

REPORT TO	DATE OF MEETING
GOVERNANCE COMMITTEE	27th January 2016

Report template revised June 2008



SUBJECT	PORTFOLIO	AUTHOR	ITEM
Revised Guidance for Audit / Governance Committees	N/A	G Barclay / D Highton	8

SUMMARY AND LINK TO CORPORATE PRIORITIES

The purposes of this report are:

- To evaluate the Council’s compliance with the Chartered Institute of Public Finance & Accountancy (CIPFA) guidance, “Audit Committees – Practical Guidance for Local Authorities and Police.”
- To present a revised Terms of Reference for members’ consideration.
- To put forward proposals to address recommendations in relation to developing members’ skills and knowledge.

The report links with all of the corporate objectives, especially to be an ‘efficient, effective and exceptional council’.

RECOMMENDATION

That the Committee:

- (a) Notes the report;
- (b) Considers and adopts the revised Terms of Reference;
- (c) Accepts the proposals in relation to developing members’ skills and knowledge.

DETAILS AND REASONING

Background

Members may recall that the 2014-15 Annual Governance Statement contained an action to undertake a review to ensure the Governance Committee’s compliance with the latest CIPFA guidance “Audit Committees – Practical Guidance for Local Authorities and Police.” This sets out the functions and operations of Audit / Governance Committees in local authorities and represents CIPFA’s view of best practice.

This review has now been undertaken and has established that the Committee is fully compliant with the new guidance with the exception of two areas:

- Terms of Reference;
- Skills and Knowledge.

NEW CIPFA GUIDANCE - TERMS OF REFERENCE

The Council's Governance Committee currently operates in accordance with the terms of reference shown at **Appendix 1**.

The latest CIPFA guidance incorporates a revised terms of reference, shown at **Appendix 2**. Internal Audit have carried out an assessment of the new requirements and although they are more detailed and prescriptive, it was found that the Governance Committee is already operating in line with the model terms of reference. Details of the assessment are shown at **Appendix 3**.

It can be seen from the assessment that the only area where action is required is in relation to the Quality Assurance and Improvement Programme for Internal Audit. Members will recall that it has been previously agreed that the Internal Audit Service would participate in a peer review by another local authority provider. The arrangements for this are still being formalised by the Lancashire District Audit Group and members will be fully briefed as progress is made.

Included within the current terms of reference are some specific requirements for South Ribble Borough Council and these will be retained.

SKILLS & KNOWLEDGE

CIPFA'S guidance acknowledges that there is a range of knowledge and experience that members can bring to the Committee to enable it to perform effectively. It emphasises that there are core areas of knowledge that are beneficial for all Committee members to have.

The guidance includes a Skills and Knowledge Framework to allow members to carry out a self-assessment and this is shown at **Appendix 4**.

It is the intention to email this self-assessment to all members of the Committee. The results will then be collated by Internal Audit and shared with the Chair of the Governance Committee and will be used to inform the Member Development Programme in 2016-17 and beyond.

WIDER IMPLICATIONS

In the preparation of this report, consideration has been given to the impact of its proposals in all the areas listed below, and the table shows any implications in respect of each of these.

FINANCIAL	There are no specific financial implications arising from this report.
LEGAL	There are no legal implications arising from this report. However, the reports demonstrates compliance with the latest recommended best practice for audit / governance committees.
RISK	There are no specific risk issues associated with this report.

THE IMPACT ON EQUALITY	There are no equality impacts within this report.
-------------------------------	---

OTHER (see below)	
--------------------------	--

<i>Asset Management</i>	<i>Corporate Plans and Policies</i>	<i>Crime and Disorder</i>	<i>Efficiency Savings/Value for Money</i>
<i>Equality, Diversity and Community Cohesion</i>	<i>Freedom of Information/ Data Protection</i>	<i>Health and Safety</i>	<i>Health Inequalities</i>
<i>Human Rights Act 1998</i>	<i>Implementing Electronic Government</i>	<i>Staffing, Training and Development</i>	<i>Sustainability</i>

BACKGROUND DOCUMENTS

CIPFA – Practical Guidance for Local Authorities and Police.

