

AUDIT COMMITTEE

14 JULY 2015

REVIEW OF AUDIT COMMITTEE TERMS OF REFERENCE

Report from: Phil Watts, Chief Finance Officer

Author: Katey Arrowsmith, Head of Internal Audit & Counter Fraud

Summary

To review the Terms of Reference of the Audit Committee and to agree any changes Members consider necessary.

1. Budget and Policy Framework

1.1 The establishment and terms of reference of Council committees are outside the council's policy and budget framework; any revisions to the terms of reference must be approved by Council.

2. Background

2.1 The Audit Committee was established and its Terms of Reference were agreed by Council in 2006, following the publication of guidance from the Chartered Institute of Public Finance & Accountancy (CIPFA). The Terms of Reference should be reviewed by the committee on a regular basis, to ensure that they remain relevant and reflect best practice.

2.2 The current Audit Committee Terms of Reference were last reviewed and amended in July 2014 and are documented in the Constitution of the council. A copy is provided at Appendix A for Members' consideration.

3. Options

3.1 The Terms of Reference of the Audit Committee have been reviewed on an annual basis by the committee. Reviewing its Terms of Reference on a less frequent basis could risk them becoming outdated and not reflective of best practice.

4. Advice and analysis

4.1 The Terms of Reference are based on the Position Statement on Local Government Audit Committees issued by CIPFA in 2005. In 2013 CIPFA issued a revised and updated Position Statement which reflects changes

since the 2005 version including the introduction of the Public Sector Internal Audit Standards, Annual Governance Statements and associated guidance. The Position Statement and associated guidance are not statutory. A copy of the Position Statement has been provided for Members' information at Appendix B.

- 4.2 The guidance describes audit committees as “a key component of an authority’s governance framework” and states that their core functions “are to:
- Be satisfied that the authority’s assurance statements, including the Annual Governance Statement, properly reflect the risk environment and any actions required to improve it, and demonstrate how governance supports the achievements of the authority’s objectives.
 - In relation to the authority’s internal audit functions:
 - i. oversee its independence, objectivity, performance and professionalism
 - ii. support the effectiveness of the internal audit process
 - iii. promote the effective use of internal audit within the assurance framework.
 - Consider the effectiveness of the authority’s risk management arrangements and the control environment. Review the risk profile of the organisation and assurances that action is being taken on risk related issues, including partnerships with other organisations.
 - Monitor the effectiveness of the control environment, including arrangements for ensuring value for money and for managing the authority’s exposure to the risks of fraud and corruption.
 - Consider the reports and recommendations of external audit and inspection agencies and their implications for governance, risk management or control.
 - Support effective relationships between external audit and internal audit, inspection agencies and other relevant bodies, and encourage the active promotion of the value of the audit process.
 - Review the financial statements, external auditor’s opinion and reports to members, and monitor management action in response to the issues raised by external audit.”
- 4.3 A desktop review of the Terms of Reference of the Medway Council Audit Committee found that the functions are considered to be in line with those set out in the Position Statement.

5. Risk management

- 5.1 There are no significant risks arising from this report; regular review of the Terms of Reference of the Audit Committee will ensure they remain relevant and reflect best practice.

6. Financial implications

- 6.1 There are no financial implications arising from this report.

7. Legal implications

- 7.1 There are no legal implications arising from this report.

8. Recommendation

- 8.1 Following review of the Terms of Reference, no amendments are proposed as they remain relevant and reflect best practice and the Audit Committee is recommended to continue to operate under the existing Terms of Reference.

Lead officer contact

Katey Arrowsmith, Head of Internal Audit & Counter Fraud, Gun Wharf.
Phone: 01634 33 23 55, Email: katey.arrowsmith@medway.gov.uk

Appendices

Appendix A: Medway Audit Committee Terms of Reference

Appendix B: CIPFA's Position Statement: Audit Committees in Local Government & Police

Background papers

There are no background papers to this report.

Audit Committee

Membership: Up to 5 members of the authority chaired by a member free from other executive or scrutiny responsibilities

Functions: To provide independent assurance on the adequacy of the risk management framework and the associated control environment. To provide an independent review of the Council's financial and non-financial performance.

Terms of Reference:

- To provide independent assurance on the adequacy of the risk management framework and the associated control environment, including consideration of the Council's approach to risk management and the assurance framework, the production of the annual governance statement, arrangements for delivering value for money and the Council's anti-fraud arrangements and anti-corruption measures;
- To receive reports in line with the Council's whistleblowing, anti-bribery, covert surveillance policies and anti-money laundering policies;
- To monitor the Council's compliance with its own published standards and to consider any proposals for changes to Financial Rules, Codes of Practice on tenders and contracts;
- To monitor financial policies and processes, including endorsement of improvement plans to strengthen the control environment;
- To approve the annual governance statement;
- To approve the annual accounts;
- To scrutinise the Council's treasury management, investment strategy, minimum revenue provision policy statement along with treasury management practices and associated schedules and approve the annual treasury outturn;
- To discuss with the external auditor new accounting standards, changes to the reporting framework and the basis of the annual audit, including the content of performance work;
- To receive all reports by the external auditor including all performance reports and the annual audit and inspection letter;
- To oversee Internal Audit activity;
- To monitor the effectiveness of internal audit.
- To provide an independent review of the Council's financial and non-financial performance.

