

SCHOOL BOARD OF BROWARD COUNTY

AUDIT COMMITTEE NOMINATING COMMITTEE MEETING

KC WRIGHT ADMINISTRATION CENTER  
BOARD ROOM  
600 SE 3RD AVENUE  
FORT LAUDERDALE, FLORIDA

THURSDAY, AUGUST 3, 2023  
9:35 A.M. - 9:57 A.M.

Court Reporter:  
Timothy R. Bass, Stenographic Reporter  
Bass Reporting Service, Inc.  
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Fort Lauderdale, FL 33301

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1 COMMITTEE MEMBERS IN ATTENDANCE:

- 2 MS. RUTH CARTER-LYNCH  
MS. REBECCA DAHL  
3 MR. ANTHONY DE MEO - Nominating Committee Member  
MS. MARY FERTIG - Nominating Committee Member  
4 DR. NATHALIE LYNCH-WALSH  
MR. ROBERT MAYERSOHN  
5 MR. ANDREW MEDVIN  
MS. PHYLLIS SHAW - Nominating Committee Member  
6 MR. PETER TURSO

7

8 OFFICE OF THE CHIEF AUDITOR STAFF:

- 9 MR. JORIS JABOUIN, Chief Auditor  
MS. ALI ARCESE, Audit Director  
10 MS. JENNIFER HARPALANI, Assistant Director IT Audits  
MS. NAKIA GOULDBOURNE, Acting Manager, Internal Funds  
11 MS. MICHELE MARQUARDT, Executive Secretary  
MS. WANDA RADCLIFF, Clerk Spec B  
12 MR. BRYAN ERHARD, System Support Specialist II

13

INVITED GUESTS:

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- MR. TIM BASS, Court Reporter, United Reporting

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1 Thereupon, the following proceedings were had:

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3 MR. JABOUIN: Good morning. It's 9:35 on  
4 Thursday, August 3rd, 2023, and we'll begin the  
5 Nominating Committee Meeting of the Audit  
6 Committee of the School Board of Broward County,  
7 Florida.

8 We'll now stand up for the Pledge of  
9 Allegiance.

10 (Pledge of Allegiance was recited.)

11 MR. JABOUIN: My name is Joris Jabouin. I'm  
12 the Chief Auditor for the School Board of Broward  
13 County, Florida. I will chair this Nominating  
14 Committee Meeting of the Audit Committee and will  
15 be the Chair Pro Temp of the Audit Committee  
16 Meeting that follows this meeting until a Chair  
17 and Vice Chair has been elected.

18 I would like to remind everybody to please  
19 speak into the microphones and we will now do a  
20 roll call of the nominating committee members  
21 first.

22 Mr. Anthony De Meo?

23 MR. DE MEO: Present.

24 MR. JABOUIN: Ms. Phyllis Shaw?

25 MS. SHAW: Present.

1 MR. JABOUIN: Ms. Mary Fertig?

2 MS. FERTIG: Yes, I'm here. I didn't have  
3 the microphone on. Sorry about that.

4 MR. JABOUIN: I also would like to take a  
5 roll call of the other audit committee members in  
6 attendance.

7 Ms. Ruth Carter-Lynch?

8 MS. CARTER-LYNCH: Here.

9 MR. JABOUIN: Ms. Rebecca Dahl?

10 MS. DAHL: Here.

11 MR. JABOUIN: Ms. Itohan Ighodaro is excused.  
12 Dr. Nathalie Lynch-Walsh?

13 DR. LYNCH-WALSH: Here.

14 MR. JABOUIN: Mr. Robert Mayersohn?

15 MR. MAYERSOHN: I'm here.

16 MR. JABOUIN: Mr. Andrew Medvin?

17 MR. MEDVIN: Here.

18 MR. JABOUIN: Ms. Jaclyn Strauss?

19 (No response.)

