Audit Committee
Agenda

Date:	Thursday September 17, 2026
Location:	Lindsay Education Centre – Google Meet
Time:	11:00 a.m.

1. Call to order

2. Declaration of Possible Conflict of Interest

3. Approval of the Agenda

4. Minutes of Previous Meeting – May 13, 2026

Recommendation

That the minutes of the May 13, 2026 Audit Committee meeting be approved.

5. Items of Information

5.1 CEO Hahn/Superintendent of Business Britton Verbal Committee Update

5.2 Verbal Report from the External Audit Re: September 2026 Update

5.3 Report from the Regional Internal Audit Team (RIAT) Re: 2026-2028 Work Plan and charter.

Recommendation

That the Audit Committee receive the Internal Audit Report dated September 17, 2026 for information;

And Further That the Audit Committee approve the Regional Internal Audit Plan for 2026-2028 as presented on September 17, 2026

5.4 Audit Committee Self Assessment

5.5 2025/2026 Audit Committee Annual Report

Recommendation

That the September 17, 2026 Audit Committee Annual Report be received by the Board, and that the data be submitted to the Ministry of Education to meet annual reporting requirements.

6. Motion to Move to In-Camera

Recommendation

That the Audit Committee move to in-camera and once concluded, the Committee rises and immediately reconvenes in open session.

7. Recommendations to the Board from In-Camera

Recommendation

That the External Auditor Planning Report for the year ending August 31, 2026 be received.

8. Additional Informational Items

9. Next Meeting Dates

Wednesday November 10, 2026 at 11:00 a.m. – Muskoka Education Centre/Google Meet

Wednesday June 2, 2027 at 11:00 a.m. – Lindsay Education Centre/Google Meet

10. Adjournment

Recommendation

That the September 17, 2026 Audit Committee meeting adjourn at ______________ p.m. and the next meeting be held on November 10, 2026 or at the call of the Chair.

Audit Committee Meeting Minutes

Date: Tuesday May 13, 2026

Location: Lindsay Education Centre Boardroom

Time: 2:30 p.m. to 3:30 p.m.

1. Roll Call – Confirmation of Quorum - Call to order

Chair Clodd called the meeting to order at 2:30 p.m. and confirmed a quorum for the meeting.

2. Declaration of Possible Conflicts of Interest

None

3. Approval of Agenda

Moved by C. Wilcox – Seconded by B. Gefucia

Be it resolved that the Audit Committee agenda dated May 13, 2026 be approved.

Carried

4. Minutes of Previous Meeting – November 12, 2025

Moved by B. Reain – Seconded by B. Gefucia

Be it resolved that the minutes of the November 12, 2025 Audit Committee meeting be adopted.

Carried

5. Items for Information

5.1 Verbal Update from the External Auditors Re: May 2026 Update

The external auditors provided an update on the audit process for the year. There were no questions in this regard.

6. Motion to Move to In-Camera

Moved by B. Gefucia – Seconded by B. Reain

Be it resolved that the Audit Committee move to in-camera and once concluded, the Committee rise and immediately reconvene in open session.

Carried

7. Recommendations to the Board

8. Additional Information Items

9. Tentative Meeting Date

Thursday, September 17, 2026 at the Muskoka Education Centre

Thursday, November 12, 2026 at the Lindsay Education Centre

Thursday, May 13, 2027 at the Lindsay Education Centre

10. Adjournment

Moved by B. Reain – Seconded by C. Wilcox

Be it resolved that the May 13, 2026 Audit Committee meeting adjourn at 3:54 p.m. and the next meeting be held on Wednesday September 17, 2026 or at the call of the Chair.

Carried

Trillium Lakelands District School Board

TO: The Chairperson and Members of the TLDSB Audit Committee
FROM: Regional Internal Audit Manager
DATE: September 17th, 2026
SUBJECT: Internal Audit Update

1. Purpose

This report provides information on work that the Regional Internal Audit Team (RIAT) has undertaken since the last update on May 13th, 2026.

2. Content

2.1 Regional Internal Audit Plan Status 2025-2026

Audit Entities	Objective and scope	Timelines	Status
Strategic Planning/ Recruitment and Retention/Financial Management	School Board Administrative Fund: Resource Allocation – Multi-Regional Analysis This project includes an analysis of corporate staffing using provincial data and gathered structure/context across comparator school boards (multi-region approach). The objective of this audit engagement is to conduct a staffing benchmarking review for board-based staff funded through the School Board Administration Fund under provincial Core Education Funding. This exercise will evaluate and compare staffing levels, organizational structures, and key staffing metrics across boards to identify trends, variances, and opportunities for operational efficiencies and alignment with sector best practices. The review will include all school boards within the Barrie Region and most boards within the Ontario East Region, providing sufficient coverage for meaningful and comparable analysis.	**Fall 2025 Winter 2026**	**Completed. Presented at the May 13, 2026 Audit Committee meeting.**
Enrolment and Attendance/Financial Management	Continuing Education Program Review The objective of the review is to provide management with a fair, independent, and objective assessment of the compliance with internal and external policies and procedures relevant to the continuing education program. The review will also evaluate the effectiveness and efficiency of the program and identify related risks and opportunities for improvement.	**Winter/Spring 2026**	**Completed. Presented at the May 13, 2026 Audit Committee meeting.**

2.2 Proposed Regional Internal Audit Plan 2026-2028

The Risk-Based Audit Plan (RBAP)for the multi-year period 2026-2028 is attached as *Appendix A*. The RBAP process will further emphasize internal audits that provide the most value and address major risks and audit coverage across the organization.

