

LETTER OF APPOINTMENT OF AN AUDIT COMMITTEE MEMBER FOR THE DUFFERIN-PEEL CATHOLIC DSB

APPOINTMENT AND PURPOSE

You are hereby appointed as a member of the Audit Committee of the Dufferin-Peel Catholic District School Board. As a member of the Audit Committee you are accountable to the Board of Trustees through the Chair of the Committee. As a Trustee member of the Audit Committee, your appointment is for up to 4 years and is subject to appointment each year by the Board of Trustees. As a volunteer, your appointment is for up to 3 years from February 21, 2011 to February 21, 2014. This appointment may be renewed upon satisfactory performance of your duties on the committee and with the approval of the Chair of the Audit Committee and the Chair of the Board of Trustees.

The Audit Committee is a Standing Committee of the Board and its purpose is to assist the Board of Trustees to oversee and objectively assess the performance of the organization, its management and its auditors.

A copy of the Audit Committee Regulation is attached as Appendix A, which outlines the responsibilities and duties of an Audit Committee.

SUPPORT AND TRAINING (First Year only)

There will be 2-day induction training in January / February 2011 for all Audit Committee members. The training dates for the Audit Committee members of this board are February 24th and 25th, 2011. Please notify the Superintendent of Financial Services on your intention of attending this training as soon as possible.

SUPPORT AND TRAINING (Subsequent Years)

The training material required to understand the governance arrangements and the role of audit committees in district school boards is posted on the Ministry of Education's Financial Analysis and Accountability Branch website. You are strongly encouraged to complete this training prior to attending your first Audit Committee meeting or as soon as possible thereafter should there not be sufficient time to complete it prior to that day.

COMMITMENT AND REMUNERATION

Your duties as an External Audit Committee member are expected to take between 20 and 30 hours per year, excluding the induction training above or additional meetings. This includes the time necessary to familiarise yourself with the organization, undergo appropriate professional development, prepare for and attend meetings.

The Audit Committee meets at least three times each year and at the call of the Chair of the Committee as the Chair considers advisable.

As noted in our recruitment ad, this is a volunteer position for which you will not receive remuneration.

EXPENSES

Costs incurred by Audit Committee members may be reimbursed in accordance with the Dufferin-Peel Catholic District School Board's policies and procedures. A copy of the board's travel and meeting policy documents is attached as Appendix B for your information.

Any further clarification on the Dufferin-Peel Catholic District School Board's policies should be obtained from the Financial Services department at the school board.

CONFLICTS OF INTEREST

Every appointee must disclose any obligation, commitment, relationship or interest that could conflict or may be perceived to conflict with his or her role during the period of appointment. Conflicts must be declared to the Chair of the Audit Committee, if a Chair has not been selected at the time of signing the appointment letter, the declaration must be made to the Director of Education.

Any conflict of interest that arises after your appointment must be declared to the Chair of the Audit Committee as per the Ministry of Education Audit Committee Regulation 361/10 attached as Appendix A.

APPRAISAL

As a member of the Audit Committee you will be required to complete a periodic self assessment of your performance during your term as an Audit Committee member.

DUTY OF CARE

Audit Committee members have a duty to truly, faithfully, impartially and to the best of their abilities execute their responsibilities as Audit Committee members.

CONFIDENTIALITY

As a member of the Dufferin-Peel Catholic District School Board's Audit Committee you will be asked to sign a confidentiality agreement at the beginning of your appointment. It has been attached to this acceptance letter as Appendix C for your review.

RESIGNATION / TERMINATION

A minimum of two months notice should be given should you choose to resign from the appointment. Should circumstances arise where you need to vacate your position immediately, you should provide notification as soon as possible to the Audit Committee Chair.

The Board of Trustees may terminate the appointment prior to the end of the term should you get convicted of an indictable offence, absent yourself from three consecutive meetings without being authorized, or cease to hold the qualifications to be appointed to the committee as outlined in the Audit Committee Regulation.

Audit Committee Member _____ Date _____

Audit Committee Chair _____ Date _____

OR

Director of Education _____ Date _____
(where the Audit Committee Chair has not been appointed)

ONTARIO REGULATION 361/10 - AUDIT COMMITTEES

Consolidation Period: From September 10, 2010 to the [e-Laws currency date](#).

No amendments.

This is the English version of a bilingual regulation.

Interpretation

1. (1) This Regulation applies in respect of audit committees established by district school boards under subsection 253.1 (1) of the Act. O. Reg. 361/10, s. 1 (1).

