

# Internal Audit

## Policy | Integrated Risk Management

To provide independent, objective assurance and monitoring designed to add value and identify opportunities to improve Singleton Council's operations

<b>Policy No:</b>	POL/1019	<b>Version:</b>	7
<b>Service Unit:</b>	Integrated Risk Management		
<b>Responsible Officer:</b>	Manager Integrated Risk		
<b>Responsible Director:</b>	Director Corporate & Community Services		
<b>Authorisation Date:</b>	18 May 2020	<b>Review Date:</b>	18 May 2022
<b>Minute No:</b>	62/20		

### Printing Disclaimer

If you are viewing a printed copy of this document it may not be current. Printed copies of this document are not controlled.

Before utilising a printed copy of this document, verify that it is the most current version by referencing Council's intranet.

## Table of Contents

<b>1</b>	<b>Background.....</b>	<b>3</b>
1.1	Title of the Policy and Commencement Date.....	3
1.2	Purpose of the Policy .....	3
<b>2</b>	<b>Objective .....</b>	<b>3</b>
2.1	Objectives and Coverage of the Policy .....	3
<b>3</b>	<b>Application .....</b>	<b>3</b>
3.1	Application of this Policy .....	3
<b>4</b>	<b>Definitions .....</b>	<b>4</b>
<b>5</b>	<b>Principles/Body .....</b>	<b>4</b>
5.1	Procedural Statement.....	4
5.2	Scope of Work of the Internal Auditor .....	5
5.3	Internal Audit Methodology .....	5
5.4	Operating Principles.....	5
<b>6</b>	<b>Relevant Legislation.....</b>	<b>6</b>
<b>7</b>	<b>Document Information .....</b>	<b>6</b>
7.1	Related Documents.....	6
<b>8</b>	<b>Responsible Officer / Policy Owner .....</b>	<b>6</b>
<b>9</b>	<b>Responsibilities .....</b>	<b>6</b>
<b>10</b>	<b>Approval.....</b>	<b>7</b>
<b>11</b>	<b>Monitoring .....</b>	<b>7</b>
<b>12</b>	<b>Review Date .....</b>	<b>7</b>
<b>13</b>	<b>Last Review Date .....</b>	<b>7</b>
<b>14</b>	<b>Record Keeping, Confidentiality and Privacy .....</b>	<b>7</b>
<b>15</b>	<b>Breaches and Sanctions .....</b>	<b>7</b>
	<b>Appendix A - Audit, Risk and Improvement Committee Terms of Reference.....</b>	<b>8</b>



# 1 Background

## 1.1 Title of the Policy and Commencement Date

The Internal Audit Policy takes effect from 18 May 2020.

## 1.2 Purpose of the Policy

The purpose of internal auditing is to provide an independent, objective assurance and consulting activity designed to add value and drive the qualities of effective local government. It helps Council to accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control and governance processes.

Although there is no specific requirement under the *Local Government Act, 1993* for internal audit in local councils, the Division of Local Government has issued Internal Audit Guidelines under Section 23A of the Act and a draft Risk Management and Internal Audit Framework for Local Councils in NSW based on Section 428A of the Act (yet to be proclaimed). These guidelines propose oversight of council systems and processes through an Audit, Risk and Improvement Committee. The combination of an effective audit committee and internal audit function provides a formal means by which Councillors can obtain assurances that the internal controls risk management framework are working effectively.

# 2 Objective

## 2.1 Objectives and Coverage of the Policy

The objectives of this policy are to:

- support good internal governance
- improve the effectiveness of risk management, control and governance processes
- ensure consistency with other levels of government
- instil public confidence in Council's ability to operate effectively.

The internal audit function provides assurance and assists the General Manager, management and the Council in the effective discharge of their responsibilities by furnishing them with analyses, appraisals, recommendations, counsel, reports and information concerning the activities reviewed and by promoting effective internal controls.

# 3 Application

## 3.1 Application of this Policy

This policy applies to all aspects of Council's operations, activities, programs and procedures. The Internal Auditor reports administratively to the General Manager and functionally to the Audit, Risk and Improvement Committee. The Audit, Risk and Improvement Committee in turn reports to Council.



