

**REGULAR MEETING OF THE BOARD OF DIRECTORS**  
**December 15, 2010**  
**SCSC Rotunda**

**MEMBERS PRESENT:** Priya Idgunji, Barbara McGarvey, Peter Nunan, Cynthia Owens, Ray Scheaffer,

**EXCUSED ABSENCE:** Chris Cavanaugh, David Murray

**UNEXCUSED ABSENCE:** Raj Raghavan

**GUESTS:** John Blake, Anne Griswold (Audit Committee)

***Proceedings:***

**CALL TO ORDER:** Meeting called to order at 6:52 PM, by Ray Scheaffer.

**DISCUSSION:** regarding fourth consecutive unexcused absence of board member Raj Raghavan, and concern about his non-response to multiple emails from Ray.

**ACTION:** Ray Scheaffer will attempt to contact Raj again. If Raj is unable to attend board meetings, the board will take action to remove him from the board and the board will appoint someone to fill the vacancy.

**DISCUSSION:** and decision to postpone most of the agenda items until the next board meeting, so that more board members can be present. It was agreed that with a quorum present this evening the Audit Committee Report would be heard, and Minutes approved. The remaining agenda items will be addressed at the next board meeting.

**APPROVAL OF MINUTES:** Motion to approve minutes from the November 3, 2010 Executive Session and Regular Session, November 17, 2010 Executive Session and the December 3, 2010 Executive Session. Passes unanimously.

**AUDIT COMMITTEE REPORT:** Anne Griswold  
Report on LMGW (CPA firm) 2009 Audit Management Letter and Audit Report. SCSC passed the audit, however LMGW identified several areas regarding controls, oversight and processes that need to be improved. An additional \$1600 was incurred for additional work conducted by LMGW to complete the 2009 audit. Total cost to SCSC for 2009 audit was \$17,600. In order for LMGW to begin work on a 2010 audit, a Retention Letter needs to be signed and returned by SCSC. LMGW offered a 10% discount to SCSC as a returning client, bringing proposed total for a 2010 audit to approximately \$16,500 to \$18,500. The next Audit committee will make recommendations to the Board on how to proceed.

**ACTION:** Anne to provide board members with a soft copy of CPA firm, BPM's Management Letter for 2008 tune up audit.

**MOTION:** to approve the final LMGW bill for \$7,059.90, by Barbara McGarvey, seconded by John Bitter. Passes unanimously.

**ACTION:** Anne will inform Terry (LMGW) that SCSC will contact them in January regarding retention for the 2010 audit.

**ACTION:** Ray will request a 30% discount from LMGW for the 2010 audit; they have offered a 10% audit.

Next Regular Meeting of the Board is scheduled for December 22, 2010, at 6:30 pm in the Rotunda.

ADJOURNMENT: Meeting Adjourned at 7:16 PM.

Respectfully submitted by,  
Cynthia Owens, Secretary