CIPFA's Position Statement: Audit Committees in Local Authorities and Police (2013)ⁱ

1. **Audit committees are a key component of an authority's governance framework.** Their function is to provide an independent and high-level resource to support good governance and strong public financial management.
2. **The purpose of an audit committee is to provide to those charged with governanceⁱⁱ independent assurance on the adequacy of the risk management framework, the internal control environment and the integrity of the financial reporting and annual governance processes.** By overseeing internal and external audit it makes an important contribution to ensuring that effective assurance arrangements are in place.
3. **The core functions of an audit committee are to:**
 - Be satisfied that the authority's assurance statements, including the Annual Governance Statement, properly reflect the risk environment and any actions required to improve it, and demonstrate how governance supports the achievements of the authority's objectives.
 - In relation to the authority's internal audit functions:
 - oversee its independence, objectivity, performance and professionalism
 - support the effectiveness of the internal audit process
 - promote the effective use of internal audit within the assurance framework.
 - Consider the effectiveness of the authority's risk management arrangements and the control environment. Review the risk profile of the organisation and assurances that action is being taken on risk-related issues, including partnerships with other organisations.
 - Monitor the effectiveness of the control environment, including arrangements for ensuring value for money and for managing the authority's exposure to the risks of fraud and corruption.
 - Consider the reports and recommendations of external audit and inspection agencies and their implications for governance, risk management or control.
 - Support effective relationships between external audit and internal audit, inspection agencies and other relevant bodies, and encourage the active promotion of the value of the audit process.
 - Review the financial statements, external auditor's opinion and reports to members, and monitor management action in response to the issues raised by external audit.
4. **Audit committees can also support their authorities by undertaking a wider role in other areas including:**
 - Considering governance, risk or control matters at the request of other committees or statutory officers.
 - Working with local standards committees to support ethical values and reviewing the arrangements to achieve those values.
 - Reviewing and monitoring treasury management arrangements in accordance with the CIPFA Treasury Management Code of Practice.ⁱⁱⁱ
 - Providing oversight of other public reports, such as the annual report.
5. **Although no single model of audit committee is prescribed, all should:**
 - Act as the principal non-executive, advisory function supporting those charged with governance.^{iv}

- In local authorities, be independent of both the executive and the scrutiny functions; in police bodies, be independent of the executive or operational responsibilities of the police and crime commissioner or chief constable.
- Have clear rights of access to other committees/functions, for example scrutiny and service committees, corporate risk management boards and other strategic groups.
- Be properly accountable to the authority's board or equivalent bodies
- Meet regularly – at least four times a year, and have a clear policy on those items to be considered in private and those to be considered in public.
- Be able to meet privately and separately with the external auditor and with the head of internal audit.
- Include, as regular attendees, the chief financial officer(s) or appropriate senior and qualified substitute, the chief executive, the head of internal audit and the appointed external auditor. Other attendees may include the monitoring officer (for standards issues) and the head of resources (where such a post exists). These officers should also be able to access the committee, or the chair, as required. The committee should have the right to call any other officers or agencies of the authority as required.^v
- Report regularly on their work, and at least annually report an assessment of their performance.

6. Good audit committees are characterised by:

- A membership that is balanced,^{vi} objective, independent of mind, knowledgeable and properly trained to fulfil their role.
- A membership that is supportive of good governance principles and their practical application towards the achievement of organisational objectives.
- A strong independently minded chair – displaying a depth of knowledge, skills and interest.^{vii}
- Unbiased attitudes – treating auditors, the executive and management fairly.
- The ability to challenge the executive and senior managers when required.

ⁱ The scope of this statement includes all local authorities in the UK and the audit committees for police and crime commissioners and chief constables.

ⁱⁱ In police bodies, 'those charged with governance' are the police and crime commissioner and the chief constable.

ⁱⁱⁱ Treasury Management in the Public Services: Code of Practice and Cross-Sectoral Guidance Notes (2011 Edition), CIPFA, 2011.

^{iv} In police bodies, 'those charged with governance' are the police and crime commissioner and the chief constable.

^v While recognising the independence of the chief constable in relation to operational policing matters.

^{vi} The political balance of a formal committee of an authority will reflect the political balance of the council. However, it is important to achieve the right mix of apolitical expertise.

^{vii} There are many personal qualities needed to be an effective chair, but key to these are promoting apolitical open discussion, managing meetings to cover all business and encouraging a candid approach from all participants. An interest in and knowledge of financial and risk management, audit, accounting concepts and standards, and the regulatory regime are also essential. A specialism in one of these areas would be an advantage.