## 4 Definitions

For the purposes of this policy:

Term	Meaning
Audit, Risk & Improvement Committee	The committee providing Council with independent oversight, objective assurance and monitoring of Council's audit processes, internal controls, external reporting, risk management activities, compliance of and with Council policies and procedures and performance improvement activities.
Internal audit	An independent, objective assurance and consulting activity designed to add value and improve an organisation's operations
Risk management	The culture, processes and structures that are directed towards the effective management of potential opportunities and adverse effects.

## 5 Principles/Body

### 5.1 Procedural Statement

Singleton Council will establish and maintain an Audit, Risk and Improvement Committee to help Council achieve its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control and governance processes. Council's Director Organisation and Community Capacity will undertake the role of Chief Audit Executive.

This policy will facilitate the engagement of a suitably qualified Internal Auditor through the tender process while the Singleton Council Strategic Internal Audit Plan is the enabling document for this policy.

In addition, this policy gives the following authority to any individual formally acting as the Internal Auditor for Council:

*Authority is vested in the Internal Auditor to enable the internal audit function to be performed efficiently, conveniently and to the satisfaction of the Internal Auditor with every assistance from officers and employees of the Council.*

The role of the Audit, Risk and Improvement Committee is to be in accordance with the *Singleton Council Audit, Risk and Improvement Committee Terms of Reference* (Appendix A).



## 5.2 Scope of Work of the Internal Auditor

The scope of services provided by the Internal Auditor will encompass examination and evaluation of:

- the adequacy and effectiveness of systems of internal control, risk management, governance, business improvement and the status of ethical behaviour
- conformity with the goals and objectives of Singleton Council
- reliability and integrity of financial and operational information
- effectiveness and efficiency of operations and resource usage
- safeguarding of assets
- compliance with laws, regulations, policies, procedures and contracts
- adequacy and effectiveness of the risk management framework.
- any special investigations as directed by the Audit, Risk and Improvement Committee or General Manager
- all activities of Singleton Council, whether financial or non-financial, manual or computerised

The scope of work may include:

- **Assurance Services** – objective examination of evidence for the purpose of providing an independent assessment on Council's risk management, control, governance or business improvement processes. Examples may include financial, performance, operational, compliance, system security, and due diligence engagements.
- **Consulting Services** – advisory and related activities, the nature and scope of which are intended to add value and improve Council's governance, risk management, and control processes without the Internal Auditor assuming management responsibility. Examples include counsel, advice, facilitation and training.

## 5.3 Internal Audit Methodology

In consultation with the Chief Audit Executive, the Internal Auditor will use the most appropriate methodology for each internal audit engagement, depending on the nature of the activity and the pre-determined parameters for the engagement. Generally, internal audits will include:

- planning
- reviewing and assessing risks in the context of the audit objectives
- examining and evaluating information
- communicating results
- following up on implementation of audit recommendations.

## 5.4 Operating Principles

The Internal Auditor will conform with:

- the Standards and Code of Ethics issued by the Institute of Internal Auditors
- where relevant, the Statement on Information Systems Auditing Standards issued by the Information Systems and Control Association
- relevant auditing standards issued by the Auditing and Assurance Standards Board.



## 6 Relevant Legislation

*Local Government Act, 1993 (NSW)*

## 7 Document Information

Related documents and reference information in this section provides a single reference point to develop and maintain site compliance information.

### 7.1 Related Documents

Related documents, listed in **Table 7-1** below, are internal documents directly related to or referenced from this document.

Number	Title
POL/9008.3	Integrated Risk Management Policy
19/19837	Integrated Risk Management Plan 2019 - 2022
POL/1011.8	Code of Conduct
POL/6007.1	Fraud Prevention Policy
POL/6001.3	Procurement Policy
20/7994	Audit, Risk and Improvement Committee Terms of Reference (draft)
20/7920	Internal Audit Plan 2019 - 2022

Table 7-1 – Related documents

## 8 Responsible Officer / Policy Owner

Ownership of this policy rests with the Manager Integrated Risk.