2.3 Internal Audit Charter

The Regional Internal Audit Charter serves as the formal governing instrument establishing the mandate, authority, and scope of internal audit services across the Barrie Region. In accordance with Ontario Regulation 361/10 (*Audit Committees*), the charter delineates the Audit Committee's oversight responsibilities and authorizes the regional internal audit function to provide independent, risk-based assurance and advisory services to strengthen governance, risk management, and control processes across member boards. The charter is presented for review annually at the first meeting of the fiscal year, with formal re-execution taking place whenever a change in key signatories occurs. The Charter is attached as Appendix B

3. Recommendation

1. That the Audit Committee approve the Proposed Regional Internal Audit Plan 2026-2028 as presented in Appendix A.
2. That the Audit Committee approve the Internal Audit Charter as presented in Appendix B.
3. That the Audit Committee receive the Internal Audit update, dated September 17th, 2026, for information.

Respectfully Submitted by: Jeff Henderson, Regional Internal Audit Manager

Sept
2026

INTERNAL
AUDIT TEAM
Barrie Region

Risk Based Audit Plan (RBAP)

ANNUAL AND MULTI-YEAR INTERNAL AUDIT PLAN 2026-2028

TRILLIUM LAKELANDS DISTRICT SCHOOL BOARD

Submitted by:

Jeff Henderson
Regional Internal Audit Manager

INTERNAL AUDIT TEAM
Barrie Region

Contents

1. Purpose

This Risk-Based Audit Plan (RBAP, also referred to as the Plan) was developed by the Barrie Regional Internal Audit Team (RIAT), in collaboration with TLDSB for the 2026-2027 to 2027-2028 fiscal years to provide a roadmap of audit work planned during this period. The two-year plan is updated annually to reflect emerging risks and changing school board priorities. Considering the level of priority given to the various risks in the current fiscal year, items from the previous year's plan could be removed, postponed or substituted to accommodate audit work that provides more value to the school board.

This plan includes details on the development approach and the DSBs management strategies, themes and processes that have been selected for conducting internal audit engagements over the next two years. The Plan is developed in accordance with Ontario Regulation 361/10 Division 9 (3) and the Internal Audit Mandate as well as the Institute of Internal Auditors' International Professional Practice Framework (IPPF). The Plan and any major adjustments should be reviewed by the Audit Committee and recommended for approval by resolution of the Board.

2. RBAP Development Process

Each year, the RIAT, with the support of management, prepares an annual update of the two-year risk-based plan, which sets out priorities for internal audit. The list of engagements in Appendix B will stem from the identification of key risks that could potentially prevent the Board from achieving its strategic and operational objectives. This planning process ensures that internal audit activities are timely and provide the highest possible value to committee members and school board management. To do this, the Plan must be aligned with the board's assessment of risks, its needs, challenges and operating environment.

The risk-based planning process leverages a risk assessment in relation to the school board's key business processes illustrated in Appendix A. The set of processes or areas identified in this document constitutes the universe of auditable entities (or school board audit universe), which contribute to the achievement of the strategic or operational objectives of the school board. During our annual update, these processes are subject to an evaluation exercise to determine if risks within these entities are deemed priorities (based on the value added from performing an engagement), which in turn helps to identify audit projects for the coming years.

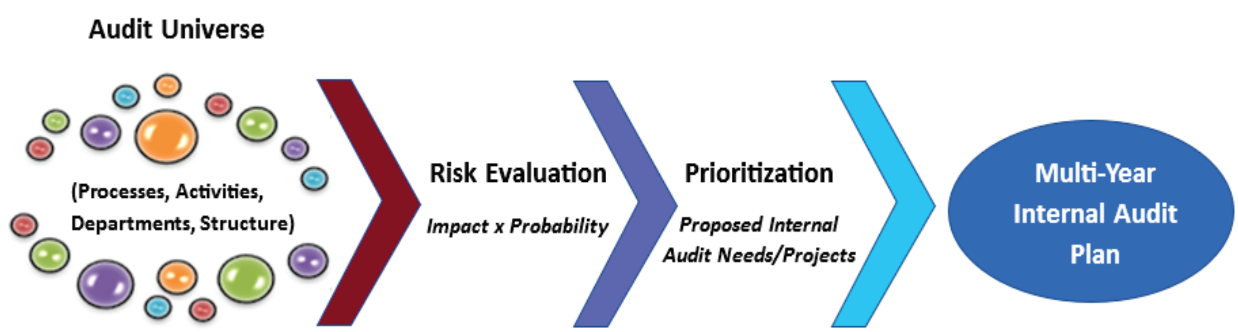
The risk prioritization exercise is to be conducted with managers and executives representing key business areas of the school board. The objective is to obtain opinions and assessments on risks, proposed audit projects, current and future challenges as well as any upcoming major projects or system implementations. The RIAT recommends that school board RBAPs be aligned with the results of school boards' future application of a strategic risk management framework (methodology). At TLDSB results from the operationalized risk assessment will be considered and the Audit Universe will be updated to align with the board's risk management framework, including the wording of its business processes, the completed inventory of risks and the assessments of priorities and rankings.

