

# SECTION 305 FINANCE SUB COMM

MINUTES

JANUARY 11, 2012

3:00 PM EST

CONFERENCE CALL

<b>FACILITATOR</b>	<i>DJ Stadtler, Treasurer S305 NGENC Committee Executive Board, and Chair of the S305 Finance Subcommittee</i>
<b>ATTENDEES</b>	<i>DJ Stadtler, Brent Thompson, Steve Hewitt, Jeff Gordon, Ken Uznanski, Nancy Greene, Nico Lindenau, Ryan Swick, Shayne</i>
<b>ABSENTEES</b>	<i>Jim Donlin, Bill Bronte, Juli Salvi, Leo Penne, Andy House, Chad Edison, Kevin Kesler, David Ewing</i>

## DECISIONS MADE

DJ Stadtler called the meeting of the Finance subcommittee to order and the roll call was taken.

After taking the roll, and recognizing that only one of three state members was present, it was determined that there was **not** the presence of a quorum, therefore no votes would be taken.

Chairman Stadtler noted that he had two items for discussion:

1. The NGENC Annual meeting
2. Finance subcommittee input to the 2012-13 NGENC work plan - budget

### **The NGENC Annual meeting :**

DJ Stadtler reminded all members of the Finance subcommittee interested in attending the Annual Meeting, to register for it- if they have not done so already. There has been an extension of the hotel room block rate until January 13, 2012.

DJ then asked Steve Hewitt about the process for electing officers at the Annual Meeting. Steve stated that all officer positions (Chair, Vice Chair, Treasurer, and Secretary) are up for election at the Annual meeting. Steve said that it was his "gut" feeling that the members "assumed" that the same officers would run for re-election to their current posts. (Please note: The Treasurer is also the Finance subcommittee chair, and the Vice Chair of the NGENC Board is also the chair of the Technical subcommittee. Likewise, the Secretary of the Board is chair of the Administrative task force). Steve added that if an officer is not going to continue it should be raised rather quickly with the Executive Board (next call –January 24, 2012) so that candidate(s) can be "recruited". Steve anticipates that the next call will need to devote some time to assembling the agenda for the Annual Meeting, including election of officers.

DJ noted that he is in an additional "acting" role with added responsibilities for Amtrak, and Gordon Hutchinson is now the "acting" CFO. DJ is unsure whether it would make sense for him to retain his role with the NGENC or have Gordon take it over, "at least temporarily". Steve, again, gave his "gut" feeling that most members would be pleased to see DJ remain in his current role, "for the sake of continuity"; if DJ feels he has the time to do it.

DJ will bring the matter to the Board's attention on the January 24<sup>th</sup> call.

### **Finance subcommittee input into the 2012-13 work plan and budget:**

DJ asked Ken Uznanski if he needed anything else from the Finance subcommittee for the next budget beyond what has already been submitted. Ken responded that if we intend to have an audit, which is part of the proposed work plan, "we need a scope of what we want the audit to accomplish – at least in outline form."

Ken added, "since the Committee is evolving over time and the processes have developed over the years, we need to be clear on what standards we want this audited to – how do I write it?" Ken emphasized that he is not clear if this is to be a financial or performance audit.

DJ commented that the thought was for the sake of transparency "we should do a separate audit of the 305 grant" rather than have it as part of the overall Amtrak Financial spending audit.

After some discussion about what the audit should be, it was agreed that Jeff Gordon, FRA, would go back to FRA and find out what kind of audit they (FRA) are doing on 305, and then the Finance subcommittee can determine whether or not that is adequate. DJ suggested that Jeff check with John Winkle, and Ken Uznanski mentioned that Dharm Guruswany would be another person to check with at FRA.

It was also agreed that Shayne Gill will ask AASHTO's finance department about AASHTO's audit and what it entails.

**Setting a call schedule for 2012:**

Due to the fact that the Executive Board bi-weekly call schedule is changing for 2012, it was agreed that the Finance subcommittee would change its call schedule as well. The Finance subcommittee will meet every other week on the Wednesday before the Board's meeting.

**The first Finance subcommittee call under this new schedule will be February 1, 2012.**

**Next Finance subcommittee conference call: February 1, 2012 at 3:00pm Eastern  
866 209 1307 access code: 8597804#**

**Action Items**

The voting procedure proposal will be modified to include the provision for email voting, and all members will be asked to attend the next call to consider the procedures for subcommittee approval. **(carryover item)**

The details of doing a separate audit for the NGEC will be an agenda discussion item on the next Finance subcommittee call. **(carryover item)**

Jeff Gordon will check with FRA (John Winkle and/or Dharm Guruswany) to find out what kind of audit FRA is doing on 305. The subcommittee will then determine whether that is adequate enough or if more needs to be done.

Shayne Gill will ask AASHTO's finance department about AASHTO's audit and what it entails.

DJ Stadtler will raise the issue of officer elections on the next call of the Executive Board (January 24, 2012), specifically in regards to the Treasurer position and Finance subcommittee chair.

Steve Hewitt will notify all members of the new call schedule for 2012.

**ATTACHMENTS**