## 9 Responsibilities

Parties or Persons	Responsibilities
Elected Council	<ul style="list-style-type: none"> <li>Consider the annual assurance report from the Audit, Risk and Improvement Committee</li> <li>Assign administrative responsibility for internal audit to the General Manager and include this in their employment contract and performance reviews</li> </ul>
General Manager	<ul style="list-style-type: none"> <li>Appoint a Chief Audit Executive</li> <li>Attend meetings of the Audit, Risk and Improvement Committee</li> </ul>
Chief Audit Executive	<ul style="list-style-type: none"> <li>Oversee Council's internal audit activities in consultation with the Audit, Risk and Improvement Committee</li> <li>Develop a four year strategic plan to guide Council's longer term internal audits in consultation with Council, the General Manager and Leadership Team</li> <li>Develop an annual risk-based internal audit work plan based on the strategic plan</li> </ul>



	<ul style="list-style-type: none"> <li>• Report internal audit findings and recommendations to the Audit, Risk and Improvement Committee</li> <li>• Attend meetings of the Audit, Risk and Improvement Committee</li> </ul>
Manager Integrated Risk	<ul style="list-style-type: none"> <li>• Under the direction of the Chief Audit Executive and the Audit, Risk and Improvement Committee, coordinate the Internal Audit function through engagement of a suitably qualified Internal Auditor</li> </ul>
Audit, Risk and Improvement Committee	<ul style="list-style-type: none"> <li>• Fulfil the responsibilities as detailed in the Singleton Council Audit, Risk and Improvement Committee Terms of Reference (Appendix A).</li> </ul>

## 10 Approval

As per cover sheet.

## 11 Monitoring

This policy will be monitored by the Manager Integrated Risk to ensure compliance.

## 12 Review Date

This policy, once adopted, is to remain in force until it is reviewed by Council. This policy is to be reviewed approximately every two (2) years to ensure that it meets legislative requirements.

## 13 Last Review Date

This policy was last reviewed in April 2018.

## 14 Record Keeping, Confidentiality and Privacy

This policy is to be made available for public viewing as required under the *Government Information (Public Access) 2009, NSW*.

## 15 Breaches and Sanctions

Any breaches of this Policy will be referred to the General Manager for appropriate action.



# Appendix A - Audit, Risk and Improvement Committee Terms of Reference

## Terms of Reference

### Singleton Council Audit, Risk and Improvement Committee

(Adopted by Council 18 May 2020)

#### 1. Establishment

The Audit, Risk and Improvement Committee (“Committee”) has an important role in the governance framework of Council by providing Council with independent oversight, objective assurance and monitoring of Council’s audit processes, internal controls, external reporting, risk management activities, compliance of and with Council’s policies and procedures, and performance improvement activities.

This Terms of Reference, which is based on the guidelines issued by the Chief Executive of the Office of Local Government pursuant to s. 23A of the *Local Government Act 1993* (“the Act”) and is consistent with best practice, is intended to add value and drive the qualities of effective local government; being openness, transparency and accountability. Amendments to the Act in 2016 will require Council to have an Audit, Risk and Improvement Committee (s. 428A, yet to be proclaimed).

The General Manager will ensure that adequate resources are available to allow for the proper functioning of the Committee, including appointment of a Chief Audit Executive and provision of administrative support. The Committee may also, at Council’s expense, request the General Manager to obtain such legal, accounting or other professional advice as it reasonably considers necessary for the performance of its duties. The General Manager will give appropriate consideration to all such requests.

#### 2. Authority

The Committee is established in accordance with Council’s authority granted by s. 355(d) of the Act. The Committee has no executive powers, except those expressly provided by the Council. In carrying out its responsibilities, the Committee must at all times recognise that primary responsibility for management of Council rests with the Council and the General Manager as defined by the Act.

The Council authorises the Committee as a whole (but not individual members of the Committee) within the scope of its role and responsibilities, to:

- Obtain any information it needs from any employee or external party (subject to their legal obligations to protect information).
- Discuss any matters with the Auditor-General and/or external auditor and/or other external parties (subject to confidentiality considerations).
- Request the attendance of any employee or councillor at Committee meetings.

This Terms of Reference should be reviewed and adopted at least once by each term of Council at an open meeting of Council.

The Audit, Risk and Improvement Committee is to provide an advisory and assurance role only, and is to have no administrative function, delegated financial responsibility or any management functions.



### 3. Functions and Responsibilities

In carrying out its responsibilities, the Committee must at all times recognise that primary responsibility for financial and other reporting, for internal controls, for compliance with laws, for ethical behaviour, for the management of Council, for risk management and for organisational improvements, rests with the elected Council and the General Manager in accordance with the Act.

Members of the Committee must not act in a way that contravenes the Act (which includes compliance with Council's adopted Code of Conduct and Code of Meeting Practice) or any other Act. Members of the Committee are also required to comply with other relevant policies and procedures of the Council.

