



# MINUTES OF THE AUDIT COMMITTEE MEETING PUBLIC SESSION

## WEDNESDAY, NOVEMBER 23, 2022

Minutes of the Audit Committee Meeting (public session) of the Niagara Catholic District School Board, held on Wednesday, November 23, 2022 electronically via Zoom Meeting.

The meeting was called to order at 10:07 a.m. by Giancarlo Vetrone, Superintendent of Business and Financial Services.

### A. ROUTINE MATTERS

#### 1. Opening Prayer

Opening Prayer was led by Giancarlo Vetrone, Superintendent of Business and Financial Services.

#### 2. Roll Call

<u>Trustee Committee Members</u>	Present	Present Electronically	Absent	Excused
Trustee Rhianon Burkholder		✓		
Trustee Larry Huibers		✓		
Trustee Paul Turner		✓		
<u>External Committee Members</u>	Present	Present Electronically	Absent	Excused
Mario Falvo				✓
Charles Skelton		✓		

Resources to the Audit Committee were in attendance:

**Camillo Cipriano**, Director of Education  
**Giancarlo Vetrone**, Superintendent of Business and Financial Services  
**Rosa Rocca**, Controller Business and Finance  
**Andrea Eltherington**, Regional Internal Audit Manager  
**Melanie Dugard**, Grant Thornton LLP  
**Chris Guglielmi**, Grant Thornton LLP

Staff in attendance:

**Grant Frost**, Chief Information Officer

**William Mancini**, IT Engineer

**John Forte**, Privacy and Risk-Advisor

**Shari Bush**, Recording Secretary/Administrative Assistant, Business and Financial Services

**3. Introduction of New Audit Committee Members**

Giancarlo Vetrone, Superintendent of Business and Financial Services had everyone in attendance at the meeting introduce themselves.

**4. Election of Chairperson for the Fiscal Year 2022-2023**

Since the Trustees participating in today's Audit Committee Meeting could change at the December 20, 2022 Board Meeting it was recommended by Director Cipriano to defer this process to the next Audit Committee Meeting. Director Cipriano would read through the agenda for this meeting and Trustee Larry Huibers would put the items in the agenda for recommendation to the Trustees.

Moved by Trustee Turner.

Seconded by Trustee Burkholder.

**THAT** the Niagara Catholic Audit Committee approve to defer the Election of Chairperson for the Fiscal Year 2022-2023 till next meeting.

**CARRIED**

**5. Approval of the Public Agenda of November 23, 2022**

Moved by Trustee Turner

Seconded by Trustee Burkholder

**THAT** the Niagara Catholic Audit Committee approve the Agenda of the Audit Committee Meeting (Public Session) of Wednesday, November 23, 2022.

**CARRIED**

**6. Declaration of Conflict of Interest**

**6.1 Declaration of Conflict of Interest Form (2022-2023)**

Declaration of Conflict of Interest Form will be filled out by Committee Members and email to Shari Bush.

**6.2 Declaration of Conflict of Interest re: Agenda (verbal)**

No Declarations of Conflicts of Interest were declared with any items on the agenda.

**7. Approval of Minutes of the Audit Committee Meeting (Public Session)**

**7.1 September 23, 2022**

Moved by Trustee Turner.

Seconded by Trustee Burkholder

**THAT** the Niagara Catholic Audit Committee approve the Minutes of the Audit Committee Meeting (Public Session) of September 23, 2022.

**CARRIED**

## **B. REPORTS**

### **1. Regional Internal Audit Mandate**

Andrea Eltherington, Regional Internal Audit Manager, recommended that we also defer the presentation and signing of the Audit Mandate until the election of the new Chairperson for the fiscal year 2022-2023 at the next meeting.

Moved by Trustee Turner.

Seconded by Trustee Burkholder.

**THAT** the Niagara Catholic Audit Committee approve to defer the presentation and signing of the Audit Mandate.

**CARRIED**

## **C. BUSINESS IN CAMERA**

Moved by Trustee Turner.

Seconded by Trustee Burkholder.

**THAT** the Niagara Catholic Audit Committee move into the In Camera Session

**CARRIED**

The Niagara Catholic Audit Committee moved into the In Camera Session of the Committee Meeting at 10:24 a.m. and reconvened at 10:43 a.m.

## **D. OTHER BUSINESS**

Giancarlo Vetrone, Superintendent of Business and Financial Services and Rosa Rocca, Controller Business and Finance presented the Draft Consolidated Financial Statements for approval to the committee.

Moved by Trustee Turner.

Seconded by Charles Skelton.

**THAT** the Niagara Catholic Audit Committee approve the Draft Consolidated Financial Statements as presented.

**CARRIED**

## **E. FUTURE MEETINGS**

Next Audit Committee Meeting is Friday, June 16, 2023 at 10:00 a.m.

After the December 20, 2022 Board Meeting where the Chair will appoint three Audit Committee Members an extra meeting will be scheduled in February or March to update the members on the Audit Status Reports.

## **F. ADJOURNMENT**

Moved by Trustee Burkholder.

Seconded by Trustee Turner.

**THAT** the November 23, 2022 meeting of the Niagara Catholic Audit Committee be adjourned.

**CARRIED**

Meeting was adjourned at 11:18 a.m.