

POLICY

SECTION

BOARD - GENERAL

SUBJECT

**TERMS OF REFERENCE
AUDIT COMMITTEE****AUTHORITY**

Governance and Procedural By-law 03-2021
 POL BRD-01:62 Board Committee and Advisory Tables
 TBDSSAB Resolution No. 12/95
 TBDSSAB Resolution No. 17/18

INTENT OF POLICY

The purpose of the Board's Audit Committee is to meet in order to carry out its mandate related to audit matters of The District of Thunder Bay Social Services Administration Board (TBDSSAB) and Thunder Bay District Housing Corporation (TBDHC) as outlined in this policy, and bring forward recommendations to the Board for approval.

The Board Committees Policy BRD-01:62 will be followed in accordance with the formation of Board Standing Committees and the General Committee Rules, Duty to Report, and Committee Evaluation, which are applicable to all Board Committees.

POLICY**MEMBERSHIP/ STRUCTURE**

- The Audit Committee shall be comprised of five (5) Board members at large.

Staff Members required by the Committee include the Director-Corporate Services Division, Manager, Finance and other Staff as required.

The members of the Committee will select one member as Chair of the Audit Committee at the first Committee meeting.

FREQUENCY OF MEETINGS

The Audit Standing Committee will meet as required. Meetings will occur prior to the commencement of the audit, once following the completion of the audit, and additional meetings as required to deal appropriately with the Committee's mandate; at the call of the Committee Chair.

Audit Committee Review Date: 2012Aug29

IMPLEMENTATION / BOARD APPROVAL DATE:

February 23, 2017

REVISION DATES(S):Housekeeping: 2012Dec10 (Policy#); 2013Jan11
 (Membership Clarified); 2015Jan11 (Policy# & Format), 2017Feb23
 (remove Sec/Tres) 2022Feb2 (Bylaw and Policy update)

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1.0 MANDATE OF THE COMMITTEE

- 1.1 Review, with the external auditors, the proposed scope of the current year’s audit.
- 1.2 Review and approve the auditor’s engagement letter including the audit fee and expenses.
- 1.3 Assess whether appropriate assistance is being provided to the auditors by Staff.
- 1.4 Review and ensure that weaknesses detected in the prior year’s audit are controlled and determine whether all practical steps have been taken to overcome them.
- 1.5 Inquire about changes in the financial systems and control systems during the year.
- 1.6 Review the integrity and effectiveness of policies regarding the financial operations, systems of internal control and reporting mechanisms of the Board; and ensure that they are in accordance with generally accepted accounting principles and practices.
- 1.7 Inquire into the major financial risks faced by the Board and the appropriateness of related controls to minimize their potential impact.

2.0 ANNUAL FINANCIAL STATEMENTS

- 2.1 Receive and review the unaudited and audited financial statements of the TBDSSAB and TBDHC whether interim or year-end; and report to the Board prior to the Board’s approval thereof.
- 2.2 Review audited annual financial statements, in conjunction with the report of the external auditor, and obtain an explanation from Management of all significant variances between comparative reporting periods.
- 2.3 Inquire about changes in professional standards or regulatory requirements.
- 2.4 Review the entire annual financial report for consistency with the financial statements.
- 2.5 Recommend approval of the financial statements to the Board.

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3.0 AUDIT RESULTS

- 3.1 Review the report of the external auditors on the annual financial statements.
- 3.2 Review the external auditor's post-audit or management letter which may document weaknesses in the accounting system or in the internal control systems; and which contain recommendations of the external audit, and management's response and subsequent follow-up to any identified weakness.
- 3.3 Meet privately with the external auditors (without the presence of Staff) with regard to the adequacy of the internal accounting controls and similar matters, and review Staff responses to ascertain whether there are concerns that should be brought to the Committee's attention.
- 3.4 Review any issues identified by the external auditor in performing the audit, including any restrictions imposed by Staff or significant accounting issues on which there was a disagreement with Staff, or situations where Staff sought a second opinion on a significant accounting issue.
- 3.5 Meet privately with Staff to determine whether the external audit was performed in a professional manner, in accordance with the audit engagement letter and any other contractual agreement in place for these services, and to receive Administration's recommendation regarding the appointment or re-appointment of external auditors.

Related Policies

BRD-01:86 Board Committees
POL BRD-01:61 Board Members Conflict of Interest
POL BRD-01:82 Remuneration for Board Members
POL BRD-01:103 – Board Members, Non-Members of Board Committees and Advisory Tables Code of Conduct
POL CS-02:85 Travel and Business Expense

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