AUDIT COMMITTEE
REGULAR MEETING
Open (Public) Session

AGENDA
November 13, 2019

Angela Kennedy. Chair
Michael Del Grande

Daniel Di Giorgio
Nancy Borges
Ryan Singh

MISSION
The Toronto Catholic District School Board is an inclusive learning community uniting home, parish and school and rooted in the love of Christ. We educate students to grow in grace and knowledge to lead lives of faith, hope and charity.

VISION
At Toronto Catholic we transform the world through witness, faith, innovation and action.

Recording Secretary: Sophia Harris, 416-222-8282 Ext. 2293
Assistant Recording Secretary: Skeeter Hinds-Barnett, 416-222-8282 Ext. 2298

Rory McGuckin
Director of Education

Maria Rizzo
Chair of the Board
Summary of Terms of Reference for Audit Committee

The Audit Committee shall have responsibility for considering matters pertaining to:

(1) Related to the board’s financial reporting process:
   1. To review with the director of education, a senior business official and the external auditor the board’s financial statements, the results of an annual external audit.
   2. To review the board’s annual financial statements and consider whether they are complete, are consistent with any information known to the audit committee members and reflect accounting principles applicable to the board.
   3. To ask the external auditor about any other relevant issues.

(2) Related to the board’s internal controls:
   1. To review the overall effectiveness of the board’s internal controls.
   2. To review the scope of the internal and external auditor’s reviews of the board’s internal controls, any significant findings and recommendations by the internal and external auditors and the responses of the board’s staff to those findings and recommendations.
   3. To discuss with the board’s officials the board’s significant financial risks and the measures the officials have taken to monitor and manage these risks.

(3) Related to the board’s internal auditor:
   1. To review the internal auditor’s mandate, activities, staffing and organizational structure with the director of education, a senior business official and the internal auditor.
   2. To make recommendations to the board on the content of annual or multi-year internal audit plans and on all proposed major changes to plans.
   3. To ensure there are no unjustified restrictions or limitations on the scope of the annual internal audit.
   4. To review at least once in each fiscal year the performance of the internal auditor and provide the board with comments regarding his or her performance.
   5. To review the effectiveness of the internal auditor, including the internal auditor’s compliance with the document International Standards for the Professional Practice of Internal Auditing, as amended from time to time, published by The Institute of Internal Auditors and available on its website.
   6. To meet on a regular basis with the internal auditor to discuss any matters that the audit committee or internal auditor believes should be discussed.

(4) Related to the board’s external auditor:
   1. To review at least once in each fiscal year the performance of the external auditor and make recommendations to the board on the appointment, replacement or dismissal of the external auditor and on the fee and fee adjustment for the external auditor.
2. To review the external auditor’s audit plan and confirm the independence of the external auditor.
3. To meet on a regular basis with the external auditor to discuss any matters that the audit committee or the external auditor believes should be discussed.

(5) Related to the board’s compliance matters:
1. To review the effectiveness of the board’s system for monitoring compliance with legislative requirements and with the board’s policies and procedures, and where there have been instances of non-compliance, to review any investigation or action taken by the board’s director of education, supervisory officers or other persons employed in management positions to address the non-compliance.
2. To obtain regular updates from the director of education, supervisory officers and legal counsel regarding compliance matters and that all statutory requirements have been met.

(6) Related to the board’s risk management:
1. To ask the board’s director of education, a senior business official, the internal auditor and the external auditor about significant risks, to review the board’s policies for risk assessment and risk management and to assess the steps the director of education and a senior business official have taken to manage such risks, including the adequacy of insurance for those risks.
2. To initiate and oversee investigations into auditing matters, internal financial controls and allegations of inappropriate or illegal financial dealing.

(7) Related to reporting to the board:
1. To report to the board annually, and at any other time that the board may require, on the committee’s performance of its duties.

(8) Related to website maintenance:
1. To make all reasonable efforts to ensure that a copy of Ontario Regulation 361/10 is posted on the board’s website.
AGENDA
THE REGULAR MEETING OF THE
AUDIT COMMITTEE
PUBLIC SESSION

Wednesday, November 13, 2019
6:30 P.M.

1. Call to Order
2. Opening Prayer
3. Roll Call & Apologies
4. Approval of the Agenda
5. Declarations of Interest
6. Approval & Signing of the Minutes of the Meeting held September 17, 2019 for Public Session.
7. Delegations
8. Presentation
   8.a Paula Hatt, representing the Toronto & Area Regional Internal Audit Team (Refer Item 13a)
9. Notices of Motion
10. Consent and Review
11. Unfinished Business
12. Matters referred/deferred

13. Staff Reports

13.a Paula Hatt, representing the Toronto & Area Regional Internal Audit Team, regarding the Regional Internal Audit Team Update (Refer Item 8a) 6 - 9

13.b Teacher Qualification & Experience Grant Process Change 2018-19 (Information) 10 - 13

13.c Ministry of Education Centralized Procurement Update 14 - 16


13.e External Auditor's Non-Audit Work (Recommendation) 36 - 40

13.f Professional Services Fees For External Consultants For Financial Advisory and Reporting Services (Information) 41 - 43

13.g Audit Committee Annual Agenda / Checklist 44

14. Listing of Communication

15. Inquiries and Miscellaneous

15.a Proposed Audit Committee Meeting Dates (2020)

- Wednesday, January 29, 2020
- Tuesday, March 24, 2020
- Wednesday, May 27, 2020
- Wednesday, September 30, 2020
- Tuesday, November 17, 2020

16. Updating of Pending List 45

17. Closing Prayer

18. Adjournment
3. Roll Call and Apologies

An apology was extended on behalf of Trustee Kennedy.
4. Approval of the Agenda

MOVED by Ryan Singh, seconded by Trustee Di Giorgio, that the Agenda be approved.

The Motion was declared CARRIED

5. Declarations of Interest

There were none.

6. Approval & Signing of the Minutes of the Previous Meeting

MOVED by Ryan Singh, seconded by Nancy Borges, that the Minutes of the Meeting held May 14, 2019 be approved.

The Motion was declared CARRIED

MOVED by Ryan Singh, seconded by Nancy Borges, that Items 8a) and 13a) be adopted as follows:

8. Presentation

8a) Trevor Ferguson & Scott Finkel, representing Deloitte LLP; and

13. Staff Reports

13a) Trevor Ferguson & Scott Finkel, representing Deloitte LLP, regarding the 2019 Audit Plan received.
The Motion was declared

CARRIED

MOVED by Ryan Singh, seconded by Nancy Borges, that Items 8b) and 13b) be adopted as follows:

8.  Presentation

8b) Paula Hatt, representing the Toronto & Area Regional Internal Audit (RIAT) Team; and

13. Staff Reports

13b) Paula Hatt, representing the Toronto & Area RIAT, regarding the Regional Internal Audit Team Update received.

The Motion was declared

CARRIED

MOVED by Trustee Di Giorgio, seconded by Ryan Singh, that Item 13c) be adopted as follows:

13c) Process for Approving Procurement Awards above $50,000 received.

The Motion was declared

CARRIED
MOVED by Nancy Borges, seconded by Ryan Singh, that Item 13d) be adopted as follows:

13d) **2018-19 Third Quarter Financial Status Update** received.

The Motion was declared **CARRIED**

MOVED by Ryan Singh, seconded by Nancy Borges, that Item 13e) be adopted as follows:

13e) **Whistleblower Program Update** received.