20 MR. JABOUIN: Mr. Peter Turso?

21 MR. TURSO: Here.

22 MR. JABOUIN: Also, I'm Joris Jabouin, Chief  
23 Auditor.

24 Others in attendance are?

25 MS. ARCESE: Ali Arcese, Audit Director,

1 Office of the Chief Auditor.

2 MS. GOULDBOURNE: Nakia Gouldbourne, Office  
3 of the Chief Auditor.

4 MS. HARPALANI: Jennifer Harpalani, Office of  
5 the Chief Auditor.

6 MR. ERHARD: Bryan Erhard, Office of the  
7 Chief Auditor.

8 MS. MARQUARDT: Michele Marquardt, Office of  
9 the Chief Auditor.

10 MR. JABOUIN: The Nominating Committee is a  
11 separate meeting from the Audit Committee Meeting  
12 that follows and I will be taking attendance at  
13 that meeting, as well.

14 Are there any public speakers?

15 MS. MARQUARDT: I'll check.

16 MR. JABOUIN: We're just going to check. One  
17 moment please.

18 MS. MARQUARDT: No, there's not.

19 MR. JABOUIN: Thank you. There are no public  
20 speakers.

21 So we will now begin the process to consider  
22 candidates who will serve as chair and vice chair  
23 of the audit committee for the school and fiscal  
24 year 2024.

25 According to Article IV of the audit

1 committee bylaws, the officers of the audit  
2 committee will consist of the chair and the vice  
3 chair and any other members for the function of  
4 the committee. The officers shall be elected  
5 annually at the first meeting of the school year  
6 and the installation of new officers will be held  
7 in the first meeting of the school year. The  
8 nominating committee will present a slate of  
9 candidates for each office at the time which  
10 nomination from the floor will be taken at the  
11 next meeting.

12 At the previous audit committee meeting the  
13 following members were appointed to the  
14 nominating committee. It was Mr. Anthony De Meo,  
15 Ms. Phyllis Shaw and Ms. Mary Fertig.

16 So the nominating committee, I ask you to  
17 please select a chair amongst yourselves who will  
18 report to the full audit committee at the next  
19 meeting and then to please select a nominee that  
20 will serve as chair of the audit committee for  
21 the School Board of Broward County for fiscal  
22 year 2024, and then to select a vice chair who  
23 will serve as vice chair for to the School Board  
24 of Broward County for fiscal year 2024.

25 So I please ask for the nominating committee

1 to please discuss amongst yourselves to come up  
2 up with a candidate and select a chair.

3 MS. SHAW: I move to recommend the pro temp  
4 chair as the chair.

5 MR. JABOUIN: Could you please repeat that  
6 Ms. Shaw?

7 MS. SHAW: I move to recommend the pro temp  
8 chair as the chair.

9 MR. JABOUIN: Oh, thank you. So I would also  
10 like to have a chair of the nominating committee  
11 that would be reporting to the full committee at  
12 the next meeting. So it should be one of the  
13 three members of you.

14 MS. SHAW: I understand. But don't we need  
15 to have a chair of this committee to run this  
16 meeting? Since he was nominated as a pro temp  
17 chair, so now we need to elect him as a chair so  
18 he can be the chair of the meeting.

19 MR. JABOUIN: No, I'm already the pro temp  
20 chair for this meeting, so I don't think a  
21 nomination is needed for that.