The objective of the Committee is to continuously review and provide independent advice to the General Manager and Council about:

- whether the council is complying with all necessary legislation
- the adequacy and effectiveness of the council's risk management framework, fraud and corruption prevention activities, financial management processes, and the council's financial position and performance
- the council's governance arrangements
- the achievement of the goals set out in the council's community strategic plan, delivery program, operational plan and other strategies
- how the council delivers local services and how to improve the council's performance of its functions more generally
- the collection of performance measurement data by the council, and
- any other matters prescribed by the *Local Government (General) Regulation 2005* (ie internal audit).



Specifically, the Committee has the responsibilities detailed below.

Issue (s. 428A)	Committee’s role and responsibilities
<b>AUDIT</b>	<p>Internal audit</p> <p>Advisory:</p> <ul style="list-style-type: none"> <li>• providing overall strategic and executive direction for internal audit activities</li> <li>• advising the general manager and governing body of the council of the resources necessary to successfully deliver the internal audit function</li> <li>• assessing the adequacy and effectiveness of council’s internal audit activities</li> <li>• acting as a forum for communication between the governing body, general manager, senior management, the internal audit function and external audit</li> <li>• overseeing the coordination of audit programs conducted by internal and external audit and other review functions, and</li> <li>• ensuring the council achieves maximum value from its internal audit activities.</li> </ul> <p>Review:</p> <ul style="list-style-type: none"> <li>• the appropriateness of council’s Internal Audit Charter, internal audit policies and procedures</li> <li>• audit/risk methodologies used</li> <li>• the findings/recommendations of internal audit activities, particularly recommendations that have been assessed as the most significant according to the risk to the council if they are not implemented</li> <li>• the effectiveness of corrective actions implemented</li> <li>• compliance with statutory requirements</li> <li>• the performance of the Chief Audit Executive and the internal audit function as part of the council’s internal audit quality improvement program</li> <li>• the findings of any external reviews of the internal audit function</li> </ul> <p>Endorsement of:</p> <ul style="list-style-type: none"> <li>• the council’s Internal Audit Charter, internal audit strategic four-year plan and annual work plan, and</li> <li>• the appointment and remuneration of the Chief Audit Executive</li> </ul>
	<p>External audit</p> <p>Advisory:</p> <ul style="list-style-type: none"> <li>• acting as a forum for communication on external audit issues, and</li> <li>• advising on the findings of external audits and monitoring the implementation by the council of any recommendations for corrective action.</li> </ul>
<b>RISK</b>	<p>Risk management</p> <p>Advisory – advising whether:</p> <ul style="list-style-type: none"> <li>• the council has provided sufficient resources for risk management and staff are able to carry out their risk management responsibilities</li> <li>• the council’s risk management framework complies with current Australian risk management standards</li> <li>• the council’s risk management framework operates effectively and supports the achievement of council’s strategic goals and objectives</li> </ul>



		<ul style="list-style-type: none"> <li>• management has embedded a positive risk management culture</li> <li>• risk management is fully integrated into all aspects of the council, including decision-making processes and operations</li> <li>• risks are formally considered when developing and implementing all council policies, programs, projects and other activities, including procurement</li> <li>• major risks have been identified and assessed by the council and appropriate risk treatments have been implemented that reflect council’s risk criteria</li> <li>• risk information is captured and communicated in a timely manner across the council, enabling management and staff to carry out their responsibilities</li> <li>• there are council-specific, fit-for-purpose tools, systems and processes to help all those responsible for managing risk to fulfil their responsibilities, and</li> <li>• the council’s risk management policies, procedures and plans are being complied with.</li> </ul> <p>Review the appropriateness and effectiveness of the council’s:</p> <ul style="list-style-type: none"> <li>• risk criteria</li> <li>• internal control framework</li> <li>• risk register and risk profile</li> <li>• risk reports</li> <li>• risk management framework in relation to its insurance arrangements, and</li> <li>• business continuity plans and natural disaster plans (including periodic testing).</li> </ul> <p>Endorsement of:</p> <ul style="list-style-type: none"> <li>• the council’s risk management policy, risk management plan and risk criteria prior to their approval by the governing body of the council, and</li> <li>• the council’s risk profile and risk register/s prior to their approval by the general manager.</li> </ul>
	<p>Control framework</p>	<p>Providing independent assurance on the following internal controls implemented by the council to manage specific categories of risk:</p> <p>The council’s compliance framework - advising whether:</p> <ul style="list-style-type: none"> <li>• management has embedded a culture which is committed to lawful and ethical behaviour</li> <li>• the council has in place necessary policies and procedures and that these are periodically reviewed and updated</li> <li>• the council is complying with all necessary legislation, regulations, policies and procedures</li> <li>• management has appropriately considered all legal and compliance risks as part of the council’s risk assessment and management arrangements</li> <li>• delegations are properly managed and exercised, and</li> <li>• the council’s system for monitoring compliance is effective</li> </ul> <p>The council’s fraud and corruption framework - advising whether the:</p> <ul style="list-style-type: none"> <li>• council’s fraud and corruption prevention plan and activities are adequate and effective, and</li> <li>• council has appropriate processes and systems in place to capture and effectively investigate fraud-related information</li> </ul>