Current Terms of Reference

Appendix 1

Committee	Membership	Functions
Governance Committee	Members of the Local Authority	<p>Overall Purpose</p> <p>To provide independent assurance of the adequacy of the risk management framework and the associated control environment, independent scrutiny of the authority’s financial and non-financial performance to the extent that it affects the authority’s exposure to risk and weakens the control environment, and to oversee the financial reporting process.</p> <p>Audit Activity</p> <p>To consider internal audit’s annual report and opinion, and a summary of internal audit activity (actual and proposed) and the level of assurance it can give over the council’s corporate governance arrangements.</p> <p>To consider summaries of internal audit reports.</p> <p>To consider reports dealing with the management and performance of the providers of internal audit services.</p> <p>To consider a report from internal audit on agreed recommendations not implemented within a reasonable time scale.</p> <p>To consider the external auditor’s annual audit letter, relevant reports, and the report to those charged with governance, within the scope of the Committee’s role.</p> <p>To consider specific reports of the external auditor, within the scope of the Committee’s role.</p> <p>To comment on the scope and depth of external audit work and to ensure it gives value for money.</p> <p>To liaise with the Audit Commission over the appointment of the council’s external auditor.</p> <p>To commission work from internal and external audit, as appropriate.</p> <p>Regulatory Framework</p>

To maintain an overview of the council's constitution, including the Contract Procedure Rules and financial regulations and to make recommendations for change to Cabinet.

To monitor the effective development and operation of risk management in the council.

To monitor the council's governance policies, including "whistle-blowing" and anti-fraud and corruption arrangements.

To consider/approve the authority's Annual Governance Statement.

To consider and monitor the council's arrangements for corporate governance and agree necessary actions to ensure compliance with best practice.

To consider the council's compliance with its own and other published standards and controls.

Financial Arrangements

To regularly review the financial management arrangements to ensure that they remain 'fit for purpose', and keep the effectiveness of the financial services function under review.

To regularly review the financial performance of the Council.

To review and approve the annual statement of accounts. Specifically, to consider whether appropriate accounting policies have been followed and whether there are concerns arising from the financial statements or from the audit that need to be brought to the attention of the council.

To consider the external auditor's reports to those charged with governance on issues arising from the audit of the accounts and related matters.

Co-ordination Of Work Programmes etc.

To ensure effective co-ordination of the Committee's work programme etc. with that of other committees, in particular the Scrutiny and Standards Committees.

Statement of Purpose

1. Our Governance Committee is a key component of South Ribble Borough Council's corporate governance. It provides an independent and high-level focus on the audit, assurance and reporting arrangements that underpin good governance and financial standards.
2. The purpose of our Governance Committee is to provide independent assurance to the members of the adequacy of the risk management framework and the internal control environment. It provides independent review of South Ribble Borough Council's governance, risk management and control frameworks and oversees the financial reporting and annual governance processes. It oversees internal audit and external audit, helping to ensure efficient and effective assurance arrangements are in place.

Governance, Risk and Control

3. To review the council's corporate governance arrangements against the good governance framework and consider annual governance reports and assurances.
4. To review the Annual Governance Statement prior to approval and consider whether it properly reflects the risk environment and supporting assurances, taking into account internal audit's opinion on the overall adequacy and effectiveness of the council's framework of governance, risk management and control.
5. To consider the council's arrangements to secure value for money and review assurances and assessments on the effectiveness of these arrangements.
6. To consider the council's framework of assurance and ensure that it adequately addresses the risks and priorities of the council.
7. To monitor the effective development and operation of risk management in the council.
8. To monitor progress in addressing risk-related issues reported to the committee.
9. To consider reports on the effectiveness of internal controls and monitor the implementation of agreed actions.
10. To review the assessment of fraud risks and potential harm to the council from fraud and corruption.
11. To monitor the counter-fraud strategy, actions and resources.