22 MS. FERTIG: So can I nominate you or Mr. De  
23 Meo, whichever one of you wants to do it?

24 MS. SHAW: That was what I was going to do,  
25 is nominate, him; yeah.

1 MS. FERTIG: Okay.

2 MR. JABOUIN: So the motion is by Fertig and  
3 seconded by Shaw for Mr. De Meo to be the chair.

4 MS. DAHL: I don't understand what's going  
5 on.

6 MS. FERTIG: We're just electing a chair of  
7 the nominating committee and we're proposing Mr.  
8 De Meo.

9 MS. DAHL: Okay. And then you all are going  
10 to leave?

11 MS. FERTIG: You think Ms. Shaw wants to do  
12 it?

13 MR. DE MEO: Yeah. We'll nominate Ms. Shaw.

14 MS. FERTIG: Okay.

15 MS. SHAW: We have a motion and a second on  
16 the floor, so let's move with it.

17 MS. FERTIG: She really wants to be the  
18 chair, I can tell.

19 All right. Why don't we vote and let you do  
20 it; is that good?

21 MR. DE MEO: Okay.

22 MS. FERTIG: All right. I'm in favor.

23 MS. SHAW: Me, too.

24 MR. JABOUIN: Thank you. That passed.

25 MR. DE MEO: No.



1 MS. FERTIG: Are you kidding me?

2 MR. JABOUIN: May I please now ask for the  
3 committee, the nominating committee, to please go  
4 through the process to nominate a chair for the  
5 audit committee and vice chair that will be  
6 reported by Mr. De Meo at that meeting for the  
7 next fiscal year?

8 MS. FERTIG: I'd like to nominate Mr. Medvin.

9 MR. JABOUIN: For what position, Ms. Fertig?

10 MS. FERTIG: Oh, I thought we were doing  
11 chair.

12 MR. JABOUIN: Yeah, chair, first. Thank you  
13 very much.

14 MR. DE MEO: Do we have a vice chair? Do we  
15 need a vice chair of this committee?

16 MS. FERTIG: No, no, no, we're good. Let's  
17 get through this because we've got to get  
18 started.

19 MR. DE MEO: Okay. We have a motion.

20 MS. SHAW: Second.

21 MR. DE MEO: Second? Okay. All in favor?

22 MS. FERTIG: Aye.

23 MS. SHAW: Aye.

24 MR. DE MEO: Motion passes. So now we need a  
25 motion for vice chair. Do we have a motion for

1 vice chair?

2 MS. FERTIG: I would like to nominate Mr.  
3 Mayersohn.

4 MR. DE MEO: Mr. Mayersohn?

5 MR. TURSO: I believe that he stepped out.

6 MS. FERTIG: Oh, he doesn't have to be in the  
7 room because we're the nominating committee.

8 MS. CARTER-LYNCH: So I just want to be clear  
9 as to what we're doing. We are nominating a  
10 chair and a -- the nominating committee, they're  
11 nominating a chair and vice chair for the entire  
12 committee; correct?

13 MS. FERTIG: And then we're bringing it to  
14 you.

15 MS. CARTER-LYNCH: Then you're bringing it to  
16 us next meeting, and we still can nominate from  
17 the floor; correct?

18 MR. DE MEO: Yes.

19 MS. CARTER-LYNCH: I just want to be clear.

20 MR. JABOUIN: Yes, that's correct, Ms.  
21 Carter-Lynch.

22 MR. DE MEO: Ms. Shaw, do you have any?

23 MS. SHAW: Actually, I was going to nominate  
24 Mary Fertig as a continuation from the previous.

25 MS. FERTIG: You know, I really appreciate

1 that, but I feel like it created so much  
2 controversy that -- Mr. Mayersohn did a great  
3 job, and, quite frankly, I was going to nominate  
4 you last year when you nominated me, and we seem  
5 to be at a stalemate on that. So I was going to  
6 nominate Mr. Mayersohn. We could not nominate  
7 him last year because the bylaws were not  
8 completed, but they have been. And I just feel  
9 like he has run the meeting at times when nobody  
10 else has been here, so he would make a great vice  
11 chair. But, Phyllis, you would make a great vice  
12 chair.

13 MS. SHAW: I probably would, but we also have  
14 other members.

15 MS. FERTIG: We do. We do. But I just feel  
16 Mr. Mayersohn has done a good job. He was kind  
17 of cut short because of the limbo that the bylaws  
18 were in, and so I -- it was my intent to nominate  
19 him.

