

Audit and Finance Committee Meeting

Sept 9th, 2014 at 10:00am Eastern Time

Conference Call - 1-877-394-5901

Access Code: 2985298

Committee Members Attendance:

Ray Riley, Chair

Thérèse Bergeron-Hopson, Member

Doug Murray, Treasurer

Gisèle Regimbal, Member

Staff and Guests in Attendance:

Charles Cirtwill, President & CEO

Jamie Lee Yawney, Assistant to the President

1. Call to Order

Charles (as temporary Chair) called the meeting to order at 10:00am Eastern Time

2. Approval of Agenda

Charles reviewed the agenda and asked if anyone had any other items to add or change. No issues.

Motion 1 to approve the agenda. Moved by Doug, seconded by Ray. CARRIED unanimously.

3. Select a chair

Re: **Motion 2**, no issues.

Motion 2 to nominate Ray Riley to serve as NPI Audit and Finance Committee Chair. Moved by Doug seconded by Thérèse. CARRIED unanimously.

At 10:03am Eastern Time, Ray Riley assumed all responsibilities and powers as Chair of the Audit and Finance Committee.

4. Approve Minutes of meeting of 11 June, 2014

Motion 3 to approve the minutes of the June 11th, 2014 Audit and Finance Committee Meeting as presented. Moved by Thérèse, seconded by Doug. CARRIED unanimously.

5. Audit Update

Doug explained that NPI Audit is now closed, the auditors took a little longer than usual as it was 17 month period they were going over and they had to look over all NPI policies and procedures since NPI is a new corporation. NPI and BDO had some discussion about thoughts on where to group accounts. All has been settled out and nothing is outstanding.

BDO will present two letters to NPI. One letter for the Board of Directors, outlining the role of the Auditors and a second letter is for NPI Management, suggesting some enhancements to

Audit and Finance Committee Meeting

September 9th 2014

specific processes. The letter to the Board will be included with the draft Financials in the package for the October Board meeting. The Management letter will be sent directly to Management but will be forwarded to the Audit and Finance Committee as an information item. Charles mentioned how the auditors were extremely complimentary towards the work of Samantha Angell, NPI Operations Manager and Laurie McDonald, NPI Accountant. The Auditors commented that our files were in remarkably good shape. The Auditors expressed surprise at this given that NPI is a start-up. There were very few changes that needed to be made and most of those were related to interpretation and suggestions to enhance procedures as opposed to errors. The committee agreed with BDO statements and expressed their appreciation to these individuals for their excellent work.

6. Fiscal performance/position – to July 2014

The committee had a discussion about July 2014 financial performance. Doug asked about the application for charitable status and if the corporation will be able to meet the \$60,000 in Corporation sponsorship (line 410). Charles explained to the committee that the final draft of the application has been prepared and is ready for revision. Target submission date for the application is the end of September. Once the application is filed, we expect it will take 3 months to process. Charles believes that NPI will be able to reach its goal of \$60,000 in corporate contributions by the end of the fiscal year.

7. Forecast to end of fiscal 2014-2015

Committee had a short discussion about NPI forecast to end of the fiscal year; performance to date is on budget. NPI is forecasting a \$40,000 surplus for the end of the fiscal year.

8. Discussion of Committee report to the full board and any needed supporting material that should be attached to or prepared for it.

Committee had a short discussion on which documents to present at the Board of Director Meetings. Doug recommended that the committee present just the income statement with 20% variance explanations. Committee agreed.

The committee discussed who will be responsible for presenting the financial reports and audit report to the Board and the members. The committee agreed that Doug will present the financial reports and Ray will present the Audit report. BDO has mentioned to Charles that NPI auditors will not be able to come to the AGM on October 9th 2014, but the company is looking into sending a partner from BDO in Dryden to assist Ray on the delivery of the Audit Report.

9. Reminder of upcoming meetings dates

No issues.

Audit and Finance Committee Meeting

September 9th 2014

10. Other business

Ray asked about the variance explanations raised in point 8 of the June 11th 2014 Audit and Finance committee meeting minutes. Charles highlighted the variance explanations contained in the cash flow documents and, as noted above, the Committee agreed that these explanations would be incorporated into the income statement as a single report to the Board.

11. Adjourn

*Motion 4 to adjourn the Audit and Finance committee meeting. Moved by Gisèle, seconded by Ray.
CARRIED unanimously.*