

| Audit and Governance Committee Constitution |   | Report   | May  | June   | July   | September  | October                             | November   | January   | March   |
|---|---|--|--|--|--|--|-------------------------------------|--|---|---|
| 3.5.9                                       | The purpose of an audit committee is to provide independent assurance on the adequacy of the risk management framework together with the internal control of the financial reporting and annual governance processes.   |  |  |  |  |  |                                     |  |   |   |
| <b>3.5.10</b>                               | <b>Internal Audit</b>   | <b>Internal Audit</b>  |  |  |  |  |                                     |  |   |   |
| a   | To consider the Head of 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.   | Internal Audit Plan and Internal Audit Charter<br>Progress Report on internal audit plan (see part b for timing)<br>Internal Audit Annual Opinion  |  |  | Opinion  |  |                                     |  |   | Internal Audit Plan and Audit Charter                       |
| b   | To consider summaries of specific Internal Audit reports and the main issues arising and seek assurance that action has been taken where necessary.   | Progress Report on internal audit plan   | Progress report  |  |  |  | Progress report                     |  | Progress report                                     | Progress report   |
| c   | To consider reports dealing with the management and performance of the providers of Internal Audit Services.  |  |  |  |  |  |                                     |  |   |   |
| d   | To consider a report from Internal Audit on agreed recommendations not implemented within a reasonable timescale.   | Tracking of internal and external audit recommendations  |  | Tracking Report                                |  |  |                                     | Tracking Report                                  |   |   |
| e   | To be able to call senior officers and appropriate members to account for relevant issues within the remit of the Committee.  | No specific activity required as part of normal questioning activity   |  |  |  |  |                                     |  |   |   |
| f   | The Committee will not receive detailed information on investigations relating to individuals. The general governance principles and control issues may be discussed, in confidential session if applicable, at an appropriate time, to protect the identity of individuals and so as not to prejudice any action being taken by the Council. | Progress Report on internal audit plan (see part b for timing)   |  |  |  |  |                                     |  |   |   |
| <b>3.5.11</b>                               | <b>External Audit</b>   | <b>External Audit</b>  |  |  |  |  |                                     |  |   |   |
| a   | Review and agree the External Auditors annual plan, including the annual audit Fee and annual letter and receive regular update reports on progress.  | Annual audit fee letter<br>External Audit progress update (see part b for timing)<br>Tracking of internal and external audit recommendations (see part 3.5.10d for timing)<br><del>Annual Audit Letter</del> Auditor's Annual Report<br>External Audit Annual Plan | Auditor's Annual Report  | External Audit Plan (including indicative fee) |  |  |                                     | Auditor's Annual Report                          | External Audit Plan                                 |   |
| b   | To consider specific reports from the External Auditor.   | External Audit progress update   | Progress Report  |  |  |  |                                     |  | Progress Report                                     | Progress Report   |
| c   | To meet privately with the External Auditor once a year if required.  | Not required to be scheduled on work programme   |  |  |  |  |                                     |  |   |   |
| d   | To comment on the scope and depth of external audit work and to ensure it gives value for money.  | No specific activity required as part of normal questioning activity   |  |  |  |  |                                     |  |   |   |
| e   | To recommend appointment of the council's local (external) auditor.   |  |  |  |  |  |                                     |  |   |   |
| f   | Ensure that there are effective relationships between external and internal audit that the value of the combined internal and external audit process is maximised.  | No specific activity required as part of normal questioning activity. External Audit can place limited reliance on Internal Audit Work.  |  |  |  |  |                                     |  |   |   |
| <b>3.5.12</b>                               | <b>Governance</b>   |  |  |  |  |  |                                     |  |   |   |
| a   | To maintain an overview of the council's Constitution, conduct a biennial review and recommend any changes to council other than changes to the contract procedure rules, finance procedure rules which have been delegated to the committee for adoption.  | Accounting Policy Update<br>Contract and Finance Procedure Rules<br>Re-thinking Governance   | Re-thinking governance report  |  | Accounting Policy Update (if required)<br>Contract and Financial Procedure Rules |  | Re-presentation of the Constitution |  |   |   |
| b   | To monitor the effective development and operation of risk management and corporate governance in the council.  | Work programme<br>Corporate Risk Register  | Work programme<br>Corporate Risk Register (update received in April) | Work programme                                 | Work programme   | Work programme                                     | Work programme                      | Work programme                                   | Work programme                                      | Work programme  |
| c   | To maintain an overview and agree changes to the council policies on whistleblowing and the 'Anti-fraud and corruption strategy'.   | Whistleblowing policy<br>Anti-fraud & corruption strategy  | Anti-fraud update as part of internal audit progress report          | Anti-fraud, bribery and corruption policy      |  |  |                                     | Whistleblowing                                   | Annual update on anti-fraud, bribery and corruption | Anti-fraud update as part of internal audit progress report |
| d   | To oversee the production of the authority's Statement on Internal Control and to recommend its adoption.   | Statement of Accounts  |  |  | Statement of Accounts  |  |                                     |  |   |   |
| e   | To annually conduct a review of the effectiveness of the council's governance process and system of internal control which will inform the Annual Governance statement.   | Annual Governance Statement  |  |  | Draft AGS to be rescheduled (date to be confirmed)                               | Final AGS to be rescheduled (date to be confirmed) | →                                   |  |   |   |
| f   | The council's arrangements for corporate governance and agreeing necessary actions to ensure compliance.  | Annual Governance Statement Progress Report  |  |  |  |  | Progress update                     |  |   | Progress update   |
| g   | To annually review the council's information governance requirements.   | Information Governance Review  |  |  |  |  |                                     | Annual review of information access / governance |   |   |