The Motion was declared **CARRIED**

MOVED by Nancy Borges, seconded by Ryan Singh, that Item 13f) be adopted as follows:

13f) **Audit Committee Annual Agenda/Checklist** received.

The Motion was declared **CARRIED**
15. Inquiries and Miscellaneous

MOVED by Trustee Di Giorgio, seconded by Ryan Singh, that Item 15a) be adopted as follows:

15a) Next Scheduled Audit Committee Meeting Date: Wednesday, November 13, 2019 received.

The Motion was declared CARRIED

18. Adjournment

MOVED by Trustee Di Giorgio, seconded by Nancy Borges, that the meeting be adjourned.

The Motion was declared CARRIED
Toronto Catholic District School Board

Status Update for Audit Committee

November 2019
Audit Plan Update:

The following is the status of engagements included in the Toronto Catholic District School Board’s 2018-19 Regional Internal Audit Plan.

<table>
<thead>
<tr>
<th>#</th>
<th>Audits</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>IT Asset Management</td>
<td>To assess whether the Board is adequately managing its IT assets. For this audit, the following types of IT assets are being reviewed:</td>
</tr>
<tr>
<td></td>
<td></td>
<td>• Laptops / Desktops</td>
</tr>
<tr>
<td></td>
<td></td>
<td>• Mobile devices (i.e. iPads and Chromebooks)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>• Printers</td>
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<tr>
<td></td>
<td></td>
<td>• Audio visual equipment (i.e. large format displays and projectors)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>The draft audit report was provided to management for review and comment on October 29th.</td>
</tr>
<tr>
<td>2</td>
<td>Records Management</td>
<td>The main objective for this engagement is to determine whether the Board’s records are adequately managed from the creation of a record</td>
</tr>
<tr>
<td></td>
<td></td>
<td>through to destruction of a record that is no longer required to be kept. Engagement was outsourced to KPMG.</td>
</tr>
<tr>
<td></td>
<td></td>
<td>The draft report is with Management for their review and comment. Additional time is required, as the response needs to be coordinated</td>
</tr>
<tr>
<td></td>
<td></td>
<td>between HR, Legal and IT.</td>
</tr>
<tr>
<td>#</td>
<td>Audits</td>
<td>Status</td>
</tr>
<tr>
<td>----</td>
<td>---------------------------------------------</td>
<td>-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>3</td>
<td>Payroll/Human Resources Follow Up</td>
<td>The objective of this engagement is to follow up on findings identified in the Payroll/Human Resources Audit Report that was issued in 2016 and determine whether management has implemented appropriate processes and controls to address these findings. Additional information was requested from management. Once received, fieldwork for this follow-up will begin.</td>
</tr>
<tr>
<td>4</td>
<td>Risk Assessment / Three-Year Internal Audit Plan</td>
<td>The risk assessment and three-year internal audit plan was presented to the Audit Committee in September 2019.</td>
</tr>
</tbody>
</table>
The following is the status of engagements included in the Toronto Catholic District School Board’s 2019-20 Regional Internal Audit Plan.

<table>
<thead>
<tr>
<th>#</th>
<th>Audits</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Strategic Workforce Planning - Phase 1</td>
<td>Multiphase engagement to assist the Board with ensuring the right skill sets and staffing resources are in place. Key position review and other analysis as needed (i.e. job description and performance review processes). Timing of this engagement will be determined once all audit plans for the region have been finalized.</td>
</tr>
<tr>
<td>2</td>
<td>Usage of Schools Analysis</td>
<td>Analyze to identify optimal use of schools over the summer months. Analyze key data (i.e. cost vs. revenue). Assess current processes and controls and identify opportunities for greater efficiency and cost savings. Timing of this engagement will be determined once all audit plans for the region have been finalized.</td>
</tr>
<tr>
<td>3</td>
<td>Follow-up</td>
<td>The RIAT is currently compiling a list of audit findings from all RIAT reports issued to the Board. Once completed, the RIAT will confirm the status of these findings with management. Follow-up work will be undertaken where management has indicated that all action plans for an engagement have been implemented.</td>
</tr>
</tbody>
</table>
**TEACHER QUALIFICATION & EXPERIENCE GRANT PROCESS CHANGE 2018-19**

“Wait for the Lord; be strong, and let your heart take courage; wait for the Lord!”
Psalm 27:14 NRSV

<table>
<thead>
<tr>
<th>Created, Draft</th>
<th>First Tabling</th>
<th>Review</th>
</tr>
</thead>
<tbody>
<tr>
<td>October 25, 2019</td>
<td>November 13, 2019</td>
<td>Click here to enter a date</td>
</tr>
</tbody>
</table>

D. De Souza, Coordinator for Revenues, Grants & Ministry Reporting  
D. Purkess, Sr. Coordinator for Human Resources  
P. De Cock, Comptroller of Business Services & Finance  
A. Della Mora, Executive Superintendent Human Resources

**INFORMATION REPORT**

**Vision:**  
At Toronto Catholic we transform the world through witness, faith, innovation and action.

**Mission:**  
The Toronto Catholic District School Board is an inclusive learning community uniting home, parish and school and rooted in the love of Christ.  
We educate students to grow in grace and knowledge to lead lives of faith, hope and charity.

Rory McGuckin  
Director of Education

D. Koenig  
Associate Director  
of Academic Affairs

L. Noronha  
Associate Director of Facilities,  
Business and Community Development, and  
Chief Financial Officer
A. EXECUTIVE SUMMARY

During the summer of 2018-19, TCDSB Business Services and Human Resources Staff initiated a process change within SAPHR (the Board’s Financial and Human Resource Enterprise Software) reporting mechanisms and system data information types to identify and correlate those teachers on Short-Term Disability (STD) and Maternity Leaves in 2018-19 with their LTO replacement.

In doing so, this process change generated additional Teacher Qualification and Experience (Q&E) Grants as permanent teachers generally have more experience, higher qualifications and are placed higher on the Teachers Salary Grids than the Long-Term Occasional (LTO) Teacher replacements. Permanent Teachers, who returned to work during the school year and were not active at the October 31st 2018 reporting date, the grant calculation identifies and captures the replaced permanent teachers in the Q&E Grant calculation.

This change in process has generated a structural increase in the Teacher Qualification and Experience Grant compared to 2018-19 Revised Estimates in the amount of $13.9 M in GSN funding.

*The cumulative staff time required to prepare this report was 4 hours.*

B. PURPOSE

1. In completing TCDSB Final Grants for 2018-19 year-end financial statements, this report provides information regarding a significant change in Grants for Student Needs (GSN) revenues, specifically the Teacher Qualification and Experience Grant (Q&E).

C. BACKGROUND

1. The Teacher Qualifications and Experience Allocation (Q&E) provides funding to boards with teachers who, because of their qualifications and experience, have average funded salaries above the 2018-19 benchmark level of $76,210 used in the Pupil Foundation Grant. The key date of October 31st is a cut-off to recognize these changes for GSN funding purposes.
2. As part of the normal year-end process Human Resources (HR), staff review the placement of active teachers on the Teacher Salary grid as at October 31st. This review is performed in late June to August so that all approved movements, which are retroactive to a date prior to October 31st, are captured and claimed in the year-end Q&E Grant calculation.