20 MR. DE MEO: Is that a motion?

21 MS. FERTIG: Yeah, I thought we had a motion.  
22 I don't know if we had a second.

23 MR. DE MEO: I'm just going to mention what  
24 we discussed before, and that was that  
25 longstanding or long-serving members who have not

1       been part of the leadership of the committee and  
2       most notable, I think, is Dr. Lynch-Walsh. So --  
3       but I guess that could be handled through, from  
4       the floor; right? If we wanted to do that, vice  
5       chair?

6           MS. SHAW: That can be or that can be handled  
7       here in this committee.

8           MR. DE MEO: Okay. Any other discussion?

9           MS. FERTIG: Well, I would just say when  
10      you're talking about longstanding, you've been  
11      around a long time. Don't take that personally.  
12      And Phyllis has been here for a long time. And  
13      we have a lot of -- Rebecca and Dr. Lynch-Walsh.  
14      We have a lot of people who have been here a long  
15      time.

16           I think Mr. Mayersohn would have progressed  
17      had it not been for the bylaws being in such  
18      limbo last year. And I just feel he has the  
19      experience that we need to carry us through this  
20      coming year. So --

21           MR. DE MEO: Okay. All in favor.

22           MS. CARTER-LYNCH: You have a hand up over  
23      here.

24           DR. LYNCH-WALSH: I'm not objecting.

25           MS. SHAW: I'm sorry. Are you going to

1 recognize her?

2 MR. DE MEO: We have a motion, I think.

3 MS. SHAW: Right. I didn't accept the  
4 motion. I didn't second it.

5 MS. CARTER-LYNCH: I'll second it so we can  
6 move on.

7 DR. LYNCH-WALSH: You can't.

8 MS. SHAW: I mean, all right, I'll second it  
9 for discussion, but --

10 MR. DE MEO: Can we allow comments from  
11 non-committee members?

12 MR. JABOUIN: Yes, please.

13 MR. DE MEO: Okay. So we have a second and  
14 discussion?

15 DR. LYNCH-WALSH: Yeah, I just wanted to  
16 clarify that Policy 1070 is the overarching  
17 policy and that was the thing that was being  
18 developed and now has been finalized.  
19 Everybody's bylaws are in limbo because nobody's  
20 bylaws have been reviewed by the board for years.  
21 And to clarify, just for accuracy's sake, I  
22 believe that I predate both Rebecca and Phyllis  
23 on this committee. I don't predate -- I may even  
24 predate Mayersohn. I may even predate Mayersohn.  
25 I'm not sure. And to also clarify, Mayersohn has

1       been chair before. But I'm not objecting because  
2       I can't because I'm not on the nominating  
3       committee.

4           MS. FERTIG: And, truthfully, and this is  
5       nothing about -- you were on the committee when I  
6       came on the committee, which was a long time ago.  
7       So I think I came on in 2008. I think you were  
8       here.

9           MS. SHAW: Okay. Guys let's not go walk down  
10      memory lane and history.

11          MS. FERTIG: Yeah, and I just -- I just -- we  
12      were prohibited last year. We did it. I just  
13      thought it would give us this one year and then  
14      we can make whatever in the coming year.

15          MR. DE MEO: Bob knows a lot about government  
16      affairs and he was an excellent chair. So I'm  
17      not objecting. I just wanted to -- you know,  
18      typically, in boards there's a succession and I  
19      just wanted to bring that up.

20           So are we moving the question then?

21          MS. SHAW: We can if there are no other  
22      comments.

23          MS. CARTER-LYNCH: Can I say something?

24          MS. SHAW: Now, you can.

25          MR. DE MEO: Any other discussion?

1 MS. CARTER-LYNCH: Not a discussion, I just  
2 want to make a statement. One of the things that  
3 always boggles my mind when we're nominating  
4 people for an executive committee, I hope we are  
5 taking a look at not just tenure and looking at  
6 leadership ability. Because a lot of people get  
7 overlooked because of the fact of tenure. So I  
8 just wanted to make that statement. So let's  
9 just be real cognizant of who -- who has the  
10 ability to really lead the thing. And, you know,  
11 my problem with a lot of this is favoritism.  
12 Let's just get past that and just be real clear  
13 about what we're doing.