Additional criteria are factored by RIAT in selecting specific audit projects detailed in *Appendix B* and proposed in this two-year plan, including:

- The scope and results of previous audits;

- Possible incidents, frauds and/or lack of internal controls;
- Management priorities and/or requests;
- Sources of external assurance expected during the period other than internal audit (e.g. external auditors, Auditor General of Ontario, MOE reviews, Ombudsman, etc.);
- Topics of common interest that have been prioritized by multiple school boards in the region;
- Reduction in areas targeted by successive audits;
- Opportunities for improvement as well as legal/regulatory or other obligations;
- Resources available to the Regional Internal Audit team; and
- The capacity of the school board and the impacts on business areas taken in a multi-year context.

The RBAP focuses on projects planned for the next two years, as projects for future years will be reassessed annually to reflect changes in school board priorities. The following diagram summarizes the key steps in the RBAP development process.



The results, at the time of the development of the Plan, are presented on the following pages and detailed in the appendices.

The objectives of the Plan are to:

- Identify internal audit priorities, to ensure that they align with the goals of the school board and are consistent with the approved internal audit mandate;
- Determine internal audit priorities based on an assessment of risks that may impact the school board;
- Establish the audit program and schedule necessary to provide the Audit Committee with the necessary information to properly advise the Board on the control, risk management and governance processes;
- Share and coordinate activities with other relevant internal and external insurance service providers to ensure adequate coverage and minimize duplication of effort; and
- Present the Plan and internal audit resource requirements to the Audit Committee and the Board for review and approval, respectively.

3. Planning Outcome

a. Internal Audit

The Mandate of the internal audit function is to provide independent and objective assurance and consulting services designed to add value and improve the operations of the school board. It helps the board achieve its goals by providing a disciplined and systematic approach to evaluating and improving effectiveness of:

- Control processes, systems and practices;
- Risk management processes and practices; and
- Governance processes.

The scope of the regional internal audit function's work is to determine whether the internal control, risk management and governance processes, as designed and implemented by management, are adequate and operate in a manner that ensures that:

- Risks are properly identified and managed;
- There is interaction with various governance groups as required;
- There is sufficient, accurate, reliable and timely financial and operational information;
- Activities are carried out and actions are taken in accordance with applicable policies, standards, procedures, laws and regulations;
- Resources are acquired economically, used efficiently and adequately protected;
- Programs, plans and objectives are achieved;
- Quality and continuous improvement be promoted in the school board's monitoring process;
- Significant legislative or regulatory issues affecting the school board be duly recognized and addressed; and
- Where opportunities to improve control, risk management and governance processes are identified during audits, they will be communicated to the appropriate level of management.

Appendix B lists the internal audit projects identified as priorities for the next two years. The objective and preliminary scope of each project and the estimated timelines are subject to change.

i. Horizontal Audit

The RIAT may conduct horizontal audit projects across member boards of the Barrie Region to take advantage of economies of scale resulting from centralized knowledge and expertise, minimizing the engagement cost and length per board.

ii. Continuous Monitoring

The RIAT may have the opportunity to provide ongoing internal audit capacity associated with the increased use of computer-assisted audit techniques, and to support its current assurance delivery and support for the responsibilities of the school board administration (towards financial oversight, internal control and compliance with requirements from various sources).

In addition to providing reasonable assurance on the control of operations based on the individualized needs of Barrie Region school boards, such ongoing audit projects would help proactively identify risk areas and potential control deficiencies within the school board, help management improve controls and manage risks. and identify opportunities for value for money.

Ongoing audit work would be conducted in accordance with IPPF, using a structured approach, and targeting audit projects included in the Plan. Each ongoing audit project would provide reasonable assurance on an ongoing basis that the processes audited have adequate and sufficient key controls. The outcome of this work would be reported annually on the various processes reviewed.

b. Other Advisory Services

In addition to conducting audit engagements, the RIAT provides independent advisory services when requested by management. For example, these services may include participating in or coordinating special projects, researching and analyzing information or options considered, advising on new processes, sharing information on topics and trends common to school boards, providing training to various audiences, or presentations on topics of interest.

c. Sources of External Assurance

i. Financial Results

The Ontario Ministry of Education requests that financial statements be submitted in November for the school year ending August 31. The audit of the consolidated financial statements of the school board for the fiscal year ending August 31, 2026 will take place during the year 2026-2027 and will be conducted by BDO Canada LLP.