(2) In this Regulation,

“external auditor” means an auditor appointed by a board under subsection 253 (1) of the Act to perform the duties referred to in subsection 253 (4) of the Act; (“vérificateur externe”)

“internal auditor” means a contractor or employee of a board who examines and evaluates a board’s records and procedures related to the board’s risk management, internal controls and governance processes and makes recommendations on ways to improve the board’s risk management, internal controls and governance processes; (“vérificateur interne”)

“reporting entity” means, with respect to a board, an organization that is required to prepare reports for the purposes of the board regarding the organization’s financial affairs and resources; (“entité comptable”)

“senior business official” means a senior business official described in subsection 3 (2) of Regulation 309 of the Revised Regulations of Ontario, 1990 (Supervisory Officers) made under the Act. (“cadre supérieur de l’administration des affaires”) O. Reg. 361/10, s. 1 (2).

Establishment of audit committee

2. (1) Subject to subsection (3), every board shall establish an audit committee in accordance with this Regulation no later than January 31, 2011. O. Reg. 361/10, s. 2 (1).

(2) The first meeting of an audit committee established under subsection (1) shall be held no later than March 31, 2011. O. Reg. 361/10, s. 2 (2).

(3) A board established after the day this Regulation comes into force shall establish an audit committee in accordance with this Regulation no later than October 1 of the school year following the calendar year in which the board’s members are first elected. O. Reg. 361/10, s. 2 (3).

(4) The first meeting of an audit committee established under subsection (3) shall be held no later than December 1 of the school year following the calendar year in which the board’s members are first elected. O. Reg. 361/10, s. 2 (4).

Composition of audit committee

3. (1) An audit committee of a board shall consist of the following individuals appointed in accordance with the board’s by-laws:

1. If the board has fewer than eight board members, the audit committee shall consist of four members, including two board members and two persons who are not board members.

2. If the board has eight or more board members, but less than fifteen, the audit committee shall consist of five members, including three board members and two persons who are not board members.
3. If the board has fifteen or more board members, the audit committee shall consist of seven members, including four board members and three persons who are not board members. O. Reg. 361/10, s. 3 (1).

[\(2\)](#) In the absence of a by-law setting out an appointment process, the board shall appoint the members of the audit committee in accordance with paragraphs 1, 2 and 3 of subsection (1). O. Reg. 361/10, s. 3 (2).

[\(3\)](#) If the number of persons required by paragraphs 1, 2 and 3 of subsection (1) is not appointed to the audit committee, the Minister may appoint a person to each vacant position. O. Reg. 361/10, s. 3 (3).

[\(4\)](#) A person appointed under subsection (3) holds the position until the board appoints another person to the position. O. Reg. 361/10, s. 3 (4).

[\(5\)](#) An appointment made under subsection (3) must comply with paragraphs 1, 2 and 3 of subsection (1) and section 4. O. Reg. 361/10, s. 3 (5).

Eligibility for appointment of persons who are not board members

[4. \(1\)](#) A person who is not a board member is eligible to be appointed to the board's audit committee only if he or she,

- (a) has accounting, financial management or other relevant business experience that would enable him or her to understand the accounting and auditing standards applicable to the board;
- (b) is not an employee or officer of the board or of any other board at the time of his or her appointment;
- (c) does not have a conflict of interest, as described in subsection (2), at the time of his or her appointment; and
- (d) was identified by the selection committee described in section 5 as a potential candidate for appointment to the audit committee. O. Reg. 361/10, s. 4 (1).

[\(2\)](#) For the purposes of clause (1) (c), a person has a conflict of interest if his or her parent, child or spouse is employed by the board. O. Reg. 361/10, s. 4 (2).

[\(3\)](#) Clause (1) (d) does not apply if the person is appointed by the Minister under subsection 3 (3). O. Reg. 361/10, s. 4 (3).

Selection committee

[5. \(1\)](#) Each board shall have a selection committee for the purpose of identifying persons who are not board members as potential candidates for appointment to the board's audit committee. O. Reg. 361/10, s. 5 (1).

[\(2\)](#) The selection committee shall be composed of,

- (a) the board's director of education;
- (b) a senior business official of the board; and
- (c) the chair of the board or a board member designated by the chair. O. Reg. 361/10, s. 5 (2).

Chair of the audit committee

[6. \(1\)](#) At the first meeting of the audit committee in each fiscal year, the members of the committee shall elect the chair of the committee for the fiscal year of the board from among the board members appointed to the committee. O. Reg. 361/10, s. 6 (1).