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|---|---|--|------------------------|------|-----------------------|-------------------------------|---------|----------|-------------------------------|-------|
| h   | To agree the annual governance statement (which includes an annual review of the effectiveness of partnership arrangements together with monitoring officer, s151 officer, caldicott guardian and equality and compliance manager reviews).   | Annual Governance Statement<br>Annual Governance Statement Progress Report |                        |      |                       |                               |         |          |                               |       |
| i   | To adopt an audit and governance code.  |  |                        |      |                       |                               |         |          |                               |       |
| j   | To undertake community governance reviews and to make recommendations to Council.   | On an ad hoc basis only  |                        |      |                       |                               |         |          |                               |       |
| 3.5.13                                      | <b>Waste Contract</b>   |  |                        |      |                       |                               |         |          |                               |       |
| a   | To review, in conjunction with external advisers advising the council as lender, the risks being borne as a result of the funding provided by the council to Mercia Waste Management Ltd and consider whether the risks being borne by the council, as lender, are reasonable and appropriate having regard to the risks typically assumed by long term senior funders to waste projects in the United Kingdom and best banking practice.   | Energy from Waste Loan Update  |                        |      |                       | Energy from Waste Loan Update |         |          |                               |       |
| b   | To monitor the administration of the loan to the waste project in line with best banking practice having regard to any such external advice, including the terms of any waivers or amendments which may be required or are desirable.   | Energy from Waste Loan Update  |                        |      |                       | Energy from Waste Loan Update |         |          |                               |       |
| c   | Consider what steps should be taken to protect the interests of the council as lender in the event of a default or breach of covenant by Mercia Waste Management Ltd, and make recommendations as appropriate to Council, the council's statutory officers or cabinet as appropriate to ensure the appropriate enforcement of security and litigation in relation to the loan to Mercia Waste Management Ltd  | Energy from Waste Loan Update  |                        |      |                       | Energy from Waste Loan Update |         |          |                               |       |
| d   | Consider and recommend appropriate courses of action to protect the position of the council as lender to the waste project:<br>(i) make recommendation as appropriate to Council with regards to its budget and policy framework and the loan to the waste project<br>(ii) generally to take such other steps in relation to the loan within the scope of these terms of reference as the committee considers to be appropriate.  | Energy from Waste Loan Update  |                        |      |                       | Energy from Waste Loan Update |         |          |                               |       |
| 3.5.14                                      | <b>Code of Conduct: To promote and maintain high standards of conduct by members and co-opted members of the Council</b>  |  |                        |      |                       |                               |         |          |                               |       |
| a   | To support Town and Parish Councils within the county to promote and maintain high standards of conduct by members and co-opted members of the Council.   | Annual Code of Conduct Report  |                        |      |                       |                               |         |          | Annual code of conduct report |       |
| b   | To recommend to Council the adoption of a code dealing with the conduct that is expected of members and co-opted members of the Council.  | Part of Re-thinking Governance Review                                      | Re-thinking Governance |      |                       |                               |         |          |                               |       |
| c   | To keep the code of conduct under review and recommend changes/replacement to Council as appropriate.   | Part of Re-thinking Governance Review                                      | Re-thinking Governance |      |                       |                               |         |          |                               |       |
| d   | To publicise the adoption, revision or replacement of the Council's Code of Conduct.  | Part of Re-thinking Governance Review                                      | Re-thinking Governance |      |                       |                               |         |          |                               |       |
| e   | To oversee the process for the recruitment of the Independent Persons and make recommendations to Council for their appointment.  | Recruitment done on an as required basis and not currently scheduled.      |                        |      |                       |                               |         |          |                               |       |
| f   | To annually review overall figures and trends from code of conduct complaints which will include number of upheld complaints by reference to individual councillors within unitary, town and parish councils and when a code of conduct complaint has been upheld by the Monitoring Officer or by the Standards Panel, after the option of any appeal has been concluded, promptly to publish the name of the councillor, the council, the nature of the breach and any recommendation or sanction applied. | Annual Code of Conduct Report  |                        |      |                       |                               |         |          | Annual code of conduct report |       |
| g   | To grant dispensations under Section 33 (2)(b)(d) and (c) Localism Act 2011 or any subsequent amendment.  | On an ad hoc basis only  |                        |      |                       |                               |         |          |                               |       |
| h   | To hear appeals in relation to dispensations granted under section 33 (2)(a) and (c) Localism Act 2011 by the monitoring officer.   | On an ad hoc basis only  |                        |      |                       |                               |         |          |                               |       |
| 3.5.15                                      | <b>Accounts</b>   |  |                        |      |                       |                               |         |          |                               |       |
|   | To review and approve the Statement of Accounts, external auditor's opinion and reports on them and monitor management action in response to the issues raised by external audit.   | Statement of Accounts<br>External Auditor Report                           |                        |      | Statement of Accounts |                               |         |          |                               |       |