

**MINUTES OF THE ARCHIVES PARTNERSHIP TRUST BOARD
AUDIT COMMITTEE MEETING
2:30pm, February 23, 2018
Room 9C49, Cultural Education Center
222 Madison Ave., Albany, NY**

Audit Committee Members Present

Christine W. Ward, Committee Chair; Bronwyn Hannon and Stephen Pagano (all participating by telephone)

Staff Present

Janet Braga, Director and Tom Ruller, Executive Officer

Call to Order

Committee Chair, Ms. Ward, opened the meeting at 2:36pm, noting the presence of a quorum. On the agenda was a proposed resolution to approve engaging UHY for both audit services and tax return preparation for the Trust for its year ending March 31, 2018, and to authorize the Executive Officer to engage UHY to prepare the Trust's IRS Forms 1099 and 1096 at the close of calendar year 2018.

Ms. Braga reported that the audit and tax preparations fees were a \$500 increase overall, but comparable to prior years' increases.

Ms. Hannon asked Ms. Braga to forward UHY's report on Peer Review to the committee that accompanied their letter of agreement.

With no further questions or discussion, a motion to approve presenting a resolution to the full Board of Directors was made by Mr. Pagano and seconded by Ms. Hannon, and unanimously passed.

Whereas, the Archives Partnership Trust's Audit Committee Charter gives the Audit Committee the responsibility to pre-approve all audit services and provide for the appointment, compensation, and oversight of the independent auditor; and

Whereas, the Audit Committee Charter also provides that the Audit Committee must also pre-approve non-audit services provided by the Trust's independent auditor;

Resolved, That the Archives Partnership Trust Board's Audit Committee approves engaging the services of UHY LLP to audit the financial statements of the Trust as of and for the year ended March 31, 2018 along with the Trust's federal Return of Organization Exempt from Income Tax (Form 990) and the Annual Filing for Charitable Organization (Form CHAR500), for the estimated fee of \$11,500, as provided in their engagement letter dated January 31, 2018, and authorizes the Trust's Executive Officer to sign the engagement letter; and

Further Resolved, That the Audit Committee authorizes the Trust's Executive Officer to engage the services of UHY Advisors to prepare the Trust's 2018 IRS Form(s) 1099-MISC (Miscellaneous Income) and IRS Form 1096 (Annual Summary and Transmittal of U.S. Information Returns) both related to non-employee/vendor compensation, at a cost to be determined based on the number of 1099-MISC Forms required to be filed at the close of calendar year 2018.

Conclusion

A motion to adjourn the meeting was made by Mr. Pagano, seconded by Ms. Hannon, and unanimously passed. Ms. Ward adjourned the meeting at 2:50 pm and thanked all for their participation.

Respectfully submitted,

A handwritten signature in black ink that reads "Janet B. Braga". The signature is written in a cursive, flowing style.

Janet B Braga
Director
January 31, 2018