

SHIRE OF KOJONUP

Kojonup



Audit & Risk Committee

Minutes

7 August 2024

TERMS OF REFERENCE

AUDIT & RISK COMMITTEE

Established under Section 7.1 of the *Local Government Act 1995 (Act)* - every local government must have an Audit and Risk Committee (ARC).

Terms of Reference

ARC is responsible for assisting and independently advising Council in recommending appropriate actions and controls with regards to audit, risk oversight, governance, finances and systems of internal control.

Its role is to provide oversight related to significant risk exposures and control issues, including fraud risks, governance issues and other matters as necessary or requested by the CEO or Council. This is to ensure the Shire's activities are fully compliant with legislation, regulations, accounting and reporting Standards and that the Shire is executing its responsibility to the community in efficiently utilising their assets.

The ARC is not responsible for the executive management of these functions. The ARC will engage with management in a constructive and professional manner in discharging its advisory responsibilities and formulating its advice to Council.

Duties and Responsibilities:

Members of the ARC are expected to observe the legal and regulatory obligations of the Local Government.

Committee members must not use or disclose information obtained through the ARC except in meeting the ARC's responsibilities, or unless expressly agreed by the President of the Shire.

Committee Members must adhere to the Code of Conduct for Council Members, Committee Members and Candidates and demonstrate behaviour which reflects the Shire's desired culture.

ARC Members are expected to:

1. act in the best interests of the Shire as a whole;
2. apply good analytical skills, objectivity and good judgement;
3. express opinions constructively and openly, raise issues that relate to the ARC's responsibilities and pursue lines of enquiry in relation to the "Risk Controls" the Shire has in place;
4. contribute the time required to meet their responsibilities; and
5. exercise due care, diligence and skill when performing their duties.

Member Duties/Responsibilities:

- Oversee the Shire's risk management, through:
 - a) Biennial review of the Shire's Risk Management Policy;
 - b) Recommending and reviewing the Shire's Risk Appetite Statement in order to recommend the organisation's Risk Tolerance to the Council;
 - c) Reviewing reports on the movement of the Shire's current strategic risks, and the emergence of new strategic risks;
 - d) Overseeing strategic risks which sit outside of the Shire's Risk Appetite ; and
 - e) Monitor and receive reports concerning the development, implementation and on-going management of the Shire's Risk Management Plan and the effectiveness of its Risk Management Framework;
- Overseeing the Shire's processes for managing fraud and corruption, by:
 - a) Performing oversight responsibilities and advising Council;

- b) Enquiring with the CEO and the Office of the Auditor General (OAG) about whether they are aware of any actual, suspected, or alleged fraud or corruption affecting the Shire; and
- c) Reviewing summary reports from the CEO on communication from external parties including regulators that indicate problems in the internal control system or inappropriate management actions.
- Overseeing the Shire’s financial management and legislative compliance, by:
 - a) Reviewing the Shire’s annual Compliance Audit Return and reporting the results of that review to Council, in accordance with the Local Government (Audit) Regulations 1996;
 - b) Receiving and reviewing reports from the CEO regarding the appropriateness and effectiveness of the Shire’s legislative compliance and ensuring any non-compliances are rectified on a timely basis;
 - c) Considering and recommending adoption of the annual financial report to Council;
 - d) Receive and review the biannual reports from the Chief Executive Officer (CEO) regarding the appropriateness and effectiveness of the Shire's risk management, internal controls and legislative compliance and make recommendations to Council; and
 - e) Consider and recommend adoption of the Annual Financial Report to the Council;
- Overseeing the internal audit function, by;
 - a) Assessing and making a recommendation to Council on an Internal Audit Plan to ensure that it comprehensively covers material business risks that may threaten the achievement of strategic objectives and which identifies key risks and control mechanisms;
 - b) Reviewing the quality and timeliness of internal audit reports;
 - c) Monitoring the implementation of internal audit recommendations; and
 - d) Considering the implications of internal audit findings on the organisation, its risks, and controls.
- Fulfilling responsibilities pertaining to external audit, by:
 - a) Reviewing reports from the OAG, including auditor’s reports, closing reports and management letters;
 - b) Reviewing management’s response to OAG findings and recommendations;
 - c) Monitoring the implementation of recommendations from external audits;
 - d) Reviewing results of relevant OAG audit reports and better practice publications for guidance on good practices, including any assessment by the CEO; and
 - e) Examine the reports of the auditor after receiving a report from the CEO on the matters and:
 - a. determine if any matters raised require action to be taken by the Shire; and
 - b. ensure that appropriate action is taken in respect of those matters.

