



**MINUTES
AUDIT COMMITTEE**

**March 22, 2019, 9:30 AM
IN THE COUNCIL CHAMBER**

PRESENT: Councillor E. Woolley, Chair
Councillor J. Gondek, Vice-Chair
Councillor J. Farkas
Citizen Representative L. Caltagirone
Citizen Representative M. Dalton
Citizen Representative M. Lambert

ALSO PRESENT: City Auditor K. Palmer
External Auditor T. Nakka
Acting Chief Financial Officer, C. Male
Executive Assistant C. Smillie
Acting City Clerk K. Martin
Legislative Assistant J. Dubetz

1. CALL TO ORDER

Councillor Woolley called the Meeting to order at 9:35 a.m.

2. OPENING REMARKS

No opening remarks were made at today's meeting.

3. CONFIRMATION OF AGENDA

Moved by Citizen Representative Lambert

That Item 6.4, Green Line Project Governance Audit, AC2019-0353 be brought forward and dealt with as the first item of business following Confirmation of Minutes.

MOTION CARRIED

Moved by Citizen Representative Lambert

That Item 6.2, Human Resources Challenges and Opportunities, AC2019-0308 be referred to Administration in order to permit additional consultation time, and return with a report and presentation to the 2019 June 27 Regular Meeting of the Audit Committee.

MOTION CARRIED

Moved by Councillor Farkas

That the Agenda for the 2019 March 22 Regular Meeting of the Audit Committee be confirmed, **as amended**.

MOTION CARRIED

4. CONFIRMATION OF MINUTES

4.1 Minutes of the Regular Meeting of the Audit Committee, 2019 February 28

Moved by Citizen Representative Dalton

That the Minutes of the Regular Meeting of the Audit Committee, held on 2019 February 28, be confirmed.

MOTION CARRIED

5. POSTPONED REPORTS

None

6. ITEMS FROM OFFICERS, ADMINISTRATION AND COMMITTEES

6.1 Code of Conduct Annual Report, AC2019-0307

Copies of a presentation entitled "Code of Conduct Annual Report", dated 2019 March 22, were distributed with respect to Report AC2019-0307.

Moved by Citizen Representative Caltagirone

That with respect to Report AC2019-0307, the following be approved:

That the Audit Committee:

1. Receives this report for information; and
2. Recommend that Council receive this report for information.

MOTION CARRIED

6.2 Human Resources Challenges and Opportunities, AC2019-0308

This item was referred to Administration during Confirmation of Agenda.

6.3 Calgary Community Standards - Livery Transport Services Audit, AC2019-0278

Moved by Councillor Gondek

That with respect to Report AC2019-0278, the following be approved:

1. That Audit Committee receive this report for information; and
2. That Audit Committee recommend that Council receive this report for information.

MOTION CARRIED

6.4 Green Line Project Governance Audit, AC2019-0353

Moved by Citizen Representative Lambert

That the City Auditor's Recommendations contained in Report AC2019-0353 be amended by adding a Recommendation 3 as follows:

"3. That Administration return to Audit Committee by the end of Q3 2019 to provide an update on progress related to the recommendations contained within the 15 March 2019 City Auditor's Office Green Line Project Governance Audit. Update to include but not be limited to a comprehensive risk management plan."

MOTION CARRIED**Moved by** Citizen Representative Dalton

That with respect to Report AC2019-0353, the following be approved:

1. That Audit Committee receive this report for information;
2. That Audit Committee recommend that Council receive this report for information; and
3. **That Administration return to Audit Committee by the end of Q3 2019 to provide an update on progress related to the recommendations contained within the 15 March 2019 City Auditor's Office Green Line Project Governance Audit. Update to include but not be limited to a comprehensive risk management plan.**

MOTION CARRIED

6.5 Audit Committee Bylaw 48M2012 Review, AC2019-0290

A revised Report and two attachments were distributed with respect to Report AC2019-0290.

Moved by Citizen Representative Lambert

That with respect to **Revised** Report AC2019-0290, the following be approved:

That the Audit Committee:

1. Directs that an Audit Committee Bylaw Review Working Group be established to review the Audit Committee Bylaw 48M2012 (Attachment 1), and report back to the Committee, at the 2019 September meeting, with proposed amendments;
2. **Assign the following Working Group Resource staff:**
 - a. **Executive Assistant to Audit Committee;**
 - b. **A representative of the Law Department; and**
 - c. **City Auditor;**
3. **Appoint Citizen Representative Caltagirone, Councillor Farkas and Councillor Woolley to the Audit Committee Bylaw Review Working Group; and**
4. Request members of the Audit Committee provide the Working Group with their comments with respect to Bylaw amendments for consideration.

