

AUDIT COMMITTEE – RESIGNATION

EXECUTIVE SUMMARY

The City Clerk's Office received notification that Rajesh Ghosh, elector member of the Audit Committee, has resigned.

ADMINISTRATION RECOMMENDATION(S)

That the Priorities and Finance Committee recommend that Council:

1. Accept the resignation of Rajesh Ghosh as an elector member of the Audit Committee, and that he be thanked for his service;
2. Direct that the position remain vacant until the 2016 Organizational Meeting of Council when Council will make regular appointments to the Audit Committee; and
3. Direct that the Attachment 2 remain confidential pursuant to Section 17(1) of the *Freedom of Information and Protection of Privacy Act*.

RECOMMENDATION OF THE PRIORITIES AND FINANCE COMMITTEE, DATED 2016 JULY 19:

That Council:

1. Accept the resignation of Rajesh Ghosh as an elector member of the Audit Committee, and that he be thanked for his service;
2. Direct that the position remain vacant until the 2016 Organizational Meeting of Council when Council will make regular appointments to the Audit Committee;
3. Direct that the Attachment 2 remain confidential pursuant to Section 17(1) of the *Freedom of Information and Protection of Privacy Act*; and
4. **Direct Administration to provide the applications for the Audit Committee with the Chair of Audit for review and to forward a Recommendation for Appointment to the 2016 October 24 Organizational Meeting of Council.**

Excerpt from the Minutes of the Regular Meeting of the Priorities and Finance Committee, held 2016 July 19:

“5. That Report PFC2016-0466 be forwarded to the 2016 July 25 Regular Meeting of Council, as an item of Urgent Business.”

PREVIOUS COUNCIL DIRECTION / POLICY

At the 2015 October 19 Organizational Meeting of Council, Council appointed Rajesh Ghosh to the Audit Committee for a two-year term set to expire at the 2017 Organizational Meeting of Council.

AUDIT COMMITTEE – RESIGNATION

At the 2013 November 04 Organizational Meeting of Council, Council appointed Rajesh Ghosh to the Audit Committee for a two-year term set to expire at the 2015 Organizational Meeting of Council.

BACKGROUND

The Audit Committee was established by resolution of Council on 1979 November 19. Bylaw 48M2012, as amended, being a Bylaw of the City of Calgary to Continue the Audit Committee, provides the Audit Committee's mandate and Terms of Reference. The Audit Committee's mandate, current composition, appointment term and quorum are detailed in Attachment 1.

INVESTIGATION: ALTERNATIVES AND ANALYSIS

On 2016 April 17, Rajesh Ghosh informed the Chair and Vice-Chair of the Audit Committee of his resignation. The formal letter of resignation is detailed in Attachment 2. On 2016 May 13, the City Clerk's Office was informed that Rajesh Ghosh's last day as an elector member of the Audit Committee is 2016 June 30.

Rajesh Ghosh's appointment term on the Audit Committee was set to expire at the 2017 Organizational Meeting of Council. Following the resignation, there will be two elector members remaining on the Audit Committee. The Chair of the Audit Committee is recommending that the vacant position remain until the 2016 Organizational Meeting of Council. As per Bylaw 48M2012, as amended, the Audit Committee may continue to operate and conduct business until vacancies are filled provided that the quorum requirement is met. The quorum of the Audit Committee is four members, comprised of one elector member and three Members of Council.

Stakeholder Engagement, Research and Communication

The City Clerk's Office consulted with the Executive Assistant of the Audit Committee, and has been advised that the Chair of the Audit Committee would like the vacant position to remain until the 2016 Organizational Meeting of Council.

Strategic Alignment

This report aligns with Council's priority of a well-run city: "Calgary's government is open, responsive, accountable and transparent, delivering excellent services at a fair price. We work with our government partners to ensure we have the tools we need" (*Action Plan 2015-2018*).

Social, Environmental, Economic (External)

No social, environmental, or external economic implications have been identified.

Financial Capacity

Current and Future Operating Budget:

There are no current and future operating budget impacts.

Current and Future Capital Budget:

There are no current and future capital budget impacts.

AUDIT COMMITTEE – RESIGNATION

Risk Assessment

The Audit Committee did not advise of any potential risk to either composition or quorum resulting from the resignation or deferring the elector member appointment until the 2016 Organizational Meeting of Council.

REASON(S) FOR RECOMMENDATION(S):

Rajesh Ghosh resigned from his position creating a vacancy on the Audit Committee.

ATTACHMENT(S)

1. Audit Committee; and
2. Letter of Resignation.