



1325 California Avenue  
Windsor, ON N9B 3Y6  
BOARD CHAIRPERSON: Barbara Holland  
DIRECTOR OF EDUCATION: Paul A. Picard

## AUDIT COMMITTEE MINUTES

Wednesday, September 24, 2014 at 6:00 p.m.  
Windsor Essex Catholic Education Centre  
Video Conference Room

### PRESENT:

#### Audit Committee Members:

M. DiMenna (Board member) R. Laforest (Community member)  
B. Holland (Board member – Committee Chair) L. Soulliere (Board member)

#### Administrative Resource Personnel:

M. Iatonna, Executive Superintendent of Corporate Services  
P. King, Superintendent of Business  
G. Flood, Manager of Accounting & Capital  
S. Swiatoschik, Manager of Budget Development & Control

#### Regional Internal Audit Team (RIAT) Members:

J. Nicolle, Regional Internal Audit Manager

#### External Auditor:

F. Da Sacco, Partner BDO Canada LLP

Regrets: L. DiMaio (Community member)

Recording Secretary: D. Steffens

1. Call To Order and Opening Prayer – Chair Holland called the meeting to order at 6:06 p.m. and opened the meeting with prayer.
2. Recording of Attendance – L. DiMaio was not present.
3. Election of the 2014-15 Chair

Moved by: L. Soulliere

Seconded by: M. DiMenna

**THAT the election of the 2014-15 Chair be deferred to the first Audit Committee meeting following the December 1, 2014 new term of office for elected trustees.**  
*Carried.*

4. Approval of Agenda/Questions Pertaining to Agenda

Moved by: R. Laforest

Seconded by: L. Soulliere

**THAT the September 24, 2014 Audit Committee meeting agenda be approved as distributed.** *Carried.*

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

6. Resolve into Closed Session

Moved by: M. DiMenna

Seconded by: L. Soulliere

**THAT the Audit Committee meeting of September 24, 2014 resolve into Closed Session at 6:15 p.m., pursuant to the Education Act – Section 207 to consider security of the property of the board matters; matters in respect of negotiations with employees of the board; and, specific personnel matters permitted or required to be kept private and confidential under the Freedom of Information and Protection of Privacy Act. Carried.**

7. Approval of Minutes – June 18, 2014 In-Camera Audit Committee Meeting

Moved by: M. DiMenna

Seconded by: L. Soulliere

**THAT the June 18, 2014 Audit Committee Minutes be approved as distributed. Carried.**

8. Closed Session Items:

- a) Internal Audit Items: (Johan Nicolle, Regional Internal Audit Manager - Southern Ontario Region)
  - i. Review of Internal Auditor's Annual Report for 2013-14
  - ii. Review of Managements Corrective Action Plans
- b) External Audit Items: (Ferruccio Da Sacco, CPA, CA, Partner BDO Canada LLP)
  - i. 2013-14 External Audit Plan and Scope (NOTE: *Administration personnel were excused from the room for this item to permit discussion between committee members and the external auditor.*)
  - ii. Discussion of Fraud Risks with External Auditor
  - iii. Discussion of Potential Problem Areas or Accounting Issues
- c) Other Business / Questions of an In-Camera Nature – None.

9. Resolve into Public Session

Moved by: L. Soulliere

Seconded by: R. Laforest

**THAT the Audit Committee meeting of September 24, 2014 resolve into Public Session at 7:15 p.m. Carried.**

Action items from Closed Session:

- Approval of the June 18, 2014 Audit Committee In-Camera Minutes

10. Public Session Items

- a) Ministry Memorandum 2014:SB22, dated September 16, 2014 re Guidance for Holding Audit Committee Meetings in Closed Session – Correspondence was reviewed that updates guidance previously provided in Ministry memo 2011:SB06 pertaining the legislative criteria permitting audit committees to enter into closed session meetings under section 207 of the *Education Act*. Chair Holland indicated the committee agenda will be restructured accordingly.
- b) Annual Audit Committee Self Assessment for the Committee's Performance during the 2013-14 Fiscal Year – Roundtable discussion occurred around the value of completing the annual assessment at this point, given the committee only met once during the 2013-14 fiscal year. It was suggested that the assessment be deferred to the 2014-15 fiscal year. In the meantime, committee members were encouraged to review the assessment document to identify potential needs and professional development opportunities to assist the committee in performing its duties over the next year.

Moved by: L. Soullierre

Seconded by: R. Laforest

**THAT the Annual Audit Committee Self Assessment for the Committee's Performance be deferred to the 2014-15 fiscal year. Carried.**

11. Other Business / Questions – None.

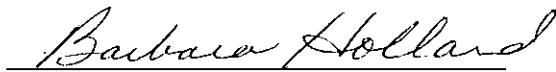
12. Next Meeting Dates / Work Plan

Upcoming meeting dates:

- Wednesday, November 12 at 6:00 p.m.
- Wednesday, June 10 at 6:00 p.m.

Chair Holland commented that future agendas and supporting documents will be provided to committee members the Thursday prior to meetings to ensure adequate time for review.

13. Closing Prayer and Adjournment - The meeting adjourned at 7:25 p.m. at the call of the Chair.



**Barbara Holland**

*Audit Committee Chairperson*