Internal Audit

12. To approve the Internal Audit Charter.
13. To review proposals made in relation to the appointment of external providers of internal audit services and to make recommendations.
14. To approve the risk-based internal audit plan, including internal audit's resource requirements, the approach to using other sources of assurance and any work required to place reliance upon those other sources.
15. To approve significant interim changes to the risk-based internal audit plan and resource requirements.
16. To make appropriate enquiries of both management and the Head of Shared Assurance Services to determine if there are any inappropriate scope or resource limitations.
17. To consider reports from the Head of Shared Assurance Services on internal audit's performance during the year, including the performance of external providers of internal audit services. These will include:
 - a) Updates on the work of internal audit including key findings, issues of concern and action in hand as a result of internal audit work.
 - b) Regular reports on the results of the Quality Assurance and Improvement Programme.
 - c) Reports on instances where the internal audit function does not conform to the Public Sector Internal Audit Standards and Local Government Application Note, considering whether the non-conformance is significant enough that it must be included in the Annual Governance Statement.
18. To consider the Head of Shared Assurance Annual report:
 - a) The statement of the level of conformance with the Public Sector Internal Audit Standards and Local Government Application Note and the results of the Quality Assurance and Improvement Programme that supports the statement – these will indicate the reliability of the conclusions of internal audit.
 - b) The opinion on the overall adequacy and effectiveness of the council's framework of governance, risk management and control together with the summary of the work supporting the opinion – these will assist the committee in reviewing the Annual Governance Statement.
19. To consider summaries of specific internal audit reports as requested.
20. To receive reports outlining the action taken where the Head of Shared Assurance has concluded that management has accepted a level of risk that may be unacceptable to the authority or there are concerns about progress with the implementation of agreed actions.

21. To contribute to the Quality Assurance and Improvement Programme and in particular, to the external quality assessment of internal audit that takes place at least once every five years.
22. To consider a report on the effectiveness of internal audit to support the Annual Governance Statement, where required to do so by the Accounts and Audit Regulations.
23. To support the development of effective communication with the Head of Shared Assurance.

External Audit

24. To consider the external auditor's annual letter, relevant reports, and the report to those charged with governance.
25. To consider specific reports as agreed with the external auditor.
26. To comment on the scope and depth of external audit work and to ensure it gives value for money.
27. To commission work from internal and external audit.
28. To advise and recommend on the effectiveness of relationships between external and internal audit and other inspection agencies or relevant bodies.

Financial Reporting

29. To review the annual statement of accounts. Specifically, to consider whether appropriate accounting policies have been followed and whether there are concerns arising from the financial statements or from the audit that need to be brought to the attention of the council.
30. To consider the external auditor's report to those charged with governance on issues arising from the audit of the accounts.

Accountability Arrangements

31. To report to those charged with governance on the committee's findings, conclusions and recommendations concerning the adequacy and effectiveness of their governance, risk management and internal control frameworks; financial reporting arrangements, and internal and external audit functions.

TERMS OF REFERENCE ASSESSMENT

Current Terms of Reference	Suggested Terms of Reference	New , Existing or Amended Requirement	Current Status	Details of Compliance	Action
<p>Overall Purpose</p> <p>"The purpose of the Governance Committee is to provide independent assurance of the adequacy of the risk management framework and the associated control environment, independent scrutiny of the authority's financial and nonfinancial performance to the extent that it affects the authority's exposure to risk and weakens the control environment, and to oversee the financial reporting process.</p>	<p>Statement of Purpose</p> <p>1. Our Governance committee is a key component of South Ribble Borough Council's corporate governance. It provides an independent and high-level focus on the audit, assurance and reporting arrangements that underpin good governance and financial standards.</p> <p>2. The purpose of our Governance Committee is to provide independent assurance to the members of the adequacy of the risk management framework and the internal control environment. It provides independent review of South Ribble Borough Council's governance, risk management and control frameworks and oversees the financial reporting and annual governance processes. It oversees internal audit and external audit, helping to ensure efficient and effective assurance arrangements are in place.</p>	Amended	N/A		Statement of Purpose should be amended.
<p>Governance Risk and Control</p> <p>To consider and monitor the council's arrangements for corporate governance and agree necessary actions to ensure compliance with best practice.</p>	<p>3. To review the council's corporate governance arrangements against the good governance framework and consider annual governance reports and assurances.</p>	Amended	Compliant	Reports on the governance arrangements are considered by the Committee.	
<p>To consider/approve the authority's Annual Governance Statement.</p>	<p>4. To review the Annual Governance Statement prior to approval and consider whether it properly reflects the risk environment and supporting assurances, taking into account internal audit's opinion on the overall adequacy and effectiveness of the council's framework of governance, risk management and control.</p>	Amended	Compliant	Annual Governance Statement presented to committee prior to approval on an annual basis. Monitoring report considered by the Committee annually.	