The RIAT may occasionally be called upon to support the external auditor in their annual audit of the financial statements by providing information, conducting certain audit procedures, or coordinating reviews in certain areas where work may intersect.

ii. Central Agencies and Expert Services

The Board may from time to time be subject to audits, examinations or inspections and investigations imposed on it by central agencies and authorities.

When these projects are planned, the nature and extent of these projects are considered by the RIAT during the annual planning exercise, but also throughout the year and where appropriate, the Plan is modified to reflect the impact of this work, with the goal of reducing duplication of audited topics and duplication of effort.

To date, no such project has been brought to the attention of the RIAT for the year 2026-2027.

d. Follow-up on Previous Audit Recommendations

In accordance with the International Standards for the Professional Practice of Internal Auditing, RIAT *"must establish a follow-up process to monitor and ensure that management actions have been effectively implemented or that senior management has accepted the risk of not taking action"*. In addition, when the RIAM *“concludes that management has accepted a level of risk that may be* *unacceptable to the organization, he or she should discuss the matter with senior management and if the issue has not been resolved, he or she should refer the matter to the Board."*

The RIAT follow-up process is carried out in two steps:

1. Self-assessment of the implementation of recommendations by members of management responsible for implementing the action plan of previous audits; and,
2. Validation activities including interviews, review of supporting evidence, and risk-based analysis or testing to assess the sufficiency of the measures deployed in relation to the significance of the risks concerned.

Management and the RIAT may choose to report to the Audit Committee periodically on the status of its implementation of the action plans, other than at the time of RIAT follow-up reports.

e. Barrie RIAT Financial Resources and use of Third Parties

The operating budget for the Barrie RIAT to provide services for all nine school boards is prescribed according to the formula of the Ontario Ministry of Education Core Education Funding and is equivalent to approximately $970,000 for the year 2026-2027. Of this amount, $150,000 is earmarked for third party consultants/contractors to assist with audit projects or to provide expertise that is not feasible to maintain through full-time staffing.

Based on the annual budget, an estimate of the total available resource capacity was determined and allocated to planned activities for the Barrie Region's 9 school boards using measures based on risk profiles, our assessment of priorities and regular meetings with management.

Appendix A – Audit Universe

Auditable Entities		
Board Wide Entity		
Strategic Planning	Monitoring and Reporting	Risk Management
Governance		Stakeholder Management
Instruction and Schools		
Enrolment and Attendance	Program Delivery	Student Equity, Inclusiveness and Well-Being
Business Services		
Financial Management	Business Controls Management	Transportation
Human Resources		
Attendance Management	Recruitment and Retention	Staff Equity, Inclusiveness and Well-Being
Information Technology		
Information Management	IT Infrastructure	IT Security
Facilities		
Facility Forecasting	Facility Management and Maintenance	Construction and Capital

INTERNAL
AUDIT TEAM
Barrie Region

Appendix B – Proposed Internal Audit Plan 2026-2028

2026-2027		**A** = Assurance/Compliance **C** = Consulting/Advisory **F**= follow-up	
Type	**Audit Entities**	**Objective and scope**	**Timelines**
A	Student Equity, Inclusiveness and Well-Being	Special Education – Implementation of Safey Plan Description: The objective of this review is to assess the adequacy of processes for developing, reviewing, and discontinuing Student Safety Plans for exceptional students, and to determine whether these processes comply with ministry guidelines and any identified best practices.	Fall 2026 Winter 2027
F	Construction and Capital/ Business Controls Management	Prompt Payment (Construction Act) Audit Follow-up Assessment Description: The objective of the audit is to provide management with a fair, independent, and objective assessment of the implementation status of the Prompt Payment – Construction Act Audit recommendations conducted by RIAT in 2022/2023.	Winter/ Spring 2027
C	Ad hoc needs	Consulting support Depending on ad hoc needs (Support related to International Student Report review with new process owners, etc.)	Ad Hoc
F	Various services	Follow-ups (previous audits) Follow-up on the implementation of planned action plans in response to recommendations from previous audits conducted by RIAT according to established timelines.	Ad Hoc

INTERNAL AUDIT TEAM
Barrie Region

2027-2028	**A** = Assurance/Compliance **C** = Consulting/Advisory **F**= follow-up		
Type	**Audit Entity**	**Objective and scope**	**Timelines**
A	Business Control Management/ Financial Management	Procurement Review Description: The objective of the review is to provide management with a fair, independent, and objective assessment of the existing policies and procedures to ensure they are adequate and comply with BPS Procurement Directives. The review will also involve detailed analysis of change orders and vendor management processes.	Fall 2027 Winter 2028
A	Facilities and Operations /Transportation Services	Transportation Operator Compliance Description: The review will assess whether transportation operators are meeting contractual obligations and performance expectations, and whether the Board's monitoring and contract management processes support effective oversight of transportation services.	Winter/ Spring 2028
C	Ad hoc needs	Consulting support Depending on ad hoc needs (for example, refresher session).	Ad Hoc
F	Various services	Follow-ups (previous audits) Follow-up on the implementation of planned action plans in response to recommendations from previous audits conducted by RIAT, according to established timelines.	Ad Hoc

Appendix B

Regional Internal Audit Charter

Purpose

The purpose of the regional internal audit team is to strengthen the ability of the district school boards in the Barrie Region to create, protect, and sustain value by providing the Audit Committee of the Board of Trustees (Audit Committee) and management with independent, risk-based, and objective assurance, advice, insight, and foresight.

