



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

**AUDIT COMMITTEE  
MINUTES - PUBLIC SESSION**  
Wednesday, September 25, 2019 at 6:00 p.m.  
Windsor Essex Catholic Education Centre  
Video Conference Room

**PRESENT:**

**Audit Committee Members:**

Vanessa DaDalt (Community member - Committee Chair)    Tony Polifroni (Board member)  
Mary DiMenna (Board member)    Fulvio Valentinis (Board member)

**Administrative Resource Personnel:**

Penny King, Executive Superintendent of Business (*Presiding Officer*)  
Susan Swiatoschik, Senior Manager of Finance  
Grace Flood, Manager of Finance

**Representative of External Audit Firm:**

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

**Regrets:** Randy Laforest (Community member)

Recorder: D. Steffens

1. Call to Order and Opening Prayer - Presiding Officer P. King called the meeting to order at 6:03 p.m. and opened the meeting with prayer.
2. Welcome and Recording of Attendance - Randy Laforest sent regrets due to an employment commitment.
3. Election of the 2019-20 Chair

Moved by: F. Valentinis

**THAT Vanesas DaDalt be nominated as Chair for the 2019-20 fiscal year term.**

Following three calls for nominations, it was:

Moved by: M. DiMenna

Seconded by: F. Valentinis

**THAT nominations for the position of Chair for the 2019-20 fiscal year term be closed. Carried.**

V. DaDalt accepted the nomination, and was acclaimed as Audit Committee Chair for the 2019-20 fiscal year.

*At this point, V. DaDalt assumed Chair and proceeded with the business of the agenda.*

4. Approval of Agenda

Moved by: F. Valentinis

Seconded by: M. DiMenna

**THAT the September 25, 2019 Audit Committee meeting agenda be approved as distributed.**  
*Carried.*

5. Disclosure of Interest Pursuant to the *Municipal Conflict of Interest Act* - None.

6. Annual Written Disclosure of Interest Pursuant to *Ontario Regulation 361/10 Audit Committees* - Written Declarations of Conflicts were submitted by committee members present.

7. Resolve into Closed Session

Moved by: T. Polifroni

Seconded by: F. Valentinis

**THAT the Audit Committee meeting of September 25, 2019 resolve into Closed Session at 6:08 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.*

8. Closed Session Items

- a) Approval of Minutes – June 19, 2019 Closed Session
- b) Internal Audit Oversight Function
  - i. 2018-19 Internal Audit Status - Verbal Report
  - ii. Internal Audit Survey - Verbal Report
- c) External Audit Oversight Function
  - i. 2018-19 Fiscal Year External Audit Plan/Scope
- d) Other Business / Questions of a Closed Session Nature
  - i. Audit Committee's 2018-19 Annual Report to the Board of Trustees

9. Rise and Report into Open Session

Moved by: M. DiMenna

Seconded by: F. Valentinis

**THAT the Audit Committee meeting of September 25, 2019 resolve into Open Session at 6:36 p.m.**  
*Carried.*

*Action items from the September 25, 2019 Audit Committee Closed Session*

Moved by: T. Polifroni

Seconded by: F. Valentinis

**THAT the Audit Committee approve the recommendation to the Board of Trustees regarding a matter exempt from access under Security of the Board, item 8c(i) 2018-19 Fiscal Year External Audit Plan/Scope.** *Carried.*

Moved by: F. Valentinis

Seconded by: M. DiMenna

**THAT the Audit Committee approve the Audit Committee's 2018-19 Annual Report to the Board of Trustees, exempt from access under Security of the Board.** *Carried.*

10. Open Session Items

- a) Approval of Minutes - June 19, 2019 Public Session

Moved by: F. Valentinis

Seconded by: T. Polifroni

**THAT the Minutes of the June 19, 2019 Audit Committee Public Session Meeting be approved as distributed.** *Carried.*

b) Audit Committee's 2018-19 Annual Report to the Ministry of Education

Moved by: F. Valentinis

Seconded by: M. DiMenna

**THAT the Audit Committee's Annual Report to the Board of Trustees and Ministry of Education for the 2018-19 Fiscal Year be approved. Carried.**

c) 2018-19 Self-Assessment of the Audit Committee Performance (Assign process) - By consensus, it was agreed that V. DaDalt will coordinate the self-assessment process among committee members, and return a consolidated assessment form for review and further discussion at the November meeting.

11. Other Business / Questions - None.

12. Next Meeting Dates / Review of 2019-20 Work Plan

- Monday, November 18, 2019 at 6:00 p.m.
- Wednesday, April 15, 2020 at 6:00 p.m. (*Tentative, if required*)
- Wednesday, June 17, 2020 at 6:00 p.m.

13. Closing Prayer and Adjournment - The meeting adjourned at 6:42 p.m. at the call of the Chair.



**Vanessa DaDalt**

*Audit Committee Chairperson*