Seek information or obtain expert advice through the CEO on matters of concern within the scope of the Committee’s terms of reference following authorisation from the Council.

Membership

Four (4) Councillors; and
Two (2) Community Members

Supporting Team Members

Manager Financial & Corporate Services
Governance & Rates Officer
Chief Executive Officer or delegated nominee

Meetings

Quarterly for ordinary meetings and as required related to audit functions.

Open to Public: No

Voting: Voting is in accordance with Section 5.21 of the *Act*.

Confidentiality: All Committee members will be required to adhere to the Shire's confidentiality requirements as per the Code of Conduct for Council Members, Committee Members and Candidates.

Conduct of Meetings: ARC Meetings will be held in accordance with the *Act*, subsidiary legislation, and the Shire's Standing Orders.

Committee Sitting Fees and Reimbursements

The Shire is prohibited under Section 5.98-5.99 of the *Act*, and Regulation 30 of the Local Government (Administration) Regulations 1996, to pay a council member a fee for attending the ARC.

Currently, the Shire is prohibited from remunerating independent committee members; however, reimbursement of approved expenses for independent members may be paid to each independent external member in accordance with Section 5.100 of the *Act*.

The rules regarding remuneration for independent committee members are currently under review as part of the Local Government Reforms (2023). These guidelines are subject to any legislation changes.

MINUTES OF AN AUDIT AND RISK COMMITTEE MEETING
HELD ON 7 AUGUST 2024

TABLE OF CONTENTS

1	DECLARATION OF OPENING	6
2	ATTENDANCE, APOLOGIES & LEAVE OF ABSENCE	6
3	SUMMARY OF RESPONSE TO PREVIOUS QUESTIONS TAKEN ON NOTICE	6
4	CONFIRMATION OF MINUTES	6
5	BUSINESS ARISING	6
6	DECLARATIONS OF INTEREST	6
7	SENIOR MANAGEMENT TEAM DISCUSSION	7
8	COMMITTEE TIMETABLE	7
9	COMMITTEE STATUS REPORT	8
10	SUMMARY OF RISK MANAGEMENT	9
11	OFFICER REPORTS	9
12	CEO UPDATES	9
13	OTHER ITEMS FOR DISCUSSION OR FURTHER RESEARCH AS RAISED BY MEMBERS	9
14	NEXT MEETING	9
15	CLOSURE	9

MINUTES

1 **DECLARATION OF OPENING**

The Chairman will declare the meeting open at 9.01am and alert the meeting of the procedures for emergencies including evacuation, designated exits and muster points.

2 **ATTENDANCE, APOLOGIES & LEAVE OF ABSENCE**

MEMBERS

Cr Roger Bilney	Member (Chairperson)
Cr Kerryn Mickle	Member
Jill Mathwin	Community Member

STAFF (OBSERVERS)

Grant Thompson	Chief Executive Officer
Tonya Pearce	Rates & Governance Officer
Dwayne Lottering	Property Services and Natural Resource Manager

APOLOGIES

Cr Paul Webb	Member
Cr Mick Mathwin	Member
Cathrine Ivey	Community Member

3 **SUMMARY OF RESPONSE TO PREVIOUS QUESTIONS TAKEN ON NOTICE**

Nil

4 **CONFIRMATION OF MINUTES**

Audit & Risk Committee Meeting held 7 May 2024 ([Attachment 4.1](#))

OFFICER RECOMMENDATION/COMMITTEE DECISION

9AR Moved J Mathwin Seconded Cr Mickle

That the minutes of the Audit & Risk Committee Meeting held on 7 May 2024 be confirmed as a true and accurate record.

CARRIED 3/0

For: Cr Bilney, Cr Mickle, J Mathwin

5 **BUSINESS ARISING**

Nil

6 **DECLARATIONS OF INTEREST**

Nil

7 SENIOR MANAGEMENT TEAM DISCUSSION

In accordance with the Financial Management Review adopted in February 2019, one senior manager will attend the Audit & Risk Committee on a rotational basis to discuss the following:

- Update on Manager's areas of responsibility and current projects/issues;
- Questions on Notice from the Audit and Risk Committee;
- Management's own recommendations for improvement in key areas.