Current Terms of Reference	Suggested Terms of Reference	New , Existing or Amended Requirement	Current Status	Details of Compliance	Action
	5. To consider the council's arrangements to secure value for money and review assurances and assessments on the effectiveness of these arrangements.	New	Compliant	Reports presented by External Audit provide a Value for Money opinion on an annual basis. Value for Money considered within Internal Audit reviews and reported on an exception basis.	
	6. To consider the council's framework of assurance and ensure that it adequately addresses the risks and priorities of the council.	New	Compliant	Reports presented to committee, including Internal Audit Annual Report, Strategic Risk Register Report, Annual Governance Statement report & update.	
To monitor the effective development and operation of risk management in the council	7. To monitor the effective development and operation of risk management in the council.	Existing	Compliant	Policies / Framework approved by the Committee prior to implementation.	
	8. To monitor progress in addressing risk relating issues reported to the committee.	New	Compliant	Reports presented to committee.	
	9. To consider reports on the effectiveness of internal control and monitor the implementation of agreed actions.	New	Compliant	Reports presented to committee. Non implementation of agreed actions reported on an exception basis.	
	10. To review the assessment of fraud risks and potential harm to the council from fraud and corruption.	New	Compliant	Fraud risks / findings brought to the attention of the committee.	
To monitor the council's governance policies, including "whistle-blowing" and anti-fraud and corruption arrangements.	11. To monitor the counter- fraud strategy, actions and resources.	Amended	Compliant	Policies and Strategies approved by the Committee prior to implementation.	
Internal Audit					
	12. To approve the Internal Audit Charter.	New	Compliant	Internal Audit Charter approved by the Committee March 2014.	
To consider reports dealing with the management and performance of the providers of internal audit services.	13. To review proposals made in relation to the appointment of external providers of internal audit services and to make recommendations.	Amended	Not applicable	In house service delivered.	
	14. To approve the risk based internal audit plan including internal audit's resource requirements, the approach to using other sources of assurance and any work required to place reliance upon those other sources.	New	Compliant	Internal Audit plan presented to and approved by committee annually.	
Current Terms of Reference	Suggested Terms of Reference	New , Existing or	Current	Details of Compliance	Action

		Amended Requirement	Status		
	15. To approve significant interim changes to the risk based internal audit plan and resource requirements.	New	Compliant	Significant changes are reported to committee	
	16. To make appropriate enquiries of both management and the Head of Shared Assurance to determine if there are any inappropriate scope or resource limitations.	New	Compliant	Internal Audit plan presented to and approved by committee annually.	
To consider internal audit's annual report and opinion, and a summary of internal audit activity (actual and proposed) and the level of assurance it can give over the council's corporate governance arrangements.	17. To consider reports from the Head of Shared Assurance of internal audit's performance during the year, including the performance of external provider of internal audit services. These will include: a) Updates on the work of internal audit including key findings of issues of concern and action in hand as a result of internal audit work. b) Regular reports on the results of the Quality Assurance and Improvement Programme. (QAIP) c) Reports on instances where the internal audit function does not conform to the Public Sector Internal Audit Standards and Local Government Application Note, considering whether the non-conformance is significant enough that it must be included in the Annual Governance Statement.	Amended	Partially Compliant	Annual and Interim reports presented to the Governance Committee in June, September and January. The arrangements for and timing of the external assessment of compliance with Public Sector Internal Audit Standards will be agreed in due course and will consist of a peer review by another local Internal Audit provider. The findings will be reported to the Committee. The committee is advised in the Annual Report that the Internal Audit service is compliant with the Public Sector Internal Audit Standards & Local Government Application Note.	Update committee with progress on the QAIP.
To consider internal audit's annual report and opinion, and a summary of internal audit activity (actual and proposed) and the level of assurance it can give over the council's corporate governance arrangements.	18. To consider the Head of Shared Assurance annual report: a) The statement of the level of conformance with the Public Sector Internal Audit Standards and Local Government Application Note and the results of the Quality Assurance and Improvement Programme that supports the statement – these will indicate the reliability of the conclusions. b) The opinion of the overall adequacy and effectiveness of the council's framework of governance, risk management and control together with the summary of the work supporting the opinion – these will assist the committee in reviewing in Annual Governance Statement.	Amended	Compliant	Annual report & opinion presented to the Governance Committee. The committee is advised in the annual report that the Internal Audit service is compliant with the Public Sector Internal Audit Standards & Local Government Application Note.	
Current Terms of Reference	Suggested Terms of Reference	New , Existing or	Current	Details of Compliance	Action