14 MS. FERTIG: And, Ruth, I think that's a good  
15 point so I want to be able to respond to that.  
16 Might as well do it now rather than the regular  
17 meeting. I don't -- I agree with you about  
18 tenure. I will tell you, when I came on this  
19 committee Dr. Mack was chair. Dr. Mack was chair  
20 for probably 20 years. I mean, Dr. Mack was  
21 always chair. He told me when I came on the  
22 committee, I will be the chair. He was a great  
23 guy. I loved that guy.

24 Anyway, so I'm just looking at the work we  
25 have to do. I think we have some major

1 challenges on this committee. One of which is,  
2 we never seem to get through an agenda. And the  
3 second is sometimes we feel like we're not  
4 getting the information. I mean, I think we have  
5 a lot of things.

6 I believe that the team of Mr. Medvin and Mr.  
7 Mayersohn will help us to get through the next  
8 year and lay the groundwork for, hopefully,  
9 moving this committee forward to where we can  
10 actually complete an agenda and tackle some of  
11 the other issues we have. And so that is why I  
12 nominated Mr. Mayersohn.

13 MS. CARTER-LYNCH: Oh, no, let me just be  
14 also clear, I have no dog in this fight, period.

15 MS. FERTIG: And you would be a wonderful  
16 co-chair or a chair.

17 MS. CARTER-LYNCH: That's not even necessary.

18 MS. FERTIG: I know, but you know it's true.

19 MS. CARTER-LYNCH: But you know what I'm  
20 saying.

21 MR. DE MEO: That's a good point. But of the  
22 people here that are tenured, I think they  
23 demonstrate the leadership necessary to lead this  
24 committee. So, for me, it's not strictly tenure,  
25 it's -- leadership is extremely important and I



1 think that's a great point.

2 Any other discussion?

3 All in favor?

4 No? Oh, go ahead. Please.

5 MS. DAHL: I, personally, don't understand  
6 why we're having this in front of the whole  
7 group. On every other committee I work on the  
8 nominating committee works alone and then brings  
9 it to the full group. We're doing that tonight  
10 in Diversity. So I don't understand this in  
11 front of the whole group. And I'm going to be  
12 honest with you, it bothers me. Because I think  
13 they have the right, the nominating committee,  
14 to, you know, hash this out between them and yet  
15 the whole group is sitting here. I've never seen  
16 that happen before.

17 MR. JABOUIN: So the nominating committee can  
18 indeed do that Ms. Shaw, but this is a public  
19 meeting, itself, so all the members can attend as  
20 the members of the public are also seeing this as  
21 well.

22 MS. DAHL: However, before you had the  
23 nominating committee meet before the regular  
24 general committee and I thought that's what you  
25 were going to do again. I don't get this.

1 MR. JABOUIN: That was the 9:30 to 9:45  
2 meeting period, what it is is the nominating  
3 committee meeting.

4 MS. DAHL: Okay. Again, I don't feel that  
5 information to us is as clear as it could be.  
6 Because I was expecting to come in and the  
7 nominating committee was going to work alone and  
8 then bring the names here.

9 MS. FERTIG: But, you know what, this is an  
10 important conversation and I think it's a good  
11 thing. We're going to have it, so we might as  
12 well just do it. Again, I just -- I'm just  
13 looking -- you know, I look at the chair as the  
14 facilitator and the vice chair the facilitator if  
15 the chair is not there. That's really all we're  
16 trying to do.