3. Teachers receiving QECO (Qualifications Evaluation Council of Ontario) upgrades during the year retroactive to October 31st, 2018 move to their new grid rate.

4. Teachers receiving approval for equivalent work experience, out of Province or Other Board experiences move to their new Grid rate. This is a local contractual requirement with TECT (Toronto Elementary Catholic Teacher) and TSU (Toronto Secondary Unit) and Ministry of Education is permissive of these movements in the Q&E grant calculation.

5. Recent SAP-HR module upgrades along with additional SAP programmer support and reporting changes allowed HR staff to more effectively track Long-Term Occasional (LTO) Teachers replacing permanent teachers and track the Teachers returning from STD, WSIB, Maternity, Parental, Adoptions etc. Any Ministry of Education audit will substantiate this process change.

6. In the summer of 2018-19, Business Services and Human Resource Services staff initiated a process change to recognize the LTO and other absent teachers for the teacher Q&E grant as part of the 2018-19 year-end procedures.

7. Teachers not active at October 31st 2018 who were on Short-Term Disability (STD), WSIB, Maternity, Parental & Adoption Leaves, who return to work during the 2018-19 school year can now be identified for the Q&E grant because of these SAP system enhancements and SAP programmer supports.

8. This process change, permissible by recent Ministry of Education Q&E recognition rule changes, provides the TCDSB with the ability to claim additional Teacher Qualification and Experience Grants for the 2018-19 fiscal year. As the teachers on STD and Maternity Leave are generally more experienced and qualified. Consequently, these teachers are placed higher on the Teachers Salary Grids than the Long-Term Occasional (LTO) Teachers that replaced them on October 31st. This change in process has generated a
$13.9M increase in the Teacher Qualification and Experience Grant in the final Q&E grant calculation compared to the 2018-19 Revised Estimates.

D. METRICS AND ACCOUNTABILITY

1. This is a new process that will be followed every year-end from 2018-19 onwards and is potentially subject to a Ministry Audit. The last Ministry Audit was performed on the 2015-16 Teacher compensation grant, at which time the audit resulted in a 1 Full-time Equivalent (FTE) position adjustment of 5,824 FTE Teachers (0.017% variance on total population) represented on the 2015-16 year-end.

2. This HR Year-end process is currently a labour intensive process that required several weeks of Business Services and Human Resource staff hours. The organization would benefit from further SAP HR enhancements and additional SAP HR Analyst support. In this manner, the increased capacity to configure, automate and create more efficient reporting processes can potentially capture and maximize potential future grant entitlements and realize other potential system wide efficiencies that rely on SAPHR data.

E. CONCLUDING STATEMENT

This report is for the information of the Audit Committee.
I am writing to inform you about an amendment to the Interim Measures that will apply to select broader public sector organizations, including the education sector.

As you’ll recall, Interim Measures were put in place earlier this year as part of the government’s announcement to centralize Ontario’s public sector and broader public sector supply chain and procurement system. The Interim Measures were established to identify opportunities for collaborative purchasing and support data collection to inform the development of the new supply chain system, while protecting continuity of business and services.

Through stakeholder engagement, including the education sector, the government has received feedback about the value threshold for submitting Procurement Rationale Reports. In response to this feedback, effective September 23, 2019, select broader public sector organizations must submit a Procurement Rationale Report for procurements valued at $100,000 or above (whereas previously the threshold was set at $25,000). All other aspects of the Interim Measures remain unchanged.

This change to the Interim Measures demonstrates the government’s determination to work with stakeholders throughout this journey, including responding to emerging concerns, as we work to build a new public sector supply chain system.

For additional support, information is posted on the Doing Business with the Ontario Government internet site. I know that the education sector has engaged in open and constructive dialogue regarding this important initiative and I invite you to continue sharing your feedback through this link.

If you have any questions, please contact Joshua Paul, Assistant Deputy Minister, Capital and Business Support Division, at Joshua.Paul@ontario.ca.

I look forward to working with you as this initiative continues to move ahead.
Sincerely,

Nancy Naylor
Deputy Minister

Enclosures:
All materials provided in English and French.

- Broader Public Sector Interim Measures
- Fact Sheet for the Broader Public Sector

cc: John Sabo, Ontario Education Collaborative Marketplace
    School Board Business Officials

NOTE DE SERVICE

DESTINATAIRES : Directions de l’éducation

EXPÉDITRICE : Nancy Naylor
                Sous-ministre

OBJET: Mise à jour sur la centralisation de l’approvisionnement : changement des mesures provisoires

La présente vise à vous informer qu’une modification a été apportée aux mesures provisoires et qu’elle affectera les organismes désignés du secteur parapublic, y compris le secteur de l’éducation.

Comme vous le savez, les mesures provisoires ont été mises en place plus tôt cette année dans le cadre de l’annonce du gouvernement de centraliser la chaîne et le système d’approvisionnement de la fonction publique et du secteur parapublic de l’Ontario. Les mesures provisoires ont été conçues pour déceler des opportunités d’achats collaboratifs et soutenir la collecte des données nécessaires au développement du nouveau système de chaîne d’approvisionnement, tout en continuant à assurer la continuité des activités et des services.

Grâce à des consultations auprès d’intervenantes et d’intervenants concernés, notamment le secteur de l’éducation, le gouvernement a recueilli des commentaires sur le seuil de valeur requis pour envoyer les rapports de justification de
l’approvisionnement. En réponse à ces commentaires, à compter du 23 septembre 2019, les organismes désignés du secteur parapublic doivent soumettre un rapport de justification de l’approvisionnement pour les approvisionnements d’une valeur de 100 000 $ ou plus (ce seuil était auparavant fixé à 25 000 $). Tous les autres aspects des mesures provisoires restent inchangés.

Ce changement des mesures provisoires démontre la détermination du gouvernement de collaborer avec des intervenantes et des intervenants tout au long de ce processus, ce qui comprend le fait de réagir à de nouvelles préoccupations, alors que nous construisons un nouveau système de chaîne d’approvisionnement pour le secteur public.

Pour en savoir davantage, consultez les informations affichées sur le site Web Faire affaire avec le gouvernement de l’Ontario.

Je sais que le secteur de l’éducation s’est engagé dans un dialogue ouvert et constructif au sujet de cette importante initiative et je vous invite à continuer de nous faire part de vos impressions en utilisant le lien ci-dessus.

Si vous avez des questions, veuillez communiquer avec Joshua Paul, sous-ministre adjoint, Division du soutien aux immobilisations et aux affaires, par courriel à joshua.paul@ontario.ca.

Je me réjouis à l’idée de travailler avec vous tout au long de la mise en place de cette initiative.

Cordialement,

Nancy Naylor
Sous-ministre

Pièces jointes :
Les documents seront disponibles en anglais et en français.

- Mesures provisoires pour le secteur parapublic (SP)
- Fiche de renseignement – Mesures provisoires pour le secteur parapublic (SP)

c.c. John Sabo, Marché Éducationnel Collaboratif de l’Ontario
Surintendantes et surintendants des affaires
2018-19 ANNUAL REPORT OF THE AUDIT COMMITTEE

Give generously to him and do so without a grudging heart; then because of this the LORD your God will bless you in all your work and in everything you put your hand to.”

Deuteronomy 15:10

Vision:
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Mission:
The Toronto Catholic District School Board is an inclusive learning community uniting home, parish and school and rooted in the love of Christ.
We educate students to grow in grace and knowledge to lead lives of faith, hope and charity.

