



AUDIT COMMITTEE MINUTES

DATE: February 4, 2026

LOCATION: City Hall 4th Floor Conference Room

TIME: 3:00 PM

- I. CALL TO ORDER – Director of Internal Audit
The meeting was called to order by Stephanie Fox at 3:03 pm.
- II. ANNOUNCE MEMBERS IN ATTENDANCE (VERIFY QUORUM)
Audit Committee members present: Rodney Wright, Lynn Stokes, Keri Lovato, Elizabeth Rankin
Audit Committee members absent: None
Quorum verified? Yes
Internal Audit attendees: Stephanie Fox, Emily Hammer
Other Attendees:
 - Christen Wilcox, Chief Financial Officer, City of Clarksville
 - Dawn Thomack, Senior Finance Director, Clarksville Gas and Water
 - JD Cage, Crosslin
 - Jennifer Manternach, Crosslin
- III. ELECTION OF CHAIRPERSON AND VICE-CHAIRPERSON
 - A. Chairperson - Be knowledgeable of Audit Committee functions and responsibilities, chair meetings, represent the Audit Committee before City Council or any other official body as necessary, correspond as necessary in regard to Audit Committee issues, prepare Director's annual performance evaluation, and coordinate with Human Resources to hire (or terminate) in regard to the Director's position.

Rodney Wright made a motion to elect Lynn Stokes as Chairman. Rodney Wright withdrew the motion.
Lynn Stokes made a motion to elect Elizabeth Rankin as Chairman.
Keri Lovato seconded the motion to elect Elizabeth Rankin. The motion was approved unanimously.
 - B. Vice Chairperson - Be knowledgeable of Audit Committee functions and responsibilities, fill in for or provide assistance to the Chairperson related to any of the duties listed above.

Keri Lovato made a motion to elect Lynn Stokes as Vice Chairman.
Rodney Wright seconded. The motion was approved unanimously.

IV. FINANCIAL STATEMENT AUDIT PRESENTATION BY Crosslin

Crosslin presented the results of the FY 2025 financial and compliance audit for the City of Clarksville.

V. ADOPTION OF MINUTES

A. October 29, 2025 Audit Committee Meeting

Keri Lovato made a motion to postpone the adoption of the minutes until the April meeting pending review of the recording to verify the accuracy of a motion made during the October meeting. Lynn Stokes seconded. The motion was approved unanimously.

VI. DEPARTMENT REPORT

Stephanie presented the budget report and an update on department activity.

VII. NEW BUSINESS

A. None

VIII. COMMITTEE ACTION REQUIRED

A. Crosslin Contract Renewal

Lynn Stokes made a motion to approve the Crosslin contract renewal for the FY 2026 financial and compliance audit. Rodney Wright seconded. The motion was approved unanimously.

B. Performance Objectives and Measures

Stephanie presented the proposed updates to performance objectives and measures for the department.

Keri Lovato made a motion to approve the performance objectives and measures. Lynn Stokes seconded. The motion was approved unanimously.

C. Audit Committee Candidate Consideration

The committee reviewed qualifications for a potential candidate to serve on the committee from March 2026 - December 2027. The vote for this item is recorded under City Council action required.

IX. CITY COUNCIL ACTION REQUIRED

A. Nomination of Audit Committee Member for March 2026 - December 2027

Keri Lovato made a motion to nominate Chris Reneau to serve on the Audit Committee from March 2026 through December 2027. Rodney Wright seconded. The motion was approved unanimously.

X. ADJOURNMENT OF PUBLIC MEETING

Keri Lovato made a motion to adjourn the public meeting and move into executive session. Rodney Wright seconded. The public meeting was adjourned at 4:24 pm.

XI. PUBLIC COMMENTS (5 minutes each)

XII. NEXT MEETING - **April 29, 2026 3:00 PM**

XIII. EXECUTIVE SESSION – Vote by the Committee to go into executive session.

During executive session and for the remainder of the meeting, the Audit Committee will be discussing only matters that are considered confidential under TCA Section 9-3-405 (d). These items may include:

- A. Items deemed not subject to inspection under TCA Section 10-7-503 and 10-7-504
- B. Current or pending litigation and pending legal controversies
- C. Pending or ongoing audits or audit related investigations
- D. Information protected by federal law
- E. Matters involving information under TCA Section 9-3-406 where the informant has requested anonymity.

At this point in the meeting everyone other than Audit Committee members and those asked to attend by the Audit Committee to address an item related to the categories above will be asked to leave.

The following items were discussed during executive session.

- a. Ongoing audits and investigations

XIV. ADJOURNMENT OF EXECUTIVE SESSION

Keri Lovato made a motion to adjourn the executive session. Lynn Stokes seconded. The executive session was adjourned at 4:45 pm.