

## **OUR 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.*

## **OUR VISION**

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



# **MINUTES OF THE REGULAR MEETING OF THE AUDIT COMMITTEE OPEN (PUBLIC) SESSION**

**HELD WEDNESDAY, NOVEMBER 13, 2019**

**Trustees:** A. Kennedy, Chair  
M. Del Grande  
D. Di Giorgio

**Non-Voting Trustee:** M. Rizzo

**External Member:** R. Singh

**Staff:** R. McGuckin  
L. Noronha  
M. Eldridge  
S. Camacho  
P. De Cock  
D. Bilenduke  
D. De Souza  
C. Giambattista  
G. Sequeira

S. Harris, Recording Secretary  
S. Hinds-Barnett, Assistant Recording Secretary

**External Auditor:** P. Hatt, Toronto and Area Regional Internal Audit Team

### **3. Roll Call and Apologies**

An apology was extended on behalf of Nancy Borges.

### **4. Approval of the Agenda**

MOVED by Ryan Singh, seconded by Trustee Del Grande, that the Agenda, as amended to reorder Item 13f) Professional Services Fees for External

Consultants for Financial Advisory and Reporting Services prior to Item 13e) External Auditor's Non-Audit Work, 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 Trustee Del Grande, seconded by Trustee di Giorgio, that the Minutes of the Meeting held September 17, 2019 be approved.

The Motion was declared

CARRIED

MOVED by Ryan Singh, seconded by Trustee Di Giorgio, that Items 8a) and 13a) be adopted as follows:

**8. Presentation**

- 8a) Paula Hatt, representing the Toronto and Area Regional Internal Audit Team (RIAT) received; and**

**13. Staff Reports**

- 13a) Paula Hatt, representing the Toronto and Area RIAT received.**

The Motion was declared

CARRIED

MOVED by Trustee Del Grande, seconded by Ryan Singh, that Item 13b) be adopted as follows:

**13b) Teacher Qualification & Experience Grant Process Change 2018-19** received.

MOVED in AMENDMENT by Trustee Del Grande that we do not recognize any unrealized income unless it is demonstrated that we have received funds to that effect.

The Chair ruled the AMENDMENT out of order.

MOVED by Trustee Del Grande, seconded by Trustee Di Giorgio, that the meeting resolve back into PRIVATE Session.

The Motion was declared

CARRIED

Following PRIVATE Session, the meeting continued with Trustee Kennedy in the Chair.

The attendance list remained unchanged.

**13. Staff Reports**

**13b) Teacher Qualification & Experience Grant Process Change 2018-19 (Continued)** received.

The Motion was declared

CARRIED

Trustee Del Grande left the table at 9:20 pm.

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

**13c) Ministry of Education Centralized Procurement Update** received.

The Motion was declared

CARRIED

Trustee Del Grande returned to the table at 9:21 pm.

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

**13d) 2018-19 Annual Report of the Audit Committee** that the *Corporate Services Committee on December 11, 2019* be replaced with *Regular Board Meeting on November 21, 2019*, so that the recommendation reads:

That this 2018-19 Annual Report be adopted by the Audit Committee and submitted on its own behalf to the Board at its *Regular Board Meeting* (Private Session) on *November 21, 2019*, and subsequently, to the Ministry of Education in the required condensed format.

The Motion was declared

CARRIED

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

- 13f) Professional Services Fees For External Consultants For Financial Advisory and Reporting Services** received.

The Motion was declared

CARRIED

MOVED by Ryan Singh, seconded by Trustee Del Grande, that Item 13e) be adopted as follows:

- 13e) External Auditor's Non-Audit Work** received and that *additional consulting work* be replaced with *any service provided* so that the recommendation reads:

1. The Audit Committee approve *any service provided* 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;

2. That this report and recommendation be forwarded to the December 2019 Corporate Services, Strategic Planning and Property Committee Meeting to be ratified by the Board; and
3. That on an annual basis, Staff reports to the Audit Committee all fees paid or payable to the external auditor of record, categorized by:
  - i) Audit and audit-related services; and
  - ii) “Permitted non-audit services” (as defined by the services listed under No. 3 of the Action Plan).

The Motion was declared

CARRIED

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

- 13g) Audit Committee Annual Agenda/Checklist** received and that the checklist be amended to replace the *CFO role* with *Enterprise Risk Management*.

The Motion was declared

CARRIED

**15. Inquiries and Miscellaneous**

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

**15a) Proposed Audit Committee Meeting Dates (2020):**

**Wednesday, January 29;**  
**Tuesday, March 24;**  
**Wednesday, May 27**  
**Wednesday, September 30; and**  
**Tuesday, November 17** received.

The Motion was declared

CARRIED

**18. Adjournment**

MOVED by Trustee Di Giorgio, seconded by Trustee Del Grande, that the meeting be adjourned.

The Motion was declared

CARRIED

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SECRETARY

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CHAIR