		<p>The council’s financial management and external accountability framework – including:</p> <ul style="list-style-type: none"> <li>• advising whether the council’s financial management processes are adequate</li> <li>• assessing the policies and procedures for council management’s review and consideration of the council’s current and future financial position and performance and the nature of that review (including the approach taken to addressing variances and budget risks)</li> <li>• advising on the adequacy of early close and year-end review procedures, and</li> <li>• reviewing council’s financial statements, including:             <ul style="list-style-type: none"> <li>○ providing input and feedback on council’s financial statements</li> <li>○ advising whether council is meeting its external accountability requirements</li> <li>○ advising whether appropriate action has been taken in response to audit recommendations and adjustments</li> <li>○ satisfying itself that the financial statements are supported by appropriate management signoff</li> <li>○ reviewing the ‘Statement by Councillors and Management’ (made pursuant to s 413(2)(c) of the Local Government Act)</li> <li>○ reviewing the processes in place designed to ensure that financial information included in the council’s annual report is consistent with the signed financial statements</li> <li>○ reviewing cash management policies and procedures</li> <li>○ reviewing policies and procedures for the collection, management and disbursement of grants and tied funding, and</li> <li>○ satisfying itself that the council has a performance management framework that is linked to organisational objectives and outcomes.</li> </ul> </li> </ul> <p>The council’s governance framework – including:</p> <ul style="list-style-type: none"> <li>• advising on the adequacy and robustness of the processes and systems that the council has put in place to govern day-to-day activities and decision-making, and</li> <li>• reviewing whether controls over external parties such as contractors and advisors are sound and effective.</li> </ul>
<b>IMPROVEMENT</b>	Strategic planning	<ul style="list-style-type: none"> <li>• advising whether the council is achieving the objectives and goals it set out in its community strategic plan and has successfully implemented its delivery program, operational plan and other strategies</li> </ul>
	Service delivery	<ul style="list-style-type: none"> <li>• advising how the council is delivering local services and how it could improve its service delivery performance</li> </ul>
	Performance data and measurement	<ul style="list-style-type: none"> <li>• assessing the adequacy of the performance indicators and data the council uses to measure its performance</li> </ul>



## 4. Referral of Matters and Reporting

At the first Committee meeting after 30 June each year, the Internal Auditor will provide a performance report to the Committee of:

- The performance of Internal Audit for the financial year as measured against agreed key performance indicators;
- The approved Internal Audit Plan of work for the previous financial year showing the current status of each audit.

The Committee will report regularly, and at least annually, to Council on the management of risk and internal controls.

## 5. Membership and length of term

The Committee will consist of:

### 5.1 Members (voting)

- Three (3) independent external members
- One (1) Councillor

### 5.2 Observers (non-voting)

- General Manager
- Chief Audit Executive
- Internal Auditor
- External Auditor

### 5.3 Attendees (non-voting) when invited by the Committee to attend/give information

- Financial Controller
- Manager Integrated Risk
- Council staff/contractors
- External experts
- Councillors.

Voting at a Committee meeting is to be by open means (such as by voice or by show of hands).

The members of the Committee, taken collectively, will have a broad range of skills and experience relevant to the operations of Council. At least one member of the Committee shall have accounting or related financial management experience, with understanding of accounting and auditing standards in a public sector environment.