Rory McGuckin
Director of Education

D. Koenig
Associate Director of Academic Affairs

L. Noronha
Associate Director of Facilities, Business and Community Development and Chief Financial Officer
A. EXECUTIVE SUMMARY

This report provides a summary of the Toronto Catholic District School Board’s (TCDSB) Audit Committee activities for the year ended August 31, 2019 as required by Ontario Regulation 361/10. It outlines the audit work plan delivered by the Regional Internal Audit Team (RIAT) as well as their plan for 2019-20. It also provides a summary of the risks identified through those audits. Management continues to address those risk areas and follow-up internal audits are scheduled after an appropriate amount of time has elapsed for the Audit Committee to be informed of the action plans implemented to address risks.

A brief synopsis of the Audit Committee’s topics of discussion for issues outside of the RIAT or External Audit is provided. Finally, the report provides the attendance details of Audit Committee members as required by Regulation.

*The cumulative staff time required to prepare this report was 12 hours.*

B. PURPOSE

1. This report provides a summary of the Audit Committee activities over the 2018-19 fiscal year.

C. BACKGROUND

*School Board Audit Committees are driven by legislative requirements*

1. Ontario Regulation 361/10 outlines the composition, terms of membership, mandate, duties, responsibilities, and reporting requirements for Audit Committees.

2. Ontario Regulation 361/10 requires the Audit Committee to submit a report to the Board of Trustees in each fiscal year that includes the following:
   
   i. Any annual or multi-year audit plan of the Board’s internal auditor;
   ii. A description of any changes made to a plan since the last report of the committee;
   iii. A summary of the work performed by the internal auditor since the last annual report of the committee together with a summary of the work the auditor expected to perform during the period;
iv. A summary of risks identified and findings made by the internal auditor;

v. An assessment by the committee of the Board’s progress in addressing any findings and recommendations that have been made by the internal or external auditor;

vi. A summary of any enrolment audits planned by the internal auditor;

vii. A summary of the work performed by the committee;

viii. A summary of the matters addressed by the committee at its meetings;

ix. The attendance record of members of the committee; and

x. Any other matter that the committee considers relevant.

D. EVIDENCE/RESEARCH/ANALYSIS

The TCDSB uses Deloitte LLP for its External Auditor

1. Deloitte LLP completed the 2017-18 external year-end audit work, and will also complete the 2018-19 year-end audit as the 4th year of its 5-year external auditor contract with the TCDSB. No significant risks were identified as a part of the External Auditor’s work.

The TCDSB uses a Regional Internal Audit Team (RIAT) model for its Internal Audit function

2. There have been no material changes to the RIAT work plan since the 2017-18 Audit Committee Annual Report.

3. For the 2018-19 fiscal year, the RIAT scheduled the following internal audits:

   a. Employee Health and Safety Audit Report
   b. Repairs and Maintenance Follow-Up Audit Report
   c. Information Technology Asset Management Audit
   d. Records Management and Privacy Audit
   e. Payroll and Human Resources Follow-up Audit

4. For the 2019-20 fiscal year, the RIAT is expected to deliver the following internal audits:

   a. Strategic Workforce Planning – Phase I
   b. Usage of Schools Analysis
Several risks were identified through the RIAT audits and are being tracked by staff

5. Risks identified during the Employee Health and Safety Audit included the possibility of non-compliance with the Ontario Health and Safety Act (OHSA) due to insufficient oversight of the inspection process, which may lead to health and safety risks going unidentified. In addition, there is a need to ensure the composition of the Joint Health and Safety Committee complies with the OHSA requirements. Lastly, the audit identified the risk associated with investigation forms not filled out completely and signed-off by the Supervisor may lead to the absence of pertinent information.

6. The Regional Internal Audit Team did not identify any significant risks as remaining at the conclusion of the Repairs and Maintenance Follow-up Audit. Four of the six audit recommendations are fully completed, and there is work-in-progress to complete the remaining two audit recommendations.

7. Appendix A provides a more fulsome description of the findings and risks from these audits. Follow-up audits are scheduled at appropriate intervals after the completion of the initial audit to report back to the Audit Committee on management’s progress towards addressing the risk areas.

8. Enrolment Audits are not performed by the RIAT, but rather are performed in-house from within the Business Services Department. Appendix B provides a listing of the Enrolment Audits performed in the 2018-19 fiscal year. Similarly, Business Services Department staff conduct School/CSPC School Banking Audits. Appendix C provides a listing of School Banking Audits performed in the 2018-19 fiscal year.

The TCDSB Audit Committee addresses a large volume of issues outside of the RIAT and External Audit Reports

9. The following is a non-exhaustive list of issues and/or reports discussed at the Audit Committee during the 2018-19 fiscal year:

   a. Reviewed regular reports regarding Summary of Grievances, Legal Trends, Liabilities, Administrative Risks and Litigation,
   b. Reviewed Financial Status Update Reports,
   c. Reviewed the Independence of External Auditors,
   d. Reviewed the ICT Strategy Review Project Priority List,
   e. Reviewed and recommended to the Board of Trustees the implementation of the new Whistleblower Policy and Procedures,
   f. Reviewed the 2019-20 Budget Estimates,
g. Reviewed School and Catholic School Parent Councils (CSPCs) Audit Findings,

h. Reviewed Office of the Auditor General of Ontario (OAGO) Follow-up Audit,

i. Reviewed TCDSB’s Environmental Risk Assessment.

j. Reviewed TCDSB’s Draft Information and Technology Strategy

**Audit Committee members have shown a great deal of commitment to meeting attendance**

10. The Audit Committee met five times during the 2018-19 fiscal year; well exceeding the legislatively mandated three meeting minimum.

11. The composition of the committee changed through 2018-19 as the Chair of Board transitioned in December 2018, the Audit Committee appointed a new Chair and two new Board Members replaced outgoing committee members.

12. Appendix D provides the full attendance details of the Committee per regulations.

**E. STAFF RECOMMENDATION**

That this 2018-19 Annual Report be adopted by the Audit Committee and submitted on its own behalf to the Board at its Corporate Services Committee (Private Session) meeting on December 11th 2019, and subsequently, to the Ministry of Education in the required condensed format.
SUMMARY OF AUDIT FINDINGS & RISKS

The Toronto Area Regional Internal Audit Team (RIAT) has completed and reported on 3 internal audits for TCDSB in 2017-18. For all audits performed, the following is a summary of the risks and audit findings discovered during the audits:

<table>
<thead>
<tr>
<th>Audits</th>
<th>Findings</th>
<th>Risks</th>
<th>Management Response</th>
</tr>
</thead>
<tbody>
<tr>
<td>RIAT – Employee Health and Safety Report</td>
<td>1. Tracking of site inspections is not performed by TCDSB to validate completion across all sites on a monthly basis; Without a centralized tracking process in place on the follow-up agreed upon by site Supervisors or Managers, it will be difficult to ensure all remediation steps are sufficiently addressed; Occupational Health and Safety Inspection Reports used by Designated Worker Members during monthly inspections are not comprehensive enough to evidence sufficient and consistent inspections across all sites; and currently, the process for tracking risk assessments is done informally.</td>
<td>1. Without sufficient oversight over the inspection process, there is an increased risk that health and safety risks at school board locations may go unidentified. 2. There is an increased risk that TCDSB will not be compliant with Ontario Health and Safety Act (OHSA) requirements.</td>
<td>1. The Ontario Health and Safety (OHS) Department will implement an inspection spreadsheet in September 2018 to track inspections. Monthly reports listing any outstanding inspections will be provided to the three Joint Health and Safety Committees (JHSCs) to implement an electronic inspection system using a tablet rather than paper inspection forms in September 2019.</td>
</tr>
<tr>
<td>Audits</td>
<td>Findings</td>
<td>Risks</td>
<td>Management Response</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
</tr>
</tbody>
</table>
|                             | 1. Structure of the JHSC should be addressed to ensure compliance with the OHSA; TCDSB Management accounts for more than half (6 out of 10) of the Elementary School Teacher Committee composition; this is in violation of the OHSA, which states that at least half the members of a committee must be in non-management roles.  
2. Through our assessment of accident forms, we found that 8 of the 25 samples selected had not been completely filled out; missing information included preventative action descriptions, and sign-off by the Supervisor. | 1. Without ensuring that the JHSC is comprised in accordance with the OHSA, there is a risk that TCDSB will be in violation of the OHSA.  
2. Without ensuring that all forms are filled out completely (including sign-off by the Supervisor), there is a risk that pertinent information (including preventative actions) may not be documented and implemented moving forward. | 1. The OHS Department will work with the new Management Co-Chair of the JHSC to ensure that the JHSC membership complies with the Terms of Reference by September 2018.  
2. The Occupational Health and Safety Department will attend K-12 Principals’ meetings to review accident reporting procedures by September 2018. |    |
<p>| RIAT – Repairs and Maintenance Follow-up Audit Report | 1. Management has made progress in addressing the findings and recommendations from the initial audit report. Enhanced processes and controls continue to be implemented to mitigate the risks previously indentified. Internal Audit noted that 6 | 1. Two Internal Audit recommendations remain works-in-progress.                                                                                                        | 1. Updated Management Responses appear below beside each recommendation remaining as a work-in-progress.                                                                                                                   |    |</p>
<table>
<thead>
<tr>
<th>Audits</th>
<th>Findings</th>
<th>Risks</th>
<th>Management Response</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>recommendations completed and 2 remain in progress.</td>
<td>2. Although management has not documented a formal process to handle complaints, an informal process is understood and communicated periodically to schools. The department has a Service Quality Supervisor for each area and two Service Quality Officers that are responsible for attending to school concerns and complaints. In addition, notifications are sent to the school when each work order is closed. Finally, twice a year, a review of all open work orders is performed in collaboration with each school. We reviewed two recent communications to schools providing instruction on how to handle complaints for a specific service (i.e. snow removal).</td>
<td>2. Management is currently working on creating a system of sending complaints for any unsatisfactory completed work orders and being able to track all the action taken to address these complaints. This system will be communicated to the schools with clear instructions on how to use it. We expect to complete this system including the trial period by March 2019.</td>
</tr>
<tr>
<td>Audits</td>
<td>Findings</td>
<td>Risks</td>
<td>Management Response</td>
</tr>
<tr>
<td>--------</td>
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</tr>
<tr>
<td>3. Lack of a formal performance appraisal process.</td>
<td>3. Currently, there is no formal performance appraisal process established for facility staff. Human Resources is in the process of evaluating a recruitment tool that will allow for performance appraisals to be maintained. Management working in conjunction with unions will continue to work on formalizing this process.</td>
<td>3. Human Resources is currently in the process of building a Business Leaders Performance Model, expected to be implemented by February 2019. Through the development of system goals, area targets and personal goal setting factors with the Business Leaders, this process will drive the required discussions with our union partners for developing similar systems across our unionized employee groups. Human Resources is currently in the process of sourcing an e-Recruitment, On-Boarding and Performance Management software to support these three key Human Resource emerging initiatives. In the interim, we are identifying promising practices in other boards relating to this issue and we plan on meeting with Union Executives before June 30th 2019 to plan the cascading of the appraisal process to other groups.</td>
<td></td>
</tr>
<tr>
<td>Order of Audit Field work Completion</td>
<td>St. Maria Goretti</td>
<td>St. Andre</td>
<td>St. Martin de Porres</td>
</tr>
<tr>
<td>-------------------------------------</td>
<td>------------------</td>
<td>-----------</td>
<td>---------------------</td>
</tr>
<tr>
<td>1. Invitation to school to select Enrolment Audit field work dates</td>
<td>20-Feb-19</td>
<td>20-Feb-19</td>
<td>20-Feb-19</td>
</tr>
<tr>
<td>2. Date selected by school for Enrolment Audit field work</td>
<td>25-Feb-19</td>
<td>26-Feb-19</td>
<td>27-Feb-19</td>
</tr>
<tr>
<td>3. Date confirmed with Audit Preparation instructions</td>
<td>25-Feb-19</td>
<td>26-Feb-19</td>
<td>27-Feb-19</td>
</tr>
<tr>
<td>4. Questionnaire completed following Audit field work with findings and recommendations</td>
<td>25-Feb-19</td>
<td>26-Feb-19</td>
<td>27-Feb-19</td>
</tr>
<tr>
<td>5. Formal Audit Report completed</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Order of Audit Field work Completion</td>
<td>St. Thomas Aquinas</td>
<td>St. Francis Xavier</td>
<td>Our Lady of Victory</td>
</tr>
<tr>
<td>-------------------------------------</td>
<td>--------------------</td>
<td>--------------------</td>
<td>-------------------</td>
</tr>
<tr>
<td>1. Invitation to school to select Enrolment Audit field work dates</td>
<td>20-Feb-19</td>
<td>20-Feb-19</td>
<td>20-Feb-19</td>
</tr>
<tr>
<td>2. Date selected by school for Enrolment Audit field work</td>
<td>5-Mar-19</td>
<td>6-Mar-19</td>
<td>7-Mar-19</td>
</tr>
<tr>
<td>3. Date confirmed with Audit Preparation instructions</td>
<td>5-Mar-19</td>
<td>6-Mar-19</td>
<td>7-Mar-19</td>
</tr>
<tr>
<td>4. Questionnaire completed following Audit field work with findings and recommendations</td>
<td>5-Mar-19</td>
<td>6-Mar-19</td>
<td>7-Mar-19</td>
</tr>
<tr>
<td>5. Formal Audit Report completed</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Order of Audit Field work Completion</td>
<td>Father Henry Carr Summer School</td>
<td>Senator O'Connor Summer School</td>
<td>St. Timothy Summer School</td>
</tr>
<tr>
<td>-------------------------------------</td>
<td>----------------------------------</td>
<td>---------------------------------</td>
<td>--------------------------</td>
</tr>
<tr>
<td>1. Invitation to school to select Enrolment Audit field work dates</td>
<td>24-Jun-19</td>
<td>24-Jun-19</td>
<td>24-Jun-19</td>
</tr>
<tr>
<td>2. Date selected by school for Enrolment Audit field work</td>
<td>17-Jul-19</td>
<td>18-Jul-19</td>
<td>22-Jul-19</td>
</tr>
<tr>
<td>3. Date confirmed with Audit Preparation instructions</td>
<td>17-Jul-19</td>
<td>18-Jul-19</td>
<td>22-Jul-19</td>
</tr>
<tr>
<td>4 Questionnaire completed following Audit field work with findings and recommendations</td>
<td>17-Jul-19</td>
<td>18-Jul-19</td>
<td>22-Jul-19</td>
</tr>
<tr>
<td>5. Formal Audit Report completed</td>
<td>Week of 6-Aug-19 to 8-Aug-19</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## SUMMARY OF SCHOOL/CSPC AUDITS COMPLETED IN 2018-19