17 Quite frankly, from my point of view, I often  
18 prefer not to be chair because I might want to  
19 be -- I might want to be more vocal.

20 MS. DE MEO: Antagonistic.

21 MS. FERTIG: Oh, well, whatever. But you  
22 know what I'm saying. I think each one of us  
23 have a thing. I just think we've got a lot of  
24 challenges in front of us, we've got -- I'm not  
25 going to repeat what I said about Mr. Mayersohn,

1 but I've known him a long time, he's a very calm  
2 guy, he does a great job running the meeting,.

3 MR. DE MEO: He's okay.

4 MS. FERTIG: He's okay, you're right. I  
5 might have gone overboard there.

6 All right. I'm stopping.

7 MR. JABOUIN: Can we proceed with the motion?

8 MR. DE MEO: All in favor?

9 MS. FERTIG: Aye.

10 Oh, Phyllis wants to say something.

11 MS. SHAW: I have a comment. And not to  
12 belabor the point, and, yes, I do love Mr.  
13 Mayersohn, he and I go way, way back. And yes,  
14 he does a great job. But I think we also have  
15 other folks on this board who can also -- also  
16 lead and move the business of this organization  
17 forward. And not also being, you know, as he  
18 just said, you know, allow folks not to be  
19 antagonistic.

20 So to that end, let's go ahead and vote  
21 because I have another motion.

22 MS. FERTIG: Okay.

23 MR. JABOUIN: So the motion for vice chair is  
24 Mayersohn. That was by Fertig. And I just want  
25 to know who is the second on that?

1 MS. CARTER-LYNCH: I second it.

2 MS. SHAW: I seconded it for discussion.

3 MR. DE MEO: Ms. Shaw seconded it.

4 MR. JABOUIN: And can we please have the  
5 vote, the vote for Mayersohn for vice chair  
6 amongst the nominating committee only, please?

7 MS. SHAW: No.

8 MS. FERTIG: Yes.

9 MR. DE MEO: We have a no and a yes.

10 MR. TURSO: Yeah, you're the tiebreaker.

11 MR. DE MEO: Yes.

12 MR. JABOUIN: The motion passes two to one  
13 for Robert Mayersohn to be vice chair.

14 And the previous motion had passed  
15 unanimously for Mr. Medvin to be chair.

16 I also would like to acknowledge Chief  
17 Information Officer, Dr. Josiah Phillips, he is  
18 serving as the superintendent's designee. Thank  
19 you, Dr. Phillips.

20 All right. May I please have a motion and a  
21 second to adjourn the nominating committee of the  
22 audit committee of the School Board of Broward  
23 County.

24 MR. DE MEO: Mr. Jabouin, I think Ms. Shaw  
25 wanted to make another motion.

1 MS. SHAW: Well, at this point there is no  
2 need for another motion, but motion to adjourn?

3 MS. FERTIG: Second.

4 MR. DE MEO: Adjourned.

5 MS. DAHL: And I just want it on the record  
6 that I think what we did today is not -- is not  
7 right. I think the nominating committee should  
8 have worked alone and had these discussions so  
9 they could really discuss them and they didn't  
10 get the opportunity to do that, so I'm putting in  
11 a complaint about that. Thank you.

12 MR. JABOUIN: Ms. Dahl, can you repeat that  
13 at the regular meeting then, because we're off  
14 the record now.

15 MS. DAHL: Whatever. Whatever.

16 (Meeting was concluded at 9:57 a.m.)  
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REPORTER'S CERTIFICATE

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STATE OF FLORIDA  
COUNTY OF BROWARD

I, Timothy R. Bass, Court Reporter and Notary Public in and for the State of Florida at Large, hereby certify that I was authorized to and did stenographically report the foregoing proceedings, and that the transcript is a true and complete record of my stenographic notes thereof.

Dated this 14th day of August, 2023, Fort Lauderdale, Broward County, Florida.



TIMOTHY R. BASS  
Court Reporter

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