensive Annual Financial Report (CAFR) presentation, discussion of election security review and results.

The minutes from September 23, 2019 were presented. There was a motion by Ms. Ayers to approve and second by Mr. Nordvig. The minutes passed 3-0-2.

Mrs. Megan Argenbright with Brown, Edwards, LLP was present to present the FY19 CAFR and any findings associated with the audit. Mr. Carver stated that his only concern is the segregation of duties comment over inventory at the garage. He wanted to know would we want to consider that someone do a risk assessment of what the risk is and what are the consequences of that risk. Mr. Argenbright discussed the three levels of concern in the management letter. The segregation of duties is really a recommendation. There is mitigating controls in place, such as budgets. The consequence is low and likelihood of fraud is low. Mrs. Argenbright does not feel it will be a recurring comment.

There was a discussion on the new GASB standards. Mrs. Argenbright discussed GASB Statement 84 Fiduciary Activities. The School Activity Funds may have to be included in the operating fund or as a special revenue fund for the Schools based on the new standard. There will be further guidance from the APA, so the recommendation is to wait on any further action until that time. There was also a discussion on GASB 87 over how leases are accounted for. Mr. Nordvig asked Mrs. Argenbright if she had seen many program budgets and if so would she audit that.

Mrs. Schubert gave an update on the review of election security and her results. Site visits were done for three of the five precincts. Although each precinct sets up and handles things slightly different all precincts follow the State guidelines. There was no concerns over the security of elections.

The next quarterly meeting will be held June 15, 2020 at 3:30 pm.

Approved on

**County of  
Powhatan  
AUDIT COMMITTEE  
Powhatan, Virginia**

**By-Laws**

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**ARTICLE I**

**PURPOSE**

**SECTION 1.** The Audit Committee has been established as an advisory committee whose primary purpose is to assist the Board of Supervisors in fulfilling its oversight responsibilities for the overall stewardship of the County's financial affairs.

The responsibilities of the Audit Committee shall be:

- a) Review and reassess the adequacy of this Charter at least every two years, with any revision submitted to the Board of Supervisors for approval.
- b) Provide an avenue of communication among the Board of Supervisors, county management, and the independent auditors.
- c) Ensure the County's internal control systems are in place and implemented, including information technology security and control.
- d) Ensure County management implements audit report recommendations.
- e) Approve the annual audit plan and all major changes to the plan.
- f) Submit an Annual Report of Audit Committee actions and recommendations to the Board of Supervisors.
- g) Recommend to the Board of Supervisors the selection of the independent auditors.
- h) Continually evaluate the independence of the independent auditors.
- i) Review the County's CAFR, management letter and management's response and forward findings to the Board of Supervisors.

## ARTICLE II

### MEMBERSHIP

**SECTION 1.** The Chairman of the Board of Supervisors of the County of Powhatan shall appoint two members of the Board of Supervisors and one citizen at large to be voting members of the Audit Committee. The Chairman of the School Board shall appoint two members of the School Board to be voting members. The County Administrator, and Director of Finance shall each be an ex-officio non-voting member of the Audit Committee.

**SECTION 2.** All members shall be appointed for a term of one year and may be reappointed indefinitely.

## ARTICLE III

### OFFICERS

**SECTION 1. *Enumeration of Offices*** The officers of the Committee shall be a Chairperson and Vice-Chairperson.

**SECTION 2. *Election of Officers and Term of Office*** The officers shall each be elected at the first regularly scheduled meeting held in a year, take office immediately upon election, and serve a one year term or until a successor is elected at the subsequent meeting.

**SECTION 3.** Vacant terms of officers may be filled through action taken by the Committee. An officer appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office.

**SECTION 4.** The Chairperson shall preside at all meetings of the Committee and perform such other duties as may be directed by the Committee.

**SECTION 5.** The Vice Chairperson shall serve as the Chairperson in the absence of the Chairperson.

**SECTION 6.** The officers shall serve without compensation for their services.

## ARTICLE IV

### RESIGNATIONS

**SECTION 1.** In the event that a member chooses to resign from the Audit Committee, such member should notify the Chairperson, in writing. The Chairperson will then immediately notify the members of the Committee of any such resignations. The resignation shall be effective when the notification is received by the Chairperson unless the notification specifies a later time.

## ARTICLE V

### QUORUM

**SECTION 1.** Three members, excluding the County Administrator and Director of Finance, shall constitute a quorum.

## ARTICLE VI

### MEETINGS

**SECTION 1. *Regular Meeting.*** A regular meeting of the Committee shall be held quarterly on the fourth Wednesday during the months of March, June, September, and December at a time and place to be designated by the Committee. All meetings will be open to the public, to the extent required by Virginia Law.

**SECTION 2. *Special Meetings.*** Special meetings may be called by the Chairperson, or the Vice Chairperson in the absence of the Chairperson, as deemed necessary or desirable. All Special Meetings will be noticed in accordance with Virginia Law.

**SECTION 3.** The Director of Finance will keep minutes of each meeting and offer them for Committee approval as the first item on the subsequent meeting agenda. The minutes should be distributed to Committee members in draft form within a reasonable time after the meeting and in advance of the subsequent meeting. A copy of the approved minutes will be submitted to the Office of the County Administrator.

**SECTION 4.** The Chairperson shall approve an agenda in advance of each meeting. The Committee may request any employee of the County or the independent auditors to attend a meeting of the Committee.

## ARTICLE VII

### AMENDMENTS

**SECTION 1.** Amendments can be made a regular scheduled meeting with a majority of committee members present.

# County of Powhatan, VA

## Audit Committee Charter

### Committee Purpose

The Audit Committee has been established as an advisory committee whose primary purpose is to assist the Board of Supervisors in fulfilling its oversight responsibilities for the overall stewardship of the County's financial affairs.

### Responsibilities

The Audit Committee will carry out the following responsibilities:

- Review and reassess the adequacy of this Charter at least every two years, with any revision submitted to the Board of Supervisors for approval.
- Provide an avenue of communication among the Board of Supervisors, county management, and the independent auditors.
- Ensure the County's internal control systems are in place and implemented, including information technology security and control.
- Ensure County management implements audit report recommendations.
- Approve the annual audit plan and all major changes to the plan.
- Submit an Annual Report of Audit Committee actions and recommendations to the Board of Supervisors.
- Recommend to the Board of Supervisors the selection of the independent auditors.
- Continually evaluate the independence of the independent auditors.
- Review the County's CAFR, management letter and management's response and forward findings to the Board of Supervisors.
- Foster a culture of audit readiness and strong financial management through establishment of enterprise business processes that provide evidentiary matter supporting audit compliance.

### Composition

The audit committee will consist of seven members: two Board of Supervisors, two School Board members, one citizen at large, the County Administrator and the Director of Finance.

### Meetings

The audit committee will meet at least four times a year (quarterly), with authority to convene additional meetings, as circumstances require. All committee members are expected to attend each meeting. The committee will invite members of management, auditors or others to attend meetings and provide pertinent information, as necessary.

Meeting agendas will be prepared and provided in advance to members, along with appropriate briefing materials. Minutes will be prepared.

**Effective date**