The regional internal audit function enhances the district school board's:

- Successful achievement of its objectives.
- Governance, risk management, and control processes.
- Decision-making and oversight.
- Reputation and credibility with its stakeholders.
- Ability to serve the public interest.

The regional internal audit function is most effective when:

- Internal auditing is performed by competent professionals in conformance with The IIA's Global Internal Audit Standards™, which are set in the public interest.
- The regional internal audit team is independently positioned with direct accountability to the Audit Committee.
- Regional internal auditors are free from undue influence and committed to making objective assessments.

Mandate

Authority

The regional internal audit function is established by the Ministry of Education through the annual Core Education Funding. The role of the Audit Committee towards the regional internal audit function is established by Ontario Regulation 361/10, "Audit Committees", subsection 9(3).

The regional internal audit team's authority is created by its direct reporting relationship to the Audit Committee. Such authority allows for unrestricted access to the Audit Committee.

The Audit Committee authorizes the regional internal audit team to:

- Have full and unrestricted access to all functions, data, records, information, physical property, and personnel pertinent to carrying out internal audit responsibilities. Regional internal auditors are accountable for confidentiality and safeguarding records and information.

- Allocate resources, set frequencies, select subjects, determine scopes of work, apply techniques, and issue communications to accomplish the regional internal audit function's objectives.
- Obtain assistance from the necessary personnel of the district school board and other specialized services from within or outside the district school board to complete internal audit services.

Independence, Organizational Position, and Reporting Relationships

The internal audit function follows a regional model. The function consists of a Regional Internal Audit Manager responsible to district school boards in one of the eight regions in the province of Ontario as identified by the Ministry of Education.

The Regional Internal Audit Manager will be positioned at a level in the school board that enables internal audit services and responsibilities to be performed without interference from management, thereby establishing the independence of the regional internal audit team. (See "Mandate" section.) The Regional Internal Audit Manager will report functionally to each audit committee in the region and be administratively (for example, day-to-day operations) supported by a host school board Senior Business Official. This positioning provides the organizational authority and status to bring matters directly to senior management and escalate matters to the Audit Committee, when necessary, without interference and supports the regional internal auditors' ability to maintain objectivity.

The functional reporting relationship between the Regional Internal Audit Manager and each Audit Committee will be further demonstrated by each Audit Committee performing the following functions for their Board:

- Approve the regional internal audit charter;
- Recommend for approval the risk based internal audit plan;
- Receive information from the Regional Internal Audit Manager about the internal audit activity performance to plan and other relevant matters;
- Inquire of the Regional Internal Audit Manager whether there are resource or scoping limitations; and
- Review annually the performance of the regional internal audit activity and provide the Board of Trustees with their comments regarding the performance of the Regional Internal Audit Manager.

The Regional Internal Audit Manager will interact directly with the Audit Committee, including in-camera sessions and between audit committee meetings as appropriate.

The Regional Internal Audit Manager will confirm to the Audit Committee, at least annually, the organizational independence of the regional internal audit team. If the governance structure does not support organizational independence, the Regional Internal Audit Manager will document the characteristics of the governance structure limiting independence and any safeguards employed to achieve the principle of independence. The Regional Internal Audit Manager will disclose to the Audit Committee any interference regional internal auditors encounter related to the scope, performance, or communication of internal audit work and results. The disclosure will include communicating the implications of such interference on the regional internal audit team's effectiveness and ability to fulfill its mandate.

Changes to the Mandate and Charter

Circumstances may justify a follow-up discussion between the Regional Internal Audit Manager, Audit Committee, and senior management on the regional internal audit mandate or other aspects of the regional internal audit charter. Such circumstances may include but are not limited to:

- A significant change in the Global Internal Audit Standards.
- A significant reorganization within the district school board.
- Significant changes in the Regional Internal Audit Manager, Audit Committee, and/or senior management.
- Significant changes to the district school board's strategies, objectives, risk profile, or the environment in which it operates.
- New laws or regulations that may affect the nature and/or scope of internal audit services.

Audit Committee Oversight

To establish, maintain, and ensure that the regional internal audit function has sufficient authority to fulfill its duties, the oversight role of the Audit Committee over the regional internal audit function is outlined in Ontario Regulation 361/10, "Audit Committees", subsection 9(3).

Further, subsection 10(c) of the regulation allows private meetings between the regional internal audit team and the Audit Committee members without senior management present.

Note: Funding for the regional internal audit function is determined by the Ministry of Education annually through the Core Education Funding.

Regional Internal Audit Manager Roles and Responsibilities

Ethics and Professionalism

The Regional Internal Audit Manager will ensure that regional internal auditors:

- Conform with the Global Internal Audit Standards, including the principles of Ethics and Professionalism: integrity, objectivity, competency, due professional care, and confidentiality.
- Understand, respect, meet, and contribute to the legitimate and ethical expectations of the organization and be able to recognize conduct that is contrary to those expectations.
- Encourage and promote an ethics-based culture in the organization.
- Report organizational behavior that is inconsistent with the organization's ethical expectations, as described in applicable policies and procedures.