<table>
<thead>
<tr>
<th>Order of Audit Field Work Completion</th>
<th>St. Mother Teresa</th>
<th>Cardinal Leger</th>
<th>St. John Bosco</th>
<th>St. Bernard</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Invitations to Schools to select Audit field work dates</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
</tr>
<tr>
<td>2. Date selected by School for Audit field work</td>
<td>chose Jan. 28/19. Moved to Feb. 11</td>
<td>chose Feb. 5/19</td>
<td>chose Feb. 27/19. Moved to Mar. 1</td>
<td>chose Mar. 5/19</td>
</tr>
<tr>
<td>3. Date Confirmed with Audit Preparation instructions</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
</tr>
<tr>
<td>4. Test sample determined and sent to Principal with Questionnaire</td>
<td>Dec. 21/18</td>
<td>Jan. 16/19</td>
<td>Feb. 6/19</td>
<td>Feb. 8/19</td>
</tr>
<tr>
<td>5. Reminder of Audit field work sent 3 days prior to selected date</td>
<td>Jan. 24/19</td>
<td>Jan. 31/19</td>
<td>Feb. 25/19</td>
<td>Mar. 1/19</td>
</tr>
<tr>
<td>6. Questionnaire completed following Audit field work with findings and recommendations</td>
<td>Mar. 7/19</td>
<td>Feb. 15/19</td>
<td>Mar. 25/19</td>
<td>Apr. 9/19</td>
</tr>
<tr>
<td>7. Formal Audit Report completed</td>
<td>Mar. 13/19</td>
<td>Feb. 21/19</td>
<td>Apr. 3/19</td>
<td>Apr. 11/19</td>
</tr>
<tr>
<td>7(a). Forwarded to Management for review</td>
<td>Mar. 13/19</td>
<td>Feb. 21/19</td>
<td>Apr. 3/19</td>
<td>Apr. 11/19</td>
</tr>
<tr>
<td>8. Forwarded report to School Principal for Response</td>
<td>Mar. 25/19</td>
<td>Feb. 22/19</td>
<td>Apr. 9/19</td>
<td>May 7/19</td>
</tr>
</tbody>
</table>
### SUMMARY OF SCHOOL/CSPC AUDITS COMPLETED IN 2018-19

<table>
<thead>
<tr>
<th></th>
<th>St. Mother Teresa</th>
<th>Cardinal Leger</th>
<th>St. John Bosco</th>
<th>St. Bernard</th>
</tr>
</thead>
<tbody>
<tr>
<td>9. Forwarded completed report to Superintendent for review</td>
<td>May 28/19</td>
<td>Apr. 3/19</td>
<td>May 2/19</td>
<td>Jun. 5/19</td>
</tr>
</tbody>
</table>
## SUMMARY OF SCHOOL/CSPC AUDITS COMP

<table>
<thead>
<tr>
<th>Order of Audit Field Work Completion</th>
<th>St. Gabriel Lalemant</th>
<th>Holy Child</th>
<th>Chaminade</th>
<th>Blessed Cardinal Newman</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Invitations to Schools to select Audit field work dates</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
</tr>
<tr>
<td>2. Date selected by School for Audit field work</td>
<td>chose Mar. 21/19</td>
<td>chose Apr. 8/19</td>
<td>chose Apr. 12/19</td>
<td>Chose Apr. 17/19</td>
</tr>
<tr>
<td>3. Date Confirmed with Audit Preparation instructions</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
<td>Dec. 21/18</td>
</tr>
<tr>
<td>4. Test sample determined and sent to Principal with Questionnaire</td>
<td>Feb. 21/19</td>
<td>Mar. 18/19</td>
<td>Mar. 22/19</td>
<td>Mar. 31/19</td>
</tr>
<tr>
<td>5. Reminder of Audit field work sent 3 days prior to selected date</td>
<td>Mar. 18/19</td>
<td>Apr. 4/19</td>
<td>Apr 9/19</td>
<td>Apr. 15/19</td>
</tr>
<tr>
<td>6. Questionnaire completed following Audit field work with findings and recommendations</td>
<td>Mar. 19/19</td>
<td>Apr. 26/19</td>
<td>May 8/19</td>
<td>May 23/19</td>
</tr>
<tr>
<td>7. Formal Audit Report completed</td>
<td>Audit field work completed Mar. 21st. Waiting for material and statements to complete final</td>
<td>Apr. 29/19</td>
<td>May 10/19</td>
<td>May 28/19</td>
</tr>
<tr>
<td>7(a). Forwarded to Management for review</td>
<td>Apr. 29/19</td>
<td>May 10/19</td>
<td>May 28/19</td>
<td></td>
</tr>
<tr>
<td>8. Forwarded report to School Principal for Response</td>
<td>May 21/19</td>
<td>May 21/19</td>
<td>May 31/19</td>
<td></td>
</tr>
</tbody>
</table>
### SUMMARY OF SCHOOL/CSPC AUDITS COMP

<table>
<thead>
<tr>
<th>St. Gabriel Lalemant</th>
<th>Holy Child</th>
<th>Chaminade</th>
<th>Blessed Cardinal Newman</th>
</tr>
</thead>
<tbody>
<tr>
<td>audit. To be finalized in current year.</td>
<td>Jun. 3/19</td>
<td>Jun. 3/19</td>
<td>Jul. 29/19</td>
</tr>
</tbody>
</table>

9. Forwarded completed report to Superintendent for review
## SUMMARY OF SCHOOL/CSPC AUDITS COMP

### Order of Audit Field Work Completion

<table>
<thead>
<tr>
<th>Step</th>
<th>St. Charles</th>
<th>St. Stephen</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Invitations to Schools to select Audit field work dates</td>
<td>Dec. 5/18</td>
<td>Dec. 5/18</td>
</tr>
<tr>
<td>2. Date selected by School for Audit field work</td>
<td>chose Apr. 26/19 Postponed to 2019-20 year</td>
<td>chose May 1/19</td>
</tr>
<tr>
<td>3. Date Confirmed with Audit Preparation instructions</td>
<td>Jan. 8/19</td>
<td>Jan. 8/19</td>
</tr>
<tr>
<td>4. Test sample determined and sent to Principal with Questionnaire</td>
<td>Apr 5/19</td>
<td>Apr 10/19</td>
</tr>
<tr>
<td>5. Reminder of Audit field work sent 3 days prior to selected date</td>
<td>May 31/19</td>
<td>Apr. 29/19</td>
</tr>
<tr>
<td>6. Questionnaire completed following Audit field work with findings and recommendations</td>
<td>postponed to Jun. 4/19</td>
<td>Jun 7/19</td>
</tr>
<tr>
<td>7. Formal Audit Report completed</td>
<td></td>
<td>Jun 10/19</td>
</tr>
<tr>
<td>7(a). Forwarded to Management for review</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8. Forwarded report to School Principal for Response</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>Jun 11/19</td>
</tr>
<tr>
<td></td>
<td>St. Charles</td>
<td>St. Stephen</td>
</tr>
<tr>
<td>---</td>
<td>-------------</td>
<td>-------------</td>
</tr>
<tr>
<td>9.</td>
<td>Forwarded completed report to Superintendent for review</td>
<td>Sep 16/19</td>
</tr>
</tbody>
</table>
AUDIT COMMITTEE’S MEMBERS & ATTENDANCE