### *Councillor*

The Councillor member of the Committee will be appointed by resolution of the Council, once every four years. The Council may also resolve to appoint alternate Councillor members to the Committee to attend meetings in the absence of the Councillor member. The alternate Councillor member will have the same voting rights as the Councillor member being replaced.



### *Independent External Members*

The independent external members will be appointed for a term of four (4) years, after which they will be eligible for extension or re-appointment following a formal review of their performance. A member's term cannot exceed eight (8) years and the Chair's term cannot exceed five (5) years.

The independent external members can also be removed by resolution of Council. The independent members, in aggregate, will have recent and relevant knowledge and experience of:

- Accounting or related Financial management
- Risk management experience
- Auditing experience in a public sector environment
- Performance improvement
- The local government framework
- Council services, activities and operations
- Governance, risk and compliance
- Community services.

### *The Chair*

The Chair will be elected by the majority of the Committee's voting members and must be one of the independent external members. Whenever the voting on a motion put to a meeting of the Committee is equal, the Chair of the Committee is to have a casting vote as well as an original vote.

If the elected Chair is not present at a meeting of the Committee, the first business of that meeting is for the Committee's voting members to elect a Chair from the independent external members present.

Should the Chair be absent, the Committee will elect a Chair from the floor.

## **6. Operation**

- The Committee shall comply with Council's adopted Code of Meeting Practice and Code of Conduct;
- The Committee will meet at least four times per year, with one of these meetings to include review and endorsement of the annual audited financial reports and external audit opinion as well as review and endorsement of the Internal Audit Plan;
- The need for any additional meetings will be decided by the Chair of the Committee, though other Committee members or Council's General Manager may make requests to the Chair for additional meetings;
- The Committee is expected to make decisions by consensus but if voting becomes necessary then the details of the vote are to be recorded in the minutes;
- Each member of the Committee shall be entitled to one vote only. In the case of an equality of votes on any issue the Chair shall have the casting vote;
- Between meetings the Chair may circulate to members by email specific proposals for adoption by the Committee. Members shall be given a set time frame – at least five days – in which to reply to indicate their agreement with a particular proposal. Any member's failure to respond within the timeframe given shall be taken as a vote against the proposal. Any decision taken by the Committee by email is to be noted and minuted at the commencement of the next meeting.

Where either Internal Audit Plan priorities change between meetings or new urgent issues arise, and where it is not possible to schedule an additional meeting, the Committee will be kept fully informed of all changes via email.



## 7. Quorum

- A quorum will consist of a majority of Committee members, including at least two (2) independent members;
- Meetings can be held in person, by telephone or by video conference;
- The Internal Auditor will be invited to attend each meeting unless requested not to do so by the Chair of the Committee. The Committee may also request any employee to participate for certain agenda items, as well as the external auditor.

## 8. Conflict of Interest

Councillors, Council staff and members of Council committees must comply with the applicable provisions of Council's Code of Conduct in carrying out the functions as Council officials. It is the personal responsibility of Council officials to comply with the standards in the Code of Conduct and regularly review their personal circumstances with this in mind.

Committee members must declare any conflict of interest at the start of each meeting or before discussion of a relevant agenda item or topic. Details of any conflict of interest should be appropriately minuted.

Where members or invitees at Committee meetings are deemed to have a real or perceived conflict of interest, it may be appropriate they be excused from Committee deliberations on the issue where the conflict of interest may exist. The final arbiter of such a decision is the Chair of the Committee.

## 9. Agendas and Minutes

- Council will provide secretariat support to the Committee;
- The Secretariat will ensure the agenda for each meeting and supporting papers are circulated, at least one week before the meeting, and ensure minutes of the meeting are prepared and maintained;
- The draft minutes are to be circulated to all Committee members within two weeks of the meeting and filed in CM9 in accordance with Council's Information Management Policy. A copy of the minutes, once they have been reviewed by the Chair, will be included in the agenda papers for the next Committee meeting;
- Minutes will include an Action Sheet for follow up.

## 10. Evaluation and Review

The Chair of the Committee will initiate a review of the performance of the Committee at least once every two years. The review will be conducted on a self-assessment basis (unless otherwise determined by the Chair and General Manager), with appropriate input from management and any other relevant stakeholders, as determined by the Chair.

At least once every two years the Audit, Risk and Improvement Committee will review and approve changes to this Audit, Risk and Improvement Committee Terms of Reference.