MOTION CARRIED

- 6.6 Rescheduling of 2019 September and July Audit Committee Meetings (Verbal), AC2019-0375

Moved by Citizen Representative Dalton

That with respect to Report AC2019-0375, the following be approved:

That pursuant to Section 17 (2) of the Procedure Bylaw 35M2017, as amended, the Audit Committee approve the following revisions to scheduled 2019 meeting dates:

- 2019 September 03 meeting be rescheduled to Friday, 2019 September 06;
- 2019 July 19 meeting be rescheduled to Tuesday, 2019 July 23; and
- 2019 April 23 meeting start time be revised from 9:30 a.m. to 8:30 a.m.

MOTION CARRIED

7. ITEMS DIRECTLY TO COMMITTEE

7.1 REFERRED REPORTS

None

7.2 NOTICE(S) OF MOTION

None

8. URGENT BUSINESS

None

9. CONFIDENTIAL ITEMS

Moved by Councillor Condek

That, pursuant to Sections 24 (Advice from officials) and 25 (Disclosure harmful to economic and other interests of a public body) of the *Freedom of Information and Protection of Privacy Act*, the Audit Committee move into Closed Meeting at 11:20 a.m., in the Council Lounge, to discuss confidential matters with respect to the following items:

- 9.1.1 Audit Forum (Verbal) - AC2019-0314;
- 9.1.2 External Auditor (Verbal) - AC2019-0315;
- 9.1.3 City Auditor (Verbal) - AC2019-0316;
- 9.1.4 Progress Update on 2018 City of Calgary Annual Report - AC2019-0313.

MOTION CARRIED

The Audit Committee returned to a Public Meeting at 12:03 p.m. with Councillor Woolley in the Chair.

Moved by Citizen Representative Caltagirone

That the Committee rise and report.

MOTION CARRIED

9.1 ITEMS FROM OFFICERS, ADMINISTRATION AND COMMITTEES

9.1.1 Audit Forum (Verbal), AC2019-0314

People in attendance during the Closed Meeting discussions with respect to Report AC2019-0314:

Administration: Clerk: K. Martin; Observer: C. Smillie.

Moved by Citizen Representative Lambert

That with respect to Report AC2019-0314, the following be approved:

That the Audit Committee:

1. Receive Verbal Report AC2019-0314 for information; and
2. Direct that the Closed Meeting discussions remain confidential pursuant to Sections 24 and 25 of the *Freedom of Information and Protection of Privacy Act*.

MOTION CARRIED

9.1.2 External Auditor (Verbal), AC2019-0315

People in attendance during the Closed Meeting discussions with respect to Report AC2019-0315:

Administration: Clerk: K. Martin; Observer: C. Smillie.

Non-Administration: Observer: K. Palmer.

Moved by Citizen Representative Caltagirone

That with respect to Report AC2019-0315, the following be approved:

That the Audit Committee:

1. Receive Verbal Report AC2019-0315 for information; and
2. Direct that the Closed Meeting discussions remain confidential pursuant to Section 24 of the *Freedom of Information and Protection of Privacy Act*.

MOTION CARRIED

9.1.3 City Auditor (Verbal), AC2019-0316

People in attendance during the Closed Meeting discussions with respect to Report AC2019-0316:

Administration: Clerk: K. Martin; Observer: C. Smillie.

Moved by Councillor Gondek

That with respect to Report AC2019-0316, the following be approved:

That the Audit Committee:

1. Receive Verbal Report AC2019-0316 for information; and
2. Direct that the Closed Meeting discussions remain confidential pursuant to Section 24 of the *Freedom of Information and Protection of Privacy Act*

MOTION CARRIED

9.1.4 Progress Update on 2018 City of Calgary Annual Report (Verbal), AC2019-0313

People in attendance during the Closed Meeting discussions with respect to Report AC2019-0313:

Administration: Clerk: K. Martin; Advice: G. Wiebe, C. Male; Observer: C. Smillie.

Non-Administration: Observer: K. Palmer, T. Nakka, H. Gill

Moved by Citizen Representative Dalton

That with respect to Report AC2019-0313, the following be approved:

That the Audit Committee

1. Receive Verbal Report AC2019-0313 for information; and
2. Direct that the Closed Meeting discussions remain confidential pursuant to Section 24 of the *Freedom of Information and Protection of Privacy Act*.

MOTION CARRIED

9.2 URGENT BUSINESS

None

10. ADJOURNMENT

Moved by Citizen Representative Caltagirone

That this meeting adjourn at 12:06 p.m.

MOTION CARRIED

The following Items have been forwarded to the 2019 April 08 Combined Meeting of Council:

Consent

Code of Conduct Annual Report, AC2019-0307

Calgary Community Standards - Livery Transport Services Audit, AC2019-0278

Green Line Project Governance Audit, AC2019-0353

The next Regular Meeting of the Audit Committee is scheduled to be held on Tuesday, 2019 April 23 at 8:30 a.m.

CONFIRMED BY COMMITTEE ON

CHAIR

ACTING CITY CLERK

UNCONFIRMED