The members in attendance at each meeting are shown as follows:

Present (Y)  Absent (A)  Not Applicable (-)

<table>
<thead>
<tr>
<th>Member's Name</th>
<th>Sep.12 2018</th>
<th>Nov.6 2018</th>
<th>Jan.30 2019</th>
<th>Mar.26 2019</th>
<th>May.14 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>B. Poplawski, Chair *</td>
<td>Y</td>
<td>Y</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>M. Del Grande, Vice Chair **</td>
<td>-</td>
<td>-</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
<tr>
<td>M. Rizzo, Trustee</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
<tr>
<td>A. Kennedy, Chair ***</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
<tr>
<td>D. Di Giorgio, Trustee ****</td>
<td>-</td>
<td>-</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
<tr>
<td>N. Borges, Community Member</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
<tr>
<td>R. Singh, Community Member</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
<td>Y</td>
</tr>
</tbody>
</table>

The external Audit Committee members are appointed for a three year term. The Audit Committee has fulfilled its obligation under O. Reg. 361/10 Section (1) to meet at least three times in each fiscal year.

NOTES:

*  Trustee Poplawski resigned from the Board of Trustees
** Trustee Del Grande returned to the Audit Committee on March 26th 2019
*** Trustee Kennedy appointed as Chair to the Audit Committee in January 30th 2019
**** Trustee Di Giogio joined the Audit Committee
EXTERNAL AUDITOR’S NON-AUDIT WORK

“Give and it will be given unto you”
Luke 6:38

<table>
<thead>
<tr>
<th>Created, Draft</th>
<th>First Tabling</th>
<th>Review</th>
</tr>
</thead>
<tbody>
<tr>
<td>October 25, 2019</td>
<td>November 13, 2019</td>
<td></td>
</tr>
</tbody>
</table>

C. Giambattista, Senior Manager Accounting
D. Bilenduke, Senior Coordinator of Finance
P. De Cock, Comptroller of Business Services & Finance

RECOMMENDATION REPORT

Vision:
At Toronto Catholic we transform the world through witness, faith, innovation and action.

Mission:
The Toronto Catholic District School Board is an inclusive learning community uniting home, parish and school and rooted in the love of Christ.
We educate students to grow in grace and knowledge to lead lives of faith, hope and charity.

Rory McGuckin
Director of Education

D. Koenig
Associate Director of Academic Affairs

L. Noronha
Associate Director of Facilities, Business and Community Development, and Chief Financial Officer
A. EXECUTIVE SUMMARY

Deloitte LLP was appointed as the external auditors for the TCDSB commencing with the 2015-2016 fiscal year. In addition to the year-end financial audit, the Board engaged Deloitte LLP in other non-audit advisory/consulting engagements.

The cumulative staff time required to prepare this report was 5 hours.

B. PURPOSE

This report responds to the Audit Committee’s request to provide details on the type of non-audit services that External Auditors may perform while not compromising their independence including providing a recommendation on the ratio of audit to non-audit work our external auditors may perform.

C. BACKGROUND

1. Independence is the hallmark of the audit profession. Independence means that the auditor must perform the “attest” services without being affected by influences that may compromise professional judgement, and must act with integrity, objectivity and professional scepticism.

2. Advisory/consulting services are a significant source of revenue for public accounting firms. Revenue from such services is growing at a faster pace than audit revenue, and for many public firms, consulting and advisory revenue may surpass audit revenue.

3. As the associated fees from non-audit services grow, concerns about auditor independence may come into question.

D. EVIDENCE/RESEARCH/ANALYSIS

1. There are threats to independence that may arise when public accounting firms provide non audit services for their audit client as follows:
• There is a possibility of a self-review threat to the extent that such consulting engagements could result in the auditor effectively “auditing their own work”.

• There is a possibility of a familiarity threat to the extent that such services allow the auditor to develop too close a relationship with management or the Board.

• There is a possibility of a self-interest threat when accounting firms combine audit and consulting services. The risk is that the audit task may be treated as no more than a loss leader for more lucrative consulting projects.

2. Independence is so essential to public company audits that there are comprehensive and strict laws, regulations and professional standards to govern it.

3. European Union (EU) regulations and the US Sarbanes–Oxley Act attempted to restrict auditors from providing non-audit services to their audit clients. Financial caps of 70 percent of the average of the fees paid in the last three consecutive fiscal years of the audit were utilized in many cases.

• Financial caps on fees for non-audit services are more widely used for publicly traded entities and for financial institutions where the audit fees are significantly higher and where shareholders can be at risk.

• A financial cap for non-audit services of 70 percent of the audit fees would amount to approximately $50k for the TCDSB.

• In discussion with other school boards, there are no known benchmarks or financial caps prescribed within the education sector.

E. ACTION PLAN

1. Rule 204 in the CPA Guide to Canadian Independence Standard provides some guidance. It does not include any specific prohibitions against the provision of such consulting services by an auditor, but rather suggests that it should be addressed within the threats and safeguards framework.
2. **Routine audit services are appropriate.** Routine Audit services pertain directly to the audit and generally involve providing assistance to the organization on an informal basis as part of the normal, ongoing professional relationship. Routine audit services are typically insignificant in terms of time incurred and generally do not result in a specific project, engagement or formal reporting. Examples of routine activities may include:

- Providing advice to the organization on technical accounting issues.
- Providing information or advice on general or routine business matters.
- Providing information that is readily available to the auditor, such as best business practices or benchmarking studies.

3. **Some non-audit services may remain appropriate with the appropriate safeguards.** Non-audit services may be performed if safeguards are put in place. Examples of non-audit services may include:

- Providing internal audit services.
- Performing enterprise risk management or business risk consulting.
- Consulting on information technology systems, installation and integration.
- Providing executive and employee search services.
- Providing tax compliance services.
- Providing corporate finance services such as developing strategies or assisting in analysing effects of proposed transactions.

4. **Some services would directly impair auditor independence and should be prohibited:**

- Assuming management responsibilities
- Making policy or strategy decisions on behalf of management.
- Taking responsibility for designing, implementing or monitoring internal controls.
- Having a financial interest in the audited entity.
- Bookkeeping and preparing accounting records and financial statements.
- Payroll Services
- Human Resource services
F. IMPLEMENTATION, STRATEGIC COMMUNICATIONS AND STAKEHOLDER ENGAGEMENT PLAN

1. Staff believes that a conservative approach should be taken. In this regard, staff are proposing to set a very low threshold for non-audit services. $5,000 is being proposed as a limit to what senior staff could approve for non-audit services by the current external audit of record. This equates to roughly 7% of the existing external audit fee.

2. Staff will ensure that any procurement process for financial advisory services includes a notice to prospective vendors that the TCDSB will determine at its sole discretion, through the procurement process, if there is a threat to independence should that same vendor be appointed as TCDSB’s external auditor.

3. Should the TCDSB’s external auditor of record successfully compete in a procurement process for a financial advisory service (over $5,000) then the final decision will be brought to the TCDSB’s Audit Committee for approval. This will act as a “Safeguard Framework” to ensure auditor independence.