[\(2\)](#) If at any meeting of the audit committee the chair is not present, the members present may elect a chair for that meeting. O. Reg. 361/10, s. 6 (2).

Term of appointment

[7. \(1\)](#) The term of office of a member of the audit committee who is a board member shall be determined by the board but shall not exceed four years. O. Reg. 361/10, s. 7 (1).

[\(2\)](#) The term of office of a member of the audit committee who is not a board member shall be determined by the board but shall not exceed three years. O. Reg. 361/10, s. 7 (2).

[\(3\)](#) Subject to subsection (4), a member of the audit committee may be reappointed. O. Reg. 361/10, s. 7 (3).

[\(4\)](#) An individual who is not a board member may not be appointed to the audit committee more than twice unless,

- (a) the board advertised the position for at least 30 days; and
- (b) after the 30 days, the selection committee did not identify any potential candidates. O. Reg. 361/10, s. 7 (4).

[\(5\)](#) When the term of a member of the audit committee expires, he or she continues to be a member until a successor is appointed or the member is reappointed. O. Reg. 361/10, s. 7 (5).

Vacancies

[8. \(1\)](#) A member who is a board member vacates his or her position on the audit committee if,

- (a) he or she is convicted of an indictable offence; or
- (b) he or she is absent from two consecutive regular meetings of the committee and the committee has not authorized those absences by a resolution at the first regular meeting of the committee that follows the second absence. O. Reg. 361/10, s. 8 (1).

[\(2\)](#) A member who is not a board member vacates his or her position on the audit committee if,

- (a) he or she is convicted of an indictable offence;
- (b) he or she is absent from two consecutive regular meetings of the committee and the committee has not authorized those absences by a resolution at the first regular meeting of the committee that follows the second absence;
- (c) he or she becomes an employee or officer of the board or of any other board; or
- (d) it is discovered that he or she had a conflict of interest as described in subsection 4 (2) at the time of his or her appointment and failed to disclose it. O. Reg. 361/10, s. 8 (2).

[\(3\)](#) Despite any by-law of a board, if a position on the audit committee becomes vacant, the position shall be filled as soon as possible in accordance with this Regulation. O. Reg. 361/10, s. 8 (3).

[\(4\)](#) A person who is appointed to fill a vacancy shall hold the position for the remainder of the term of the member whose position became vacant. O. Reg. 361/10, s. 8 (4).

Duties of an audit committee

9. (1) An audit committee of a board has the following duties 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, with regard to the following:
 - i. Relevant accounting and reporting practices and issues.
 - ii. Complex or unusual financial and commercial transactions of the board.
 - iii. Material judgments and accounting estimates of the board.
 - iv. Any departures from the accounting principles published from time to time by the Canadian Institute of Chartered Accountants that are applicable to the board.
2. To review with the director of education, a senior business official and the external auditor, before the results of an annual external audit are submitted to the board,
 - i. the results of the annual external audit,
 - ii. any difficulties encountered in the course of the external auditor's work, including any restrictions or limitations on the scope of the external auditor's work or on the external auditor's access to required information,
 - iii. any significant changes the external auditor made to the audit plan in response to issues that were identified during the audit, and
 - iv. any significant disagreements between the external auditor and the director of education or a senior business official and how those disagreements were resolved.
3. 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.
4. To recommend, if the audit committee considers it appropriate to do so, that the board approve the annual audited financial statements.
5. To review with the director of education, a senior business official and the external auditor all matters that the external auditor is required to communicate to the audit committee under generally accepted auditing standards.
6. To review with the external auditor material written communications between the external auditor and the director of education or a senior business official.
7. To ask the external auditor about whether the financial statements of the board's reporting entities, if any, have been consolidated with the board's financial statements.
8. To ask the external auditor about any other relevant issues. O. Reg. 361/10, s. 9 (1).

(2) An audit committee of a board has the following duties 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. O. Reg. 361/10, s. 9 (2).

(3) An audit committee of a board has the following duties 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.
7. To review with the director of education, a senior business official and the internal auditor,
 - i. significant findings and recommendations by the internal auditor during the fiscal year and the responses of the board's staff to those findings and recommendations,
 - ii. any difficulties encountered in the course of the internal auditor's work, including any restrictions or limitations on the scope of the internal auditor's work or on the internal auditor's access to required information, and
 - iii. any significant changes the internal auditor made to the audit plan in response to issues that were identified during the audit. O. Reg. 361/10, s. 9 (3).