Objectivity

The Regional Internal Audit Manager will ensure that the regional internal audit function remains free from all conditions that threaten the ability of regional internal auditors to carry out their responsibilities in an unbiased manner, including matters of engagement selection, scope, procedures, frequency, timing, and communication. If the Regional Internal Audit Manager determines that objectivity may be impaired in fact or appearance, the details of the impairment will be disclosed to appropriate parties.

Regional internal auditors will maintain an unbiased mental attitude that allows them to perform engagements objectively such that they believe in their work product, do not compromise quality, and do not subordinate their judgment on audit matters to others, either in fact or appearance.

Regional internal auditors will have no direct operational responsibility or authority over any of the activities they review. Accordingly, regional internal auditors will not implement internal controls, develop procedures, install systems, or engage in other activities that may impair their judgment, including:

- Assessing specific operations for which they had responsibility within the previous year.
- Performing operational duties for the district school board or its affiliates.
- Initiating or approving transactions external to the regional internal audit function.
- Directing the activities of any district school board employee that is not employed by the regional internal audit function, except to the extent that such employees have been appropriately assigned to the regional internal audit team or to assist regional internal auditors.

Regional internal auditors will:

- Disclose impairments of independence or objectivity, in fact or appearance, to appropriate parties and at least annually, such as the Regional Internal Audit Manager, Audit Committee, management, or others.
- Exhibit professional objectivity in gathering, evaluating, and communicating information.
- Make balanced assessments of all available and relevant facts and circumstances.
- Take necessary precautions to avoid conflicts of interest, bias, and undue influence.

Managing the Regional Internal Audit Function

The Regional Internal Audit Manager has the responsibility to:

- At least annually, develop a risk-based regional internal audit plan that considers the input of the Audit Committee and senior management. Discuss the plan with the Audit Committee and senior management and submit the plan to the Audit Committee for review and approval.
- Communicate the impact of resource limitations on the regional internal audit plan to the Audit Committee and senior management.

- Review and adjust the regional internal audit plan, as necessary, in response to changes in the district school board's business, risks, operations, programs, systems, and controls.
- Communicate with the Audit Committee and senior management if there are significant interim changes to the regional internal audit plan. Submit all proposed major changes to the regional internal audit plan to the Audit Committee for approval.
- Ensure internal audit engagements are performed, documented, and communicated in accordance with the Global Internal Audit Standards.
- Follow up on engagement findings and confirm the implementation of recommendations or action plans and communicate the results of internal audit services to the Audit Committee and senior management as available.
- Ensure the regional internal audit function collectively possesses or obtains the knowledge, skills, and other competencies and qualifications needed to meet the requirements of the Global Internal Audit Standards and fulfill the regional internal audit mandate.
- Identify and consider trends and emerging issues that could impact the district school board and communicate to the Audit Committee and senior management as appropriate.
- Consider emerging trends and successful practices in internal auditing.
- Establish and ensure adherence to methodologies designed to guide the regional internal audit function.
- Ensure adherence to the district school board's relevant policies and procedures unless such policies and procedures conflict with the regional internal audit charter or the Global Internal Audit Standards. Any such conflicts will be resolved or documented and communicated to the Audit Committee and senior management.
- Coordinate activities and consider relying upon the work of other internal and external providers of assurance and advisory services. If the Regional Internal Audit Manager cannot achieve an appropriate level of coordination, the issue must be communicated to senior management and if necessary escalated to the Audit Committee.

Communication with the Audit Committee and Senior Management

The Regional Internal Audit Manager will report annually to the Audit Committee and senior management regarding:

- The regional internal audit function's mandate.
- The regional internal audit plan and performance relative to its plan.
- Significant revisions to the regional internal audit plan.
- Potential impairments to independence, including relevant disclosures as applicable.
- Results from the quality assurance and improvement program, which include the regional internal audit function's conformance with The IIA's Global Internal Audit Standards and action

plans to address the regional internal audit function's deficiencies and opportunities for improvement.

- Significant risk exposures and control issues, including fraud risks, governance issues, and other areas of focus for the Audit Committee that could interfere with the achievement of the district school board's strategic objectives.
- Results of assurance and advisory services.
- Resource requirements.
- Management's responses to risk that the regional internal audit function determines may be unacceptable or acceptance of a risk that is beyond the district school board's risk appetite.

Quality Assurance and Improvement Program

Annually, the Regional Internal Audit Manager will communicate with the Audit Committee and senior management regarding the ongoing quality assurance and improvement program. At the discretion of the Regional Internal Audit Manager and the Audit Committee, independent external assessments may be commissioned periodically to evaluate conformance with Global Internal Audit Standards. If commissioned, these assessments will be performed by a qualified, independent assessor or team from outside the district school boards, with credentials that include an active Certified Internal Auditor® designation.

