

## **AUDIT COMMITTEE**

### **Terms of Reference and Composition 2022/23**

#### Internal audit

1. To review, in conjunction with internal audit, the system of internal control.
2. To ensure, in conjunction with internal audit, that arrangements are in place to promote economy, efficiency and effectiveness.
3. To approve the internal audit annual programme of work.
4. To receive internal audit reports and to provide oversight on completion of agreed management responses to internal audit recommendations.
5. To discuss with the internal auditors any problems or reservations arising from internal audit activity, including their audit reports or any other matter the internal auditors may wish to discuss.

#### External audit

6. To discuss with the external auditors the scope of their audit and actions and responses arising.
7. To approve the external audit end of year audit strategy.
8. To review with the external auditors the management letters arising from their audit of the University and to discuss with the Chief Finance Officer, University Secretary and other senior executives as required, the work carried out to implement agreed solutions.
9. To discuss with the external auditors any problems or reservations arising from external audit activity, including the external audit management letter or any other matter the external auditors may wish to discuss.

#### Management of audit practice

10. To recommend to Council the appointment of the external and internal auditors, and to advise Council on any questions of resignation or dismissal of the external and internal auditors.
11. To approve, the level of audit fee and the provision of any non-audit services by the external auditors.
12. To promote co-ordination and monitor the performance and effectiveness of the internal and external auditors on an annual basis, and to make recommendations to the Council concerning their reappointment when appropriate.
13. To approve the University approach to the provision of non-audit services by audit providers.

#### Assurance and Control

14. To keep under review on behalf of the Council the effectiveness of the University's approach to control and governance arrangements, and in particular to review the external auditors' management letter, the internal auditors' annual report, and management responses.

15. To review the annual consolidated financial statements of the University, the University of Bradford Union (UBU) and any subsidiary companies to ensure that they comply with all relevant statutory requirements and appropriate accounting conventions and to consider more broadly the transparency and openness of the reporting.
16. To provide Council with an annual report prior to signing the annual financial statements. This report will include the Committee's opinion on the adequacy and effectiveness of the University's arrangements for:
  - Risk management, control and governance
  - Sustainability, economy, efficiency and effectiveness (value for money)
  - Management and quality assurance of data submitted to HESA and to OfS and other funding bodies
  - The report will also record the work of the Committee during the year and identify any key issues for the University.
17. To oversee the University's policy on fraud, money-laundering, misappropriation and anti-bribery, any irregularity and compliance breaches, including public interest disclosure (PID) and to receive reports on all action taken.
18. To exercise oversight with regard to the University's systems for ensuring statutory compliance, including compliance with the Data Protection Legislation.
19. To monitor the University's compliance with the Office for Students ongoing conditions of registration.
20. To receive and consider any relevant external reports from bodies such as the National Audit Office, OfS, Ofsted and QAA.

#### Risk management

21. To assess and form an opinion on the effectiveness of risk management and risk control arrangements (including for academic risk). This will include consideration of the nature and extent of risks identified, likelihood of risks materialising and adequacy of actions to reduce and control risk exposure. Obtain management assurances and with appropriate reference to internal and external audit, ensure an effective process for identifying, monitoring and managing risks continues to operate.
22. To keep the University's approach to, and policies on, risk management under review, regularly considering the effectiveness of the University's control framework and the assessment of risk.

#### Relationship with Finance Committee

23. To engage as appropriate with the Finance Committee and the University Treasurer and Chair of Finance Committee while maintaining appropriate independence. The Committee may arrange a joint audit and finance committee meeting to examine and recommend that Council approve the annual report and financial statements.

#### Composition

##### *Members\**

No fewer than four lay Council members (one of whom will be