(4) An audit committee of a board has the following duties 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, including,
 - i. the external auditor's engagement letter,
 - ii. how work will be co-ordinated with the internal auditor to ensure complete coverage, the reduction of redundant efforts and the effective use of auditing resources, and

iii. the use of independent public accountants other than the external auditor of the board.

3. To review and confirm the independence of the external auditor.
4. 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. To resolve any disagreements between the director of education, a senior business official and the external auditor about financial reporting.
6. To recommend to the board a policy designating services that the external auditor may perform for the board and, if the board adopts the policy, to oversee its implementation. O. Reg. 361/10, s. 9 (4).

(5) An audit committee of a board has the following duties 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 review any significant findings of regulatory entities, and any observations of the internal or external auditor related to those findings.
3. To review the board's process for communicating any codes of conduct that apply to board members or staff of the board to those individuals and the board's process for administering those codes of conduct.
4. To obtain regular updates from the director of education, supervisory officers and legal counsel regarding compliance matters.
5. To obtain confirmation by the board's director of education and supervisory officers that all statutory requirements have been met. O. Reg. 361/10, s. 9 (5).

(6) An audit committee of a board has the following duties 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 perform other activities related to the oversight of the board's risk management issues or financial matters, as requested by the board.
3. To initiate and oversee investigations into auditing matters, internal financial controls and allegations of inappropriate or illegal financial dealing. O. Reg. 361/10, s. 9 (6).

(7) An audit committee of a board shall report to the board annually, and at any other time that the board may require, on the committee's performance of its duties. O. Reg. 361/10, s. 9 (7).

(8) An audit committee shall make all reasonable efforts to ensure that a copy of this Regulation is posted on the board's website. O. Reg. 361/10, s. 9 (8).

Powers of an audit committee

10. In carrying out its functions and duties, an audit committee of a board has the power to,

- (a) with the prior approval of the board, retain counsel, accountants or other professionals to advise or assist the committee;
- (b) meet with or require the attendance of board members, the board's staff, internal or external auditor or legal counsel or representatives from a reporting entity of the board at meetings of the committee, and require such persons or entities to provide any information and explanation that may be requested;
- (c) where the committee determines it is appropriate, meet with the board's external or internal auditor, or with any staff of the board, without the presence of other board staff or board members, other than board members who are members of the committee;
- (d) require the board's internal or external auditor to provide reports to the committee; and
- (e) have access to all records of the board that were examined by the internal or external auditor. O. Reg. 361/10, s. 10.

Meetings

11. (1) An audit committee of a board shall meet at least three times in each fiscal year at the call of the chair of the committee, and at such other times as the chair considers advisable. O. Reg. 361/10, s. 11 (1).

(2) The first meeting of the audit committee in each fiscal year after the 2011 year shall take place no later than September 30. O. Reg. 361/10, s. 11 (2).

(3) Each member of the audit committee has one vote. O. Reg. 361/10, s. 11 (3).

(4) The audit committee shall make decisions by resolution. O. Reg. 361/10, s. 11 (4).

(5) In the event of a tie vote, the chair is entitled to cast a second vote. O. Reg. 361/10, s. 11 (5).

(6) A majority of the members of the audit committee that includes at least one member who is not a board member constitutes a quorum for meetings of the committee. O. Reg. 361/10, s. 11 (6).

(7) The chair of the audit committee shall ensure that minutes are taken at each meeting and provided to the members of the committee before the next meeting. O. Reg. 361/10, s. 11 (7).

(8) Despite subsection (1), an audit committee of a board is required to meet only twice during the 2010-2011 fiscal year. O. Reg. 361/10, s. 11 (8).

Codes of Conduct

12. Any code of conduct of the board that applies to board members also applies to members of the audit committee who are not board members in relation to their functions, powers and duties as members of the committee. O. Reg. 361/10, s. 12.

Remuneration and compensation

13. (1) A person shall not receive any remuneration for serving as a member of the audit committee. O. Reg. 361/10, s. 13 (1).

(2) Subsection (1) does not preclude payment of an honorarium under section 191 of the Act that takes into account the attendance of a board member at an audit committee meeting. O. Reg. 361/10, s. 13 (2).

(3) A board shall establish policies respecting the reimbursement of members of its audit committee for expenses incurred as members of the committee. O. Reg. 361/10, s. 13 (3).

(4) A board shall reimburse members of its audit committee for expenses incurred as members of the committee in accordance with the policies referred to in subsection (3). O. Reg. 361/10, s. 13 (4).