Dwayne Lottering introduced himself and briefed the Committee on his role as the Property Services and Natural Resource Manager.

Dwayne Lottering Left the meeting at 9.20am

8 COMMITTEE TIMETABLE

As a guide and subject to availability, each Audit & Risk Committee agenda will contain the following (list to be expanded at the suggestion of members):

1st Quarter (January – March)

- Committee Status Report
- Compliance Audit Return
- Summary of Risk Management
- Volunteer Management
- Leave Provision Adequacy

2nd Quarter (April – June)

- Committee Status Report
- Summary of Risk Management
- Business Continuity Plan Review

3rd Quarter (July – September)

- Committee Status Report
- Interim Audit Report
- Summary of Risk Management
- Insurance Overview

4th Quarter (October – December)

- Committee Status Report
- Audit Report & Management Letter
- Annual Financial Report
- Annual Report
- Financial Management Review (each 3 years – 2021, 2024...)
- Risk, Legal Compliance & Internal Controls review (each 3 years – 2021, 2024...)
- Summary of Risk Management

The above list will remain at the commencement of each Committee agenda to act as a timetable and enable members to add to the items to be considered.

9 COMMITTEE STATUS REPORT

Date	Item Number & Title	Issue	Response	Status
2 November 2022	10.1 – Risk Management Update	Risk Management Framework, Risk Register and Key Organisational Risks Review.	To progress by September 2023	To be commenced
2 November 2022	11.2 – Financial Management Review	The recommendations and observations raised within the Report be reported back to the Audit and Risk Committee for monitoring.	FMR adopted by Council, issues currently being addressed by Manager Financial & Corporate Services	Ongoing
5 September 2023	Information Request	Roger House - Netball Courts costing (1/2 grant funded) figures – CEO/MFCS	CEO Updated Council on the costs	Completed
5 September 2023	Information Request	Cr P Webb - List of vehicles containing trackers – CEO		Present Next Meeting
5 September 2023	13.1 - Information Request	CEO and MFCS to look into feasibility of reduction in insurance premiums if the Shire was to increase insurance excesses	Requested with Insurer, assessing impact, not a straight correlation. MFCS to update ARC at next meeting	Commenced, status verified verbally from LGIS
5 September 2023	Documentation	New Organisational Workforce Structure – CEO	To be forwarded to Committee members after announcement of same	Completed, Workforce Plan to Council
6 February 2024	10.1 – Risk Dashboard Report	Boscabel Hall	MRS – check if people camping in grounds, arrange Boscabel Hall playground check.	Not started.
6 February 2024	11.3 – Volunteers insurance	Volunteers insurance	CEO to research.	Pending

10 **SUMMARY OF RISK MANAGEMENT**

10.1 **RISK MANAGEMENT UPDATE**

Please refer to the following attachments:

- 10.1.1 Risk Dashboard Report – August 2024
- 10.1.2 Risk Actions Report – August 2024

11 **OFFICER REPORTS**

12 **CEO UPDATES**

- 12.1 Springhaven Major Transaction Update – Business Plan, Business Sale Agreement, Lease Agreements.
- 12.2 Netball Court Project Review Update – CEO presented findings.

13 **OTHER ITEMS FOR DISCUSSION OR FURTHER RESEARCH AS RAISED BY MEMBERS**

COMMITTEE RECOMMENDATION/DECISION

Moved Cr Mickle Seconded J Mathwin

The Audit & Risk Committee recommend that the lessons learnt from the sports precinct project and the recommended improvements for new projects be presented to Council at the next briefing session.

CARRIED 3/0

For: Cr Bilney, Cr Mickle, J Mathwin

14 **NEXT MEETING**

The next meeting of the Audit and Risk Committee is scheduled to be held on 5 November 2024 at 9:00am.

15 **CLOSURE**

There being no further business to discuss, the Chairperson thanked members for their attendance and declared the meeting closed at 11.10am.

ATTACHMENTS (SEPARATE)

4.1 – Unconfirmed Audit & Risk Committee Minutes 7 May 2024

10.1.1 - Risk Dashboard Report – August 2024

10.1.2 - Risk Actions Report – August 2024

UNCONFIRMED