Scope and Types of Internal Audit Services

The scope of internal audit services covers the entire breadth of the district school board, including all of the district school board's activities, assets, and personnel. The activities and processes within the scope are captured in the audit universe. The scope of internal audit activities also encompasses but is not limited to objective examinations of evidence to provide independent assurance and advisory services to the Audit Committee and management on the adequacy and effectiveness of governance, risk management, and control processes for the district school board.

The nature and scope of advisory services may be agreed with the party requesting the service, provided the regional internal audit function does not assume management responsibility. Opportunities for improving the efficiency of governance, risk management, and control processes may be identified during advisory engagements. These opportunities will be communicated to the appropriate level of management.

Internal audit engagements may include evaluating whether:

- Risks relating to the achievement of the district school board's strategic objectives are appropriately identified and managed.
- The actions of the district school board's officers, directors, management, employees, and contractors or other relevant parties comply with the district school board's policies, procedures, and applicable laws, regulations, and governance standards.
- The results of operations and programs are consistent with established goals and objectives.

- Operations and programs are being carried out effectively, efficiently, ethically, and equitably.
- Established processes and systems enable compliance with the policies, procedures, laws, and regulations that could significantly impact the district school board.
- The integrity of information and the means used to identify, measure, analyze, classify, and report such information is reliable.
- Resources and assets are acquired economically, used efficiently and sustainably, and protected adequately.

Approved by the Audit Committee of the Trillium Lakelands District School Board at its meeting on September 17, 2026.

Acknowledgments/Signatures

______________________________	_______________
Regional Internal Audit Manager	Date
______________________________	_______________
Audit Committee Chair	Date
______________________________	_______________
CEO or designate	Date

Audit Committee Self-Assessment

The following questionnaire will assist in the self-assessment of the audit committee's (AC) performance. The questionnaire should take less than 30 minutes to complete. When completing the performance evaluation, you may wish to consider the following process:

- Select a coordinator (perhaps the chair of the AC) and establish a timeline for the process.
- You may consider asking individuals who interact with the audit committee members (Regional Internal Audit Manager, Chair of the Board of Trustees, etc.) to also complete the assessment.
- Ask each audit committee member to complete an evaluation by selecting the appropriate response below.
- Consolidate the results into a summarized document for discussion and review by the committee.

If the answer is "Yes" for some criteria and "No" for others, check the box "No" and include comments for those criteria that were not met below each category.

1. COMPOSITION	*Yes*	*No*
• Has appropriately qualified members • Has appropriate sector knowledge and diversity of experiences and backgrounds • Demonstrates integrity, credibility, trustworthiness, active participation, an ability to handle conflict constructively, strong interpersonal skills, and the willingness to address issues proactively • Meets all applicable independence and conflict of interest requirements • Participates in continuing education programs for existing members and/or orientation programs for new members	☐	☐
Comments:		

2. PROCESSES AND PROCEDURES	*Yes*	*No*
Meetings contain the following: • Adequate minutes and report of proceedings to the Board of Trustees • Quorum • Well prepared members • Conducted effectively, with sufficient time spent on significant or emerging issues • Respect the line between oversight and management • Separate (in camera) sessions with management, internal and external auditors as required • Recommendations for the Board of Trustees to adopt and/or approve • Feedback to the Board of Trustees regarding their interactions with senior management, internal audit and external audit	☐	☐
Meetings are appropriately planned/coordinated due to the following: • Preparation of an annual calendar to guide meeting discussions • Agenda and related materials are circulated in advance of meetings • Held with enough frequency to fulfill the audit committee's duties • Encouragement from the audit committee chair for agenda items from board members, management, the internal auditors, and the external auditors • Written materials provided to/and from the audit committee are relevant and concise	☐	☐
An annual self-assessment is conducted and presented to the Board of Trustees	☐	☐
Comments:		

3. UNDERSTANDING OF THE BOARD, INCLUDING RISKS	Yes	No
• Has general knowledge about operating risks and risk appetite of the Board of Trustees (e.g. Regulatory requirements, Ministry of Education compliance rules, financing and liquidity needs, school board's reputation, senior management's capabilities, fraud control, school board pressures such as "tone at the top") • Reviews the process implemented by management to effectively identify and assess significant risks, and assessed the steps taken to control such risks • Reviews the Regional Internal Audit Team's risk assessment and understands the identified risks • Considers the school board's performance versus that of comparable school boards in a manner that enhances risk oversight (particularly where significant differences are noted) • Takes appropriate action (such as requesting and overseeing special investigations) where information was received that would lead you to believe that a fraudulent or unusual activity has taken place	☐	☐
Comments:		