G. STAFF RECOMMENDATION

1. That the Audit Committee approve any additional consulting work by the Board’s external auditor of record that exceeds $5,000 and that the Board’s Purchasing Policy and Effective Financial Management policies be updated to reflect this change, and

2. That this report and recommendation be forwarded to the December 2019 Corporate Services Committee to be ratified by the Board.
PROFESSIONAL SERVICES FEES FOR EXTERNAL CONSULTANTS FOR FINANCIAL ADVISORY & REPORTING SERVICES

“But you are a chosen people, a royal priesthood, a holy nation, God’s special possession, that you may declare the praises of him who called you out of darkness into his wonderful light.”

1 Peter 2:9

<table>
<thead>
<tr>
<th>Created, Draft</th>
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</thead>
<tbody>
<tr>
<td>October 22, 2019</td>
<td>November 14, 2019</td>
<td>Click here to enter a date</td>
</tr>
</tbody>
</table>

J. Charles, Manager of Purchasing
D. Reid, (Acting) Sr. Coordinator, Material Management
P. De Cock, Comptroller for Business Services

INFORMATION REPORT

Vision:
At Toronto Catholic we transform the world through witness, faith, innovation and action.

Mission:
The Toronto Catholic District School Board is an inclusive learning community uniting home, parish and school and rooted in the love of Christ.
We educate students to grow in grace and knowledge to lead lives of faith, hope and charity.

Rory McGuckin
Director of Education

D. Koenig
Associate Director of Academic Affairs

L. Noronha
Associate Director of Facilities, Business and Community Development, and Chief Financial Officer
A. EXECUTIVE SUMMARY

This report submits to the Board of Trustees the annual spend for Professional Services Fees paid to External Consultants for Financial Advisory and Reporting for:

- September 1, 2017 to August 31, 2018; and
- September 1, 2018 to August 31, 2019;

The total annual spend is based on the value in SAP purchase orders.

*The cumulative staff time required to prepare this report was 20 hours*

B. PURPOSE

1. The purpose of this report is to provide the Audit Committee with information on the Professional Services Fees paid to External Consultants for Financial Advisory and Reporting on an annual basis. The report covers the spend for the period starting September 1, 2017 to August 31, 2019.

C. BACKGROUND

This Information Report is on the Order Paper of the Audit Committee by a Trustee request through an approved motion from the Audit Committee. The request is to create a report regarding Professional Services Fees paid to External Consultants for Financial Advisory and Reporting Services (Annual).
D. EVIDENCE/RESEARCH

1. The annual spend is based on the value in SAP purchase orders.

<table>
<thead>
<tr>
<th>Vendor Name</th>
<th>Spend for Sept 1, 2017 to Aug 31, 2018</th>
<th>Spend for Sept 1, 2018 to Aug 31, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Quadrant Advisory Group</td>
<td>$ 161,500.93</td>
<td>$ 32,326.03</td>
</tr>
<tr>
<td>Deloitte - Consultant</td>
<td>$ 59,640.00</td>
<td>-</td>
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<tr>
<td>OECM (Ontario Education Collaborative Marketplace)</td>
<td>-</td>
<td>$ 1,500.00</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$ 221,140.93</strong></td>
<td><strong>$ 33,826.03</strong></td>
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</tbody>
</table>

2. The services provided by various vendors is subject to financial advisory needs that varies from year-to-year. For example, the services provided by Quadrant Advisory Group directly relates to the real estate acquisition activities for the TCDSB as it pertains to the use of Education Development Charge (EDC) funds. This vendor is uniquely positioned with the required and unique expertise to advise the TCDSB and other school boards on the development of EDC bylaws and the use of EDC funds as regulated by the Education Act.

3. On some occasions, the use of vendors for financial advisory services arises from the need to contract the relevant expertise not existent internally, i.e. tax law, etc. As an example, the TCDSB engaged Deloitte LLP in a one-time exercise to analyse the extent to which the TCDSB can maximize HST tax rebate opportunities. This exercise returned significant amounts of HST rebates to schools and the TCDSB.

4. As with most methods of conduction procurement activities, there is an administrative cost component. The cost of conducting collaborative spending through the OECM entails a nominal cost of overhead recovered through the purchasing activity.

E. CONCLUDING STATEMENT

This report is for the consideration of the Audit Committee.
# Audit Committee Meeting 2019 Annual Agenda / Check List

<table>
<thead>
<tr>
<th>Risk Management</th>
<th>Jan</th>
<th>Mar</th>
<th>May</th>
<th>Sep</th>
<th>Nov</th>
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<tbody>
<tr>
<td>Resourcing (Mix, Skillset, Quantity)</td>
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<tr>
<td>Reputational Risk</td>
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<td>Management Structure Issues</td>
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<td>CFO Role</td>
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<tr>
<td>Budget (2019/2020)</td>
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<tr>
<th>Financial Reporting Process</th>
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<tr>
<td>MOE Financial Reports</td>
<td>D</td>
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<tr>
<td>Consolidated Financial Statements</td>
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<th>Internal Audit</th>
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<tbody>
<tr>
<td>Open Audit Status (% complete, support received)</td>
<td>D</td>
<td></td>
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<tr>
<td>Risk Review Summary on Audit Completion</td>
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<tr>
<td>Future Audit Plan (2 years)</td>
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<th>Internal Controls</th>
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<tr>
<td>Ministry Operational Review</td>
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<td>Internal Audit recommendations</td>
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<tr>
<th>Compliance Matters</th>
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<tbody>
<tr>
<td>Legal</td>
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<td>MOE</td>
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<td>Union</td>
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<td>Board Policy Compliance</td>
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<th>External Audit</th>
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<tr>
<td>Review External Auditors</td>
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<tr>
<td>Scope</td>
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</table>

* D - Discussed  
* R - Review requested  
* P - Pending

Audit Committee is required to meet a minimum of 3 times annually.
<table>
<thead>
<tr>
<th>Subject</th>
<th>Date Due</th>
<th>Delegated to</th>
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<tbody>
<tr>
<td>b. Report regarding Summary of Grievances, Trends, Liabilities, Administrative Risks and Litigation (Quarterly, where appropriate, to both the Audit Committee and the respective Standing Committee)</td>
<td>Quarterly</td>
<td>P. Matthews</td>
</tr>
<tr>
<td>c. Report regarding Audit Committee Annual Report to the Board of Trustees (Annual)</td>
<td>Nov.</td>
<td>L. Noronha</td>
</tr>
<tr>
<td>e. Report regarding the Audit Committee’s Self-Assessment (Annual)</td>
<td>Jan./Feb.</td>
<td>L. Noronha</td>
</tr>
<tr>
<td>g. Report regarding the Toronto &amp; Area Regional Internal Audit Team Progress Report (Every Meeting)</td>
<td>Every Meeting</td>
<td>P. Hatt</td>
</tr>
<tr>
<td>h. Report regarding Statements of Reserves and Accumulated Surplus (Annual)</td>
<td>Nov.</td>
<td>L. Noronha</td>
</tr>
<tr>
<td>i. Report regarding the type of work External Auditors may/may not complete on non-audit work; and include a staff recommendation on the ratio of non-audit services that External Auditor may be able to perform so as to not compromise independence.</td>
<td>Nov.</td>
<td>L. Noronha</td>
</tr>
</tbody>
</table>