



1325 California Avenue
Windsor, ON N9B 3Y6
BOARD CHAIRPERSON: Barbara Holland
DIRECTOR OF EDUCATION: Terry Lyons

**AUDIT COMMITTEE
MINUTES – PUBLIC SESSION**
Monday, November 19, 2018 at 6:00 p.m.
Windsor Essex Catholic Education Centre
Video Conference Room

PRESENT:

Audit Committee Members:

Vanessa DaDalt (Community member – Committee Chair) Lisa Soulliere (Board member)
Randy Laforest (Community member) Fulvio Valentinis (Board member)

Administrative Resource Personnel:

Penny King, Executive Superintendent of Business
Grace Flood, Manager of Accounting & Capital
Susan Swiatoschik, Senior Manager of Finance

Representatives of External Audit Firm:

Ferruccio Da Sacco, CPA, CA, Partner, BDO Canada LLP

Regrets:

Fabio Costante (Board member)

Recorder: D. Steffens

1. Call to Order and Opening Prayer – Chair DaDalt called the meeting to order at 6:01 p.m. and opened the meeting with prayer.
2. Recording of Attendance – Trustee Costante sent regrets due to a scheduling conflict.
3. Approval of Agenda

Moved by: L. Soulliere

Seconded by: F. Valentinis

THAT the November 19, 2018 Audit Committee meeting agenda be approved as distributed.
Carried.

4. Disclosure of Interest Pursuant to the *Municipal Conflict of Interest Act* – None.
5. Resolve into Closed Session

Moved by: R. Laforest

Seconded by: F. Valentinis

THAT the Audit Committee meeting of November 19, 2018 resolve into Closed Session at 6:03 p.m., pursuant to the Education Act – Section 207 to consider security of the property of the board matters, and specific matters permitted or required to be kept private and confidential under the Freedom of Information and Protection of Privacy Act. *Carried.*

6. Closed Session Items

- a) Approval of Minutes – September 19, 2018 Closed Session
- b) Internal Audit Oversight Function
 - i. 2018-19 Internal Audit Plan – Minor Amendment
- c) External Audit Oversight Function
 - i. 2017-18 External Audit and Consolidated Financial Statements - Review and Recommendation to the Board of Trustees for Approval and Private Discussion with External Auditor *(If required)*
- d) Other Business / Questions of a Closed Session Nature
 - i. Annual Self-Assessment of the Audit Committee – Finalization
 - ii. Other Business / Questions of a Closed Session Nature

7. Rise and Report into Open Session

Moved by: L. Soulliere

Seconded by: F. Valentinis

THAT the Audit Committee meeting of November 19, 2018 resolve into Open Session at 6:56 p.m. Carried.

Items from the November 19, 2018 Audit Committee Closed Session

Moved by: R. Laforest

Seconded by: F. Valentinis

THAT the Audit Committee approve the recommendation regarding a matter exempt from access under Security of the Board, item 6b(i) 2018-19 Internal Audit Plan – Minor Amendment. Carried.

Moved by: L. Soulliere

Seconded by: R. Laforest

THAT the Audit Committee approve the recommendation to the Board of Trustees regarding a matter exempt from access under Security of the Board, item 6c(i) 2017-18 External Audit and Consolidated Financial Statements. Carried.

Moved by: F. Valentinis

Seconded by: L. Soulliere

THAT the Audit Committee approve the recommendation regarding a matter exempt from access under the Freedom of Information and Protection of Privacy Act, item 6d(i) 2017-18 Annual Self-Assessment of the Audit Committee. Carried.

8. Open Session Items

- a) Approval of Minutes – September 19, 2018 Public Session

Moved by: L. Soulliere

Seconded by: R. Laforest

THAT the Minutes of the September 19, 2018 Audit Committee Public Session Meeting be approved as distributed. Carried.

- b) Annual Evaluation of External Audit - Assign Process

V. DaDalt agreed to coordinate the annual evaluation process among the committee members and return a consolidated evaluation form to G. Flood. The Annual External Auditors Performance Assessment will be placed on the next agenda for the committee's final consideration and disposition.

- c) Trustee Committee Members' Term Appointments – Verbal Update

G. Flood reported the four-year term appointments of trustee committee members Fulvio Valentinis, Lisa Soulliere and Fabio Costante will end when the new Board of Trustees takes office. Board of Trustee committee appointments for the 2018-22 term will be determined by the Chair of the Board in January 2019.

9. Other Business / Questions – None.

10. Next Meeting Dates / Review of 2018-19 Work Plan

- Wednesday, April 10, 2019 at 6:00 p.m. (if required)
- Wednesday, June 19, 2019 at 6:00 p.m.

11. Closing Prayer and Adjournment - There being no further business before the Committee, the Chairperson adjourned the meeting at 7:00 p.m.



Vanessa DaDalt
Audit Committee Chairperson