

# Business Item

Metropolitan Council



For the Metropolitan Council: May 28, 2025

## Business Item: 2025-38

Appointments to Audit Committee

<b>District(s), Member(s):</b>	All
<b>Policy/Legal Reference:</b>	MN Statutes 473.127 and 473.853
<b>Staff Prepared/Presented:</b>	Charles A. Zelle, Chair
<b>Division/Department:</b>	Regional Administration, Chair's Office

### Proposed Action

That the Metropolitan Council approve the following 4-year term appointments to the Audit Committee:

#### 4-year term (Appointment through January 1, 2029)

- District 5 Deanna Pesik — Chief Compliance & Ethics Officer, Ramsey County
- District 15 Scott Zaczkowski — Director of Internal Audit, Metropolitan Airports Commission

### Background

The Audit Committee was established by the Metropolitan Council under MN Statutes 473.127 and 473.853. The purpose of the Audit Committee is to provide structured systematic oversight of the organization's governance, risk management, and internal control practices. The Committee assists the Council by providing advice and guidance on the adequacy of the organization's initiatives for governance structure, risk management, values and ethics, internal control framework, and internal and external audits.

The Audit Committee membership consists of seven voting members, plus a chair. Four are Council members and four are external members with expertise in such areas as finance, accounting, auditing, information systems, managements, operations, or program performance.

### Rationale

Audit Committee appointments for two external members due to term expirations. Since January, the Council has made ongoing efforts to recruit qualified members for all openings. Council Member Chai Lee, Council Member Susan Vento, Chief Audit Executive of Program Evaluation and Audit Matt LaTour served on the nominating committee which hosted interviews on April 15.

The Committee consists of four Council members and four external members.

### Thrive Lens Analysis

On February 12, 2025, the Council adopted Imagine 2050, which builds on policy direction in Thrive MSP 2040. Appointing members to Audit Committee is necessary to keep the committee functioning. Audit Committee work advances all five Thrive Outcomes by providing oversight of the organization's governance, risk management, and internal control practices. This oversight

mechanism also serves to provide confidence in the integrity of these practices.

## **Funding**

N/A

## **Small Business Inclusion**

N/A