4. OVERSIGHT OF FINANCIAL REPORTING PROCESS, INCLUDING INTERNAL CONTROLS	Yes	No
Reviews the financial statements for the following: • Completeness and accuracy • Significant accounting policies followed by the board • Quality, appropriateness and transparency of note disclosures • Identification of related-party transactions • Adjustments to the statements that resulted from the external audit • Recommendation to the Board of Trustees for their approval	☐	☐
• Is consulted when management is seeking a second opinion or disagrees with the external auditor on an accounting or auditing matter. In the case of a disagreement, the audit committee leads the parties toward resolution • Receives sufficient information to assess and understand management's process for evaluating the school board's system of internal controls (environment, risk assessment, information system, control activities, monitoring) • Receives sufficient information to understand the internal control testing conducted by the internal auditors and the external auditors to assess the process for detecting internal control issues or fraud. Any significant deficiencies or material weaknesses that are identified are addressed, reviewed, and monitored by the audit committee • Recommends to the Board of Trustees that management takes action to achieve resolution when there are repeat comments from auditors, particularly those related to internal controls • Makes inquiries of the external auditors, internal auditors, and management on the depth of experience and sufficiency of the school board's accounting and finance staff	☐	☐
Comments:		

5. *OVERSIGHT OF INTERNAL AUDIT AND EXTERNAL AUDIT FUNCTIONS:*	*Yes*	*No*
Understands the coordination of work between the external and internal auditors and clearly articulates its expectations of each.	☐	☐
INTERNAL AUDIT: • Reviews the annual and multi-year internal audit plans and makes recommendations for adjustments when appropriate • Regularly reviews the internal audit function (e.g. independence, the mandate, activities, structure, budget, compliance with IIA standards and staffing) • The internal audit reporting lines established with the audit committee promote an atmosphere where significant issues that might involve management will be brought to the attention of the audit committee • Ensures that there are no unjustified restrictions or limitations on the scope of any internal audit • Reviews significant internal audit findings, management's action plans to address these findings and the status of action plans presented in earlier meetings	☐	☐
Comments:		
EXTERNAL AUDIT: • Reviews the annual external audit plan and provides recommendations, as necessary • Oversees the role of the external auditors from selection to termination and has an effective process to evaluate their independence, qualifications and performance • Reviews management's representation letters to the external auditors, including making inquiries about any difficulties in obtaining them • Reviews significant external audit findings, management's action plans and the status of action plans presented in earlier meetings • Reviews and makes recommendations to the board on the audit fees paid to the external auditors • Reviews other professional services that relate to financial reporting (e.g., consulting, legal, and tax strategy services) provided by outside consultants • Recommends to the Board of Trustees and oversees a policy regarding the permissible (audit and non-audit) services that the external auditors may perform and considers the scope of the non-audit services provided	☐	☐
Comments:		

6. *ETHICS, COMPLIANCE & MONITORING*	*Yes*	*No*
• Reviews the school board's system for monitoring compliance and reviews any action taken by the board to address non-compliance (compliance with regulatory agencies, Ministry of Education, etc.) • Performs an adequate review of any findings of examinations by regulatory agencies or the Ministry of Education • Reviews management's procedures for enforcing the school board's code of conduct • Oversees the school board's whistleblower process and understands the procedures to prohibit retaliation against whistleblowers • Receives sufficient funding to fulfill its objectives and engage external parties for matters requiring external expertise	☐	☐
Comments:		

Trillium Lakelands District School Board
Audit Committee Report

Date: September 17, 2026
To: Audit Committee Members
Origin: Superintendent of Business
Subject: Annual Audit Committee Report

Purpose

To present the annual report on the TLDSB Audit committee activities.

Content

Committee Summary

The TLDSB audit committee is comprised of 5 members – three trustees and two community members. Meetings are held three times a year – in September, November and May. There is the ability to hold a meeting between November and May, if needed. In 2025/2026 meetings were held in a blended format allowing members to join remotely through Google Meet or in person at an education centre.

Audit Committee Membership and Attendance

The current members are:

- Louise Clodd – Chair
- Bruce Reain – Trustee
- Colleen Wilcox – Trustee
- Brenda Gefucia – Community Member
- Cristine Prattas – Community Member

Both the external and internal audit staff are also part of the Committee.

All members attended all meetings throughout the year and are independent in accordance with Provision 3.(1) and 3.(2) of the Ministry regulations.

The current term ends with the 2026 Municipal Elections being held on Monday October 26, 2026, and this committee's membership will change following this date.

External Auditors

The external auditors, MNP, confirmed their independence in a letter provided to the Board, dated September 17, 2025. They presented the scope and extent of their work to the Committee for approval.

The Committee reviewed all audit documents and passed a motion of approval at the November 12, 2025 Audit Committee meeting.

Regional Internal Audit Team (RIAT)

The RIAT set forth 2 projects for the year at the September 2025 Audit Committee meeting – School Board Administrative Fund: Resource Allocation ~ Multi-Regional Analysis and Continuing Education Program Review. RIAT also provided a Recommendations Tracking Overview to track and assess the implementation status of Internal Audit recommendations.

Committee Summary of Work

- Receive RIAT audit update reports regularly throughout the year
- Reviewed the financial statements and received a report from the external auditors about the statements
- Approved the approach and scope of the audit work to be undertaken by the auditors (both internal and external)
- Received assurance from the auditors regarding their independence
- Performed a self-assessment as per the Ministry template

Action

That the Audit Committee's audit report dated September 17, 2026, be received by the Board as approved and be submitted to the Ministry of Education to meet annual reporting requirements.