



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

## AUDIT COMMITTEE MINUTES

Monday, September 21, 2015 at 6:00 p.m.  
Windsor Essex Catholic Education Centre  
Video Conference Room

### PRESENT:

#### Audit Committee Members:

Fabio Costante (Board member)  
Lisa DiMaio (Community member)

Lisa Soulliere (Board member)  
Fulvio Valentinis (Board member – Committee Chair)

#### Administrative Resource Personnel:

Mario latonna, Executive Superintendent of Corporate Services (*Presiding Officer*)  
Penny King, Superintendent of Business  
Grace Flood, Manager of Accounting & Capital

#### External Audit Team Members:

Ferruccio Da Sacco, Partner BDO Canada

Regrets: Randy Laforest (Community member), Johan Nicolle, Regional Internal Audit Manager

Recording Secretary: Debi Steffens

1. Call to Order and Opening Prayer - Presiding Officer latonna called the meeting to order at 6:05 p.m. and opened the meeting with prayer.
2. Recording of Attendance – R. Laforest sent regrets.
3. Election of the 2015-16 Chair – Presiding Officer latonna opened the floor to nominations for chairperson for the 2015-16 fiscal year term.

Moved by: L. Soulliere

Seconded by: F. Costante

**THAT F. Valentinis be nominated as Chair for the 2015-16 fiscal year term. Carried.**

Following three calls for nominations, Presiding Officer latonna requested a motion that nominations be closed.

Moved by: L. Soulliere

Seconded by: L. DiMaio

**THAT nominations for the position of Chair be closed. Carried.**

Moved by: F. Costante

Seconded by: L. Soulliere

**THAT F. Valentinis be elected as the Audit Committee Chair for the 2015-16 fiscal year term. Carried.**

At this point, F. Valentinis assumed the Chair and proceeded with the business of the agenda.

4. Approval of Agenda

Moved by: L. DiMaio

Seconded by: F. Costante

**THAT the September 21, 2015 Audit Committee meeting agenda be approved as distributed. Carried.**

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

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

7. Approval of Minutes – June 17, 2015 Audit Committee Meeting

Moved by: L. Soulliere

Seconded by: F. Costante

**THAT the June 17, 2015 Audit Committee Minutes be approved as distributed. Carried.**

8. Resolve into Closed Session

Moved by: L. DiMaio

Seconded by: F. Costante

**THAT the Audit Committee meeting of September 21, 2015 resolve into Closed Session, pursuant to the Education Act – Section 207 to consider security of the property of the board matters; contractual; and, specific matters permitted or required to be kept private and confidential under the Freedom of Information and Protection of Privacy Act. Carried.**

9. Closed Session Items

- a) Confidential Note to File – June 17, 2015 Closed Session
- b) External Audit Oversight Function
  - i. 2014-15 External Audit Plan and Scope
  - ii. Private Discussion with External Auditor
- c) Internal Audit Oversight Function
- d) Other Business / Questions of an In-Camera Nature
  - i. Audit Committee's 2014-15 Annual Report to the Board of Trustees
  - ii. 2014-15 Self-Assessment of the Audit Committee Performance
  - iii. Ministry of Education 2014-15 Enrolment Compliance Audit (Verbal Update)
  - iv. Financial Software System Request for Proposal (Verbal Update)

10. Resolve into Public Session

Moved by: L. Soulliere

Seconded by: F. Costante

**THAT the Audit Committee meeting of September 21, 2015 resolve into Public Session at 7:04 p.m., and THAT the recommendations and directions of the WECD SB Audit Committee at its in-camera meeting of September 21, 2015 be approved. Carried.**

Chair Valentinis reported the following action items from Closed Session:

- Approved the June 17, 2015 Audit Committee In-Camera Meeting Notes
- Recommended the Annual External Audit Plan for the 2014 - 15 Fiscal Year for approval by the Windsor-Essex Catholic District School Board
- Approved the Audit Committee's Annual Report to the Board of Trustees for the 2014-15 Fiscal Year

11. Public Session Items

- a) Ministry Memorandum re: Audit Committees & Regional Internal Audit Updates, dated July 16, 2015, and Revised Ontario Regulation 361/10 Audit Committees – Committee members reviewed the amendments to O. Reg. 361/10 as outlined within the Ministry memorandum.

Moved by: L. Soulliere

Seconded by: L. DiMaio

**THAT the Ministry Memorandum re: Audit Committees & Regional Internal Audit Updates, dated July 16, 2015; and, Revised O. Reg. 361/10 Audit Committees be received as information. Carried.**

- b) Audit Committee's 2014-15 Annual Report to the Board of Trustees and Ministry of Education - Superintendent King provided an overview of the 'draft' *Audit Committee Annual Report to the Board of Trustees and Ministry of Education* which is an annual reporting requirement under Ontario Regulation 361/10 "Audit Committees". Superintendent King advised the Ministry recently revised audit committee reporting guidelines to require the inclusion of planned enrolment audits. It was noted the draft annual report is consistent in content and format with the Ministry of Education's most recent guideline on Audit Committee Reporting.

Moved by: L. DiMaio

Seconded by: F. Costante

**That the Audit Committee's Annual Report to the Board of Trustees and Ministry of Education for the 2014-15 Fiscal Year be approved. Carried.**

- c) Other Business / Questions – None.

12. Next Meeting Dates / Review of 2015-16 Work Plan

- Wednesday, November 11, 2015 at 6:00 p.m.
- Wednesday, April 20, 2016 at 6:00 p.m.
- Wednesday, June 15, 2016 at 6:00 p.m.

13. Closing Prayer and Adjournment - The meeting adjourned at 7:20 p.m. at the call of the Chair.



**Fulvio Valentinis**

*Audit Committee Chairperson*