Declaration of conflicts

14. (1) Every member of an audit committee shall, when he or she is appointed to the committee for the first time and at the first meeting of the committee in each fiscal year, submit a written declaration to the chair of the committee declaring whether he or she has a conflict of interest as described in subsection 4 (2). O. Reg. 361/10, s. 14 (1).

(2) A member of an audit committee who becomes aware after his or her appointment that he or she has a conflict of interest, as described in subsection 4 (2), shall immediately disclose the conflict in writing to the chair. O. Reg. 361/10, s. 14 (2).

(3) If a member or his or her parent, child or spouse could derive any financial benefit relating to an item on the agenda for a meeting, the member shall declare the potential benefit at the start of the meeting and withdraw from the meeting during the discussion of the matter and shall not vote on the matter. O. Reg. 361/10, s. 14 (3).

(4) If no quorum exists for the purpose of voting on a matter only because a member is not permitted to be present at the meeting by reason of subsection (3), the remaining members shall be deemed to constitute a quorum for the purposes of the vote. O. Reg. 361/10, s. 14 (4).

(5) If a potential benefit is declared under subsection (3), a detailed description of the potential benefit declared shall be recorded in the minutes of the meeting. O. Reg. 361/10, s. 14 (5).

Reporting

15. (1) An audit committee of a board shall submit to the board on or before a date specified by the board an annual report that includes,

- (a) any annual or multi-year audit plan of the board's internal auditor;
 - (b) a description of any changes made to a plan referred to in clause (a) since the last report of the committee;
 - (c) 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, as indicated in the plan referred to in clause (a); and
 - (d) a summary of risks identified and findings made by the internal auditor.
- O. Reg. 361/10, s. 15 (1).

(2) A board who receives a report under subsection (1) shall submit a copy of it to the Minister in each fiscal year on or before a date specified by the Minister. O. Reg. 361/10, s. 15 (2).

(3) An audit committee of a board shall submit a report to the board in each fiscal year on or before a date specified by the board, and at any other time as may be requested by the board, that includes,

- (a) a summary of the work performed by the committee since the last report;
- (b) 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;

- (c) a summary of the matters addressed by the committee at its meetings;
- (d) the attendance record of members of the committee; and
- (e) any other matter that the committee considers relevant. O. Reg. 361/10, s. 15 (3).

[16.](#) Omitted (provides for coming into force of provisions of this Regulation).
O. Reg. 361/10, s. 16.

TRAVEL & MEETING DIRECTIVE

DUFFERIN-PEEL CATHOLIC DISTRICT SCHOOL BOARD

BOARD POLICY / REGULATIONS

Board Policy Number:	7.15
Subject:	Trustee Honoraria and Expenses
Effective Date:	Revised (528) January 30, 2007; Revised (820) September 25, 2007); Revised (314), (319), (320) November 24, 2009 – Effective December 1, 2009; Revised (157) April 27, 2010; (252) August 24, 2010)

This policy and accompanying regulations apply to Trustees, Student Trustees, school council members, and non-trustee members of Board committees.

The Board will issue the Trustee an honorarium for the four years beginning December 1, 2010 and ending November 30, 2014 based on Ontario Regulation 357/06 and subject to the *Public Sector Compensation Restraint to Protect Public Services Act, 2010*.

The Board will also accommodate certain business expenses for the Trustees as outlined in the accompanying Regulations.

For policies and regulations regarding Student Trustee Honoraria, see Board Policy 5.25 – Student Trustee.

REGULATIONS

7.15 TRUSTEE HONORARIA AND EXPENSES

The annual honorarium effective December 1, 2010 will be as follows:

1. Chair of the Board \$28, 038.
2. Vice Chair of the Board \$23, 489.
3. Trustee \$18, 940.

Note: the above amounts are subject to change annually based on enrolment and changes in legislation.

In addition to the above honorarium, Trustees will be entitled to the following:

1. \$50.00 for attending any meeting of a committee of the Board that is required to be established by an Act or Regulation made under the Act. These meetings are the Special Education Advisory Council (SEAC) and the Supervised Alternative Learning for Excused Pupils (SALEP).
2. One (1) only of each of the following Board-owned equipment will be supplied to each trustee: computer; printer; home phone or cell phone or Blackberry; brief case; and file cabinet. All equipment and other supplies are to be obtained from

the Board's standard supply catalogue. All equipment supplied to the Trustee are to be returned to the Board when duties of the Trustee cease. Trustees may use up to 500 minutes of business air time monthly on their cell phone/blackberry.