		Amended Requirement	Status		
To consider summaries of internal audit reports.	19. To consider summaries of specific internal audit reports as requested.	Existing	Compliant	Included with interim and annual reports.	
To consider a report from internal audit on agreed recommendations not implemented within a reasonable time scale.	20. To receive reports outlining the action taken where the Head of Shared Assurance has concluded that management has accepted a level of risk that may be unacceptable to the authority or there are concerns about progress with the implementation of agreed actions.	Amended	Compliant	Non implementation of agreed actions reported on an exception basis.	
	21. To contribute to the Quality Assurance and Improvement Programme and in particular, to the external quality assessment of internal audit that takes place at least once every five years.	New	Non compliant	Arrangements for the QAIP have not yet been finalised.	Ensure member involvement with the QAIP.
	22. To consider a report on the effectiveness of internal audit to support the Annual Governance Statement, where required to do so by the Accounts and Audit Regulations.	New	Compliant	Included with the Internal Audit Annual report.	
	23. To support the development of effective communication with the Head of Shared Assurance.	New	Compliant	Arrangements incorporated within the Council's constitution.	
External Audit					
To consider the external auditor's Annual audit letter, relevant reports, and the report to those charged with governance, within the scope of the Committee's role.	24 To consider the external auditor's annual letter, relevant reports, and the report to those charged with governance.	Existing	Compliant	Reports presented to committee.	
To consider specific reports of the external auditor, within the scope of the Committee's role.	25 To consider specific reports as agreed with the external auditor.	Existing	Compliant	Reports presented to committee.	
To comment on the scope and depth of external audit work and to ensure it gives value for money.	26 To comment on the scope and depth of external audit work and to ensure it gives value for money.	Existing	Compliant	Reports presented to committee.	
To commission work from internal and external audit, as appropriate.	27 To commission work from internal and external audit.	Existing	Compliant	As & when required.	
	28. To advise and recommend on the effectiveness of relationships between external and internal audit and other inspection agencies or relevant bodies.	New	Compliant	Arrangements incorporated within the Council's constitution & included within Internal Audit Annual report.	
Current Terms of Reference	Suggested Terms of Reference	New , Existing or	Current	Details of Compliance	Action

		Amended Requirement	Status		
Financial Reporting					
To review and approve the annual statement of accounts. Specifically, to consider whether appropriate accounting policies have been followed and whether there are concerns arising from the financial statements or from the audit that need to be brought to the attention of the council.	29. To review the Annual statement of accounts. Specifically, to consider whether appropriate accounting policies have been followed and whether there are concerns arising from the financial statements or from the audit that need to be brought to the attention of the council.	Existing	Compliant	Reports presented to Committee.	
To consider the external auditor's reports to those charged with governance on issues arising from the audit of the accounts and related matters.	30. To consider the external auditor's report to those charged with governance on issues arising from the audit of the accounts	Existing	Compliant	Reports presented to Committee.	
Accountability arrangements					
	31. To report to those charged with governance on the committee's findings, conclusions and recommendations concerning the adequacy and effectiveness of their governance, risk management and internal control frameworks; financial reporting arrangements, and internal and external audit functions.	New	Compliant	Report produced to full council on a regular basis.	
South Ribble Borough Council specific requirements					
To maintain an overview of the council's constitution, including the standing orders for contracts and financial regulations and to make recommendations for change to Cabinet.		Existing			Requirements to be retained.
To consider the council's compliance with its own and other published standards and controls.		Existing			Requirements to be retained.
To regularly review the financial management arrangements to ensure that they remain 'fit for purpose', and keep the effectiveness of the financial services function under review.		Existing			Requirements to be retained.
To regularly review the financial performance of the Council.		Existing			Requirements to be retained.

