

Audit Committee
Minutes of Special Meeting

Held on
February 4, 2016 at 11:00 a.m.
at
Connecticut Lottery Corporation
777 Brook Street
Rocky Hill, Connecticut

Committee Members: Michael Thompson, Chair; Steven Bafundo; Patrick Birney (via telephone); Robert Dakers; Jennifer Hamilton (via telephone); and Robert Morgan.

CLC Staff Members: Anne Noble, President & CEO; Lana Glovach (via telephone); Paul Granato; Michael Hunter; Diane Patterson; Chelsea Turner; Annmarie Daigle; and Cynthia Hadden.

Call to Order: Mr. Thompson called the meeting to order at 11:00 a.m.

I. Approval of Minutes

On motion made by Mr. Dakers, seconded by Mr. Bafundo, the minutes of the November 4, 2015 Special Meeting of the Audit Committee were approved.

II. Executive Session

At 11:02 a.m., Mr. Thompson reviewed the agenda and stated the items to be discussed in Executive Session:

- Review of Proposals: Financial Auditors
- Attorney/Client Communications
 - Pending Claims and Litigation:
 - Class action arising from non-payment of prizes in Illinois
 - FOIA Appeal (Osmond)
 - Statutory Matters, Title 12
 - MUSL Governance: Multijurisdictional games/Tipton litigation
 - Consideration of Action to enforce Corporation's legal rights in connection with Five Card Cash

On motion made by Mr. Bafundo, seconded by Mr. Morgan, and unanimously approved, the Audit Committee entered into Executive Session. Ms. Noble, Ms. Glovach, Mr. Granato, and Ms. Turner were invited to attend a portion of the Executive Session relating to the Review of Proposals for Financial Auditors.

Ms. Noble, Ms. Glovach and Ms. Turner were invited to attend the remainder of the Executive Session.

Mr. Birney departed the meeting at 12:00 p.m.

At 12:40 p.m., the Committee reconvened in regular session. Mr. Thompson stated that no actions or votes had taken place during Executive Session.

III. Old Business

None.

IV. New Business

Review of Proposals: Financial Auditors.

The following resolution was read by Mr. Thompson for the Audit Committee's consideration, regarding the Financial Auditors:

Resolved, that the Audit Committee hereby approves the Recommendation of the Selection Committee for the appointment of Marcum LLP as the new auditing firm for the Connecticut Lottery Corporation for the next 3 years, and that a resolution shall be presented to the full Board of Directors at the meeting to be held on February 25, 2016 with the Audit Committee's recommendation for the Board's approval of Marcum LLP.

A motion was made by Mr. Bafundo and seconded by Mr. Morgan, and unanimously approved.

V. Adjournment

On motion made by Mr. Morgan, seconded by Mr. Bafundo, and unanimously approved, the meeting was adjourned at 12:41 p.m.

Respectfully submitted,

Chelsea E. Turner
Corporate Secretary
Connecticut Lottery Corporation