3. Reimbursement of travel expenses relating to Board business –

This will include travel to and from a Trustee's residence to a meeting of the Board, or of a committee of the Board. These travel expenses will be reimbursed through a per kilometer rate as per the published mileage rate of the Ministry of Education. Reimbursement of travel expenses will be accommodated by completing the Monthly Mileage Expense Form, GF #275T.

4. Monthly reimbursement of the connectivity charges levied by an internet provider.

5. **SCOPE**

An out-of-pocket business expense reimbursement of up to \$7,800 per annum (*does not include expenses charged to central trustee account*) in connection with carrying out the responsibilities of a Board member.

The following types of expenses are eligible for reimbursement:

- travel and accommodations (conferences/seminars)
- meals
- hospitality
- community expenses (school support events, Parish events)
- gifts
- advertising and promotion (constituency communication, printing)
- office supplies (equipment addressed in #2 of this policy)
- professional development

As per Board practice, Student Trustees are required to have a parent/guardian accompany them at any conferences they attend. As a result, one parent/guardian shall be reimbursed for expenses incurred during the conference as follows:

- Meals up to the maximums identified in the "Reasonableness" section item number 8 of this policy
- Travel expenses associated with travelling to and from the conference. If travelling by car, see number 3 of this policy.

Examples of events that may be related to board business:

- *Trustee association meetings or events*
- *Board or committee meeting*
- *Events or professional development related to the Board's mission or objectives*

Examples of events that may not be related to board business:

- *Community fundraising gala or charity function*
- *Political activities or events*

The following is a list of approved conventions or conferences for Trustees in compliance with S171.(1)17 of the Education Act regarding membership fees and traveling expenses:

Faith Meets Pedagogy

The Canadian Catholic Schools' Trustees' Association

The National Catholic Education Association (NCEA - an American convention)

The Ontario Association of Parents in Catholic Education (OAPCE)

The Ontario Catholic Schools' Trustees' Association

People for Education

Ontario Student Trustees' Association (OSTA)

Attendance at any conference, other than those noted above, requires prior approval by Board resolution to authorize representation of the Board at the conference and subsequent re-imburement for out-of-pocket expenses related to this business travel.

Trustees, attending conferences/conventions, would be expected to attend conferences/conventions that are educational/faith-based in nature and/or would enhance their role as a Trustee.

All conventions and conferences are subject to individual Trustee's budget limitations.

6. **Hospitality Expenditures**

Definition of Hospitality Expenditures -

This is the provision of food, beverages, (including alcohol), accommodation, transportation or other amenities at the expense of the Board.

These hospitality regulations must be followed in conjunction with the provisions contained in Board Policy 1.02, Code of Ethics for Trustees.

The following administrative procedure establishes the criteria and protocol for the reimbursement of expenditures that have been incurred by Trustees:

6.1 Hospitality expenditures must be necessary and reasonable. That is, hospitality should be extended in an economical, consistent and appropriate way to facilitate Board business or is considered necessary as a matter of courtesy.

6.2 Hospitality may be extended on behalf of the Board under the following circumstances:

- a) The recognition of staff or others for outstanding achievement (i.e. retirement, service, meritorious awards, etc.);
- b) The engagement of representatives from other Boards, the broader public sector, industry, public interest groups or unions/associations in discussions on official matters;

- c) Providing individuals from provincial, national, or international organizations and charitable organizations with an understanding and appreciation of the workings of the Board;
- d) Sponsoring or attending formal conferences related to the goals of the Board;
- e) Staff/Trustee business meetings.

Should Trustees wish to extend hospitality to vendors, Trustees must ensure that such hospitality does not give, or is not perceived to give, preferential treatment to any vendor.

Trustees who are considering accepting hospitality from vendors to the Board, must also adhere to the provisions described in Board Policy 1.02, Code of Ethics for Trustees.

With respect to *alcohol*, the protocol to incur this specific expenditure is as follows:

- a) Reimbursement for the reasonable cost of alcohol is permitted for hospitality events;
- b) The cost of alcoholic beverages must not exceed the cost of food at a hospitality event;
- c) Wherever possible, alcoholic beverages should not include premium brands or vintage wines;
- d) Wherever possible, preference is to be given to alcoholic beverages produced in Ontario;
- e) All laws/regulations concerning the serving of alcoholic beverages must be adhered to in all cases.