To liaise with the Audit Commission over the appointment of the council's external auditor.		Removed			
---	--	---------	--	--	--

Governance Committee Knowledge & Skills

Assessment scores:

N/A = not applicable

1 = hardly ever/ poor

3 = most of the time/ satisfactory

2 = occasionally/ inadequate

4 = all of the time/ good

	N/A	1	2	3	4
Core Areas of Knowledge & Skills					
1. Organisational knowledge					
Members have an overview of the governance structures of the authority and decision making process.	<input type="checkbox"/>				
Members have knowledge of the organisational objectives and major functions of the authority.					
2. Governance Committee role and functions					
Members have an understanding of the committee's role and place within the governance structures. Members are familiar with the committee's terms of reference and accountability arrangements.	<input type="checkbox"/>				
Members have knowledge of the purpose and role of the Governance Committee.					
3. Governance					
Members have knowledge of the six principles of the CIPFA/Solace Good Governance Framework and the requirements of the Annual Governance Statement (AGS).	<input type="checkbox"/>				
Members have knowledge of the local code of governance.					
4. Internal Audit					
Members are aware of the key principles of the Public Sector Internal Audit Standards and the Local Government Application Note.	<input type="checkbox"/>				
Members have knowledge of the arrangements for the delivery of the internal audit service in the authority and how the role of the Head of Shared Assurance is fulfilled.					
5. Financial management and accounting					
Members have an awareness of the financial statements that a local authority must produce and the principles it must follow to produce them.	<input type="checkbox"/>				
Members have an understanding of good financial management principles and knowledge of how the organisation meets the requirements of the role of the Chief Financial Officer, as required by the CIPFA Statement on the Role of the Chief Financial Officer in Local Government.					
6. External Audit					
Members have knowledge of the role and functions of the external auditor and who currently undertakes this role. Members have knowledge of the key reports and assurances that external audit will provide.	<input type="checkbox"/>				
Members know about the arrangements for the appointment of auditors and quality monitoring undertaken.					

	N/A	1	2	3	4
Core Areas of Knowledge & Skills					
7. Risk management					
Members have an understanding of the principles of risk management, including linkage to good governance and decision making. Members have knowledge of the risk management policy and strategy of the organisation. Members have an understanding of risk governance arrangements, including the role of members and the Governance Committee.	<input type="checkbox"/>				
8. Counter-fraud					
Members have an understanding of the main areas of fraud risk the organisation is exposed to. Members have knowledge of the principles of good fraud risk management practice and knowledge of the organisation's arrangements for tackling fraud.	<input type="checkbox"/>				
9. Values of good governance					
Members have knowledge of the seven Principles of Public Life. Knowledge of the authority's key arrangements to uphold ethical standards for both members and staff and knowledge of the whistleblowing arrangements in the authority.	<input type="checkbox"/>				
10. Treasury Management					
Members are aware of the assessment tool for reviewing the arrangements "Effective Scrutiny of Treasury Management" The key areas of knowledge are: regulatory requirements; treasury risks; the organisation's treasury management strategy; the organisation's policies and procedures in relation to treasury management.	<input type="checkbox"/>				
11. Strategic thinking & understanding of materiality					
Members are able to focus on material issues and overall position rather than being side tracked by detail.	<input type="checkbox"/>				
12. Questioning and constructive challenge					
Members are able to frame questions that draw relevant facts and explanations. Members are challenging performance and seeking explanations while avoiding hostility or grandstanding.	<input type="checkbox"/>				
13. Focus on improvement					
Members ensure there is a clear plan of action and allocation of responsibility.	<input type="checkbox"/>				

	N/A	1	2	3	4
Core Areas of Knowledge & Skills					
14. Ability to balance practicality against theory Members are able to understand the practical implications of recommendations to understand how they might work in practice.	<input type="checkbox"/>				
15. Clear Communications skills and focus on the needs of users Members support the use of plain English in communications, avoiding jargon and acronyms etc.	<input type="checkbox"/>				
16. Objectivity Members evaluate information on the basis of evidence presented and avoiding bias or subjectivity.	<input type="checkbox"/>				