7. **APPROPRIATENESS**

Reimbursable expenses are those that relate directly to Board business, as follows:

- Travel (see No. 3 of this policy)
- Alcohol expenses (refer to “Hospitality Expenditures” No. 6 of this policy)
- Purchasing card/credit card to trustees:

Trustees do not receive purchasing cards/credit cards since all purchasing of supplies and office equipment is procured through the Board’s Purchasing Department and all travel arrangements for trustees are arranged centrally through the Director’s Office.

- Cash advances to trustees:

Cash advances or per diems are not provided to Trustees. However, a cash advance is available to Student Trustees when expected to represent the Board on business. Original receipts would be submitted subsequent to the event and the Student Trustee would be expected to reimburse the Board for any unspent cash advance.

- Advertising & Newsletters:

Advertising and newsletter expenditures by the Trustee are reimbursable and included in the out-of-pocket expenditure guidelines noted above. However,

these types of expenditures become ineligible for reimbursement as of June 30 of an election year.

- Meals:

Meals are reimbursed on an out-of-pocket basis after the event or conference. No per diem will be provided to Trustees. See No. 8, "Reasonableness", which outlines spending limitations for meals.

Examples of Potentially Eligible Expenses:

- *Lunch purchased while attending a seminar or conference where meals are not included as part of the registration fee.*
- *Transportation costs and accommodation expenses incurred for attending out-of-town professional development seminar held by trustee association.*

Examples of Potentially Ineligible Expenses:

- *Donations to community groups or charities*
- *Donations to schools*
- *Reimbursement for household expenses such as a residential telephone/fax line if a viable alternative such as a Board owned cell phone or blackberry has already been provided.*

8. **REASONABLENESS**

As noted above, each Trustee is allocated up to \$7,800.00 reimbursement of out-of-pocket expenses on an annual basis.

For each fiscal year, any expenditure in excess of \$7,800.00 per annum is to be paid back by the Trustee to the Board, within 60 days of written notification. However, if a Trustee under spends their budget at the end of the fiscal year, this surplus will be treated like any other cost savings in the Board's overall budget.

Expenditures relating to support for a political party, for a candidate seeking political office or any charity event that is not related directly to the education endeavour of Dufferin-Peel, are not permitted.

When meals are not included in the conference or event registration fee, the following pre-determined maximums (including taxes and gratuities) for reimbursement of meals on board business shall apply:

- Breakfast up to a maximum of \$25.00
- Lunch up to a maximum of \$35.00
- Dinner up to a maximum of \$55.00

Please note that expense reimbursements cannot be claimed for meals that are included in the conference or event registration fee. However, special exceptions may be made in circumstances where a Trustee is unable to attend meals which are provided at the conference.

If the conference or event is being held in the U.S., these amounts will be adjusted to reflect the current rate of exchange.

Any individual purchase that is greater than \$500.00 excluding travel expenses, requires prior written approval by resolution of the Board.

Gifts of appreciation are not to exceed \$40.00.

Examples of Potentially Reasonable Expenses:

- *Registration fee for attending professional development course/conference that is directly related to Board business and for which prior approval of the Board has been obtained.*

- *A lunch expense claim that exceeds the Board's limit due to a lack of alternative, suitable options. For example, dining at a hotel restaurant when there are no other options reasonably close by.*

Examples of Potentially Unreasonable Expenses:

- *A dinner expense claim that exceeds the Board's limit despite the existence of alternative, more suitable options. For example, dining at an expensive restaurant when there are other options close by. In such a case, an amount up to the Board's dinner limit should be claimed.*

9. INDIRECT COSTS

In addition to the out-of-pocket expenses (up to \$7,800.00 annually) and the reimbursable expenses noted in this policy, the Board has an established budget for centralized costs associated with Trustee activities that are absorbed centrally by the Board, such as:

- Cell phone charges up to 500 minutes of monthly usage
- Mileage reimbursement
- Internet charges
- Residential telephone/fax lines (if Trustee does not choose to have a Board owned cell phone or Blackberry)
- Home office equipment
- Central office supplies/equipment
- OCSTA membership fee
- Administrative support to Trustees
- Ancillary costs associated with meetings
- Refreshments and meals before Board and committee meetings
- etc.

10. PROCEDURE FOR REIMBURSEMENT OF BUSINESS RELATED EXPENDITURES

10.1 All expense reimbursements are to be claimed by completing the "Trustee Expense Report" – Form GF270T. *Receipts for all expenses are required.*

To substantiate each reimbursement, the claim form must have the following supporting documents attached:

- a) Original documentation including proof of payment to support the expenditure (with the exception of mileage claims)
- b) business reasons for the expenditure
- c) list of individuals and roles of those in attendance
- d) signature of the claimant to certify the expense claim

Please note that credit card vouchers, that are not accompanied by a receipt, are not sufficient for reimbursement.

10.2 Expense claims are to be submitted within a timely fashion (as soon as possible after the end of the month).

10.3 After the close of the August 31 year-end, please submit expenses for reimbursement within ten (10) business days following August 31 of each year.

11. PUBLICATION OF TRUSTEES' ANNUAL EXPENDITURES

By December 31 of each year, the Board will post each Trustee's annual expenditure by major category, for the last fiscal year, on the Board's website. In addition, centralized costs associated with Trustee activities will also be posted on the Board's website.

12. PROTOCOL FOR APPROVALS

The Dufferin-Peel Catholic District School Board supports the best practices for reimbursement of business related expenditures as identified in the Ministry of Education's 2006: B15 Memorandum and the 2009: B8 Memorandum. The Board requires that all business expenditures incurred by the Chair, other Trustees, and external members of the Audit Committee be subject to approval.

Expenses by the Chair of the Board –

The Associate Director, Corporate Services and Chief Financial Officer, and in his/her absence the Superintendent of Financial Services and Treasurer, shall certify that the Chair of the Board's expenses claimed comply with Board policy and recommends that the Director approve the expense claim for reimbursement. The Director then approves reimbursement of expenses claimed by the Chair.

Expenses by Individual Trustees –

The Chair of the Board, and in his/her absence the Chair of the Audit Committee, shall certify that the Trustee expenses claimed comply with board policy and approves the expense claim for reimbursement.

Expenses by External Members of the Audit Committee –

The Associate Director, Corporate Services and Chief Financial Officer, and in his/her absence, the Superintendent of Financial Services and Treasurer, shall certify that the external members of the Audit Committee's expenses claimed comply with Board policy and approves the expense claim for reimbursement.

13. DISPUTES REGARDING ELIGIBILITY OF EXPENSES

In cases where an expense being claimed by a Trustee or the Chair of the Board has been declared ineligible as it may be deemed as inappropriate or unreasonable, the Trustee or Chair of the Board may contest the decision during a public session of the Board and seek the approval of the expenditure, through Board motion.

14. **SPECIAL EVENT REIMBURSEMENT FOR TRUSTEES**

It is permissible, from time to time, for a spouse or other invitee, to attend an official Board function or a special celebratory social event, when the corresponding event's spouse is included, if applicable.

The request for reimbursement should include supporting documentation (e. g. an event agenda or a letter of invitation requesting that spouses or other invitees attend)

All other Board provisions with respect to approval, reimbursement, etc., shall apply.

Some examples of a special event would include: Cardinal's Dinner, OCSTA Dinner, Father Fogerty Awards' Dinner, etc.

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CONFIDENTIALITY AGREEMENT

This Confidentiality Agreement ("Agreement") is made and effective the **21st day of February 2011** by and between **the Dufferin-Peel Catholic District School Board** ("District School Board") and the Audit Committee Member.

1. Confidential Information.

The District School Board proposes to disclose information to the Audit Committee member that is confidential in nature. Such information could be disclosed to the Audit Committee member by the District School Board orally, electronically or in writing.

2. Audit Committee Member's Obligations.

- A. As it may be difficult to determine which information received by the members of the Audit Committee is confidential, the member agrees that all information is to be considered confidential to the District School Board. The Audit Committee member agrees to not use any information received other than for the purposes of its role with the District School Board, and shall disclose it only to its officers, directors, or employees with a specific need to know. The Audit Committee member will not disclose, publish or otherwise reveal any information received from the District School Board to any other party whatsoever except with the specific prior written authorization of the District School Board.

- B. The information received in tangible form shall not be duplicated by the Audit Committee member except for purposes of this agreement. Upon the request of the District School Board, the member shall return all information received in written or tangible form, including copies, or reproductions containing such information, within ten (10) days of such request. At the audit committee member's option, any documents developed by the member may be destroyed by the member. The Audit Committee member shall provide a written certificate to the District School Board regarding its destruction within ten (10) days thereafter.

3. Term.

The obligations of the audit committee member herein shall be effective for 5 years from the date the District School Board last discloses any information to the member pursuant to this agreement.

4. Other Information.

The Audit Committee member shall have no obligation under this agreement with respect to information which is or becomes publicly available without breach of this agreement.

Signature of Audit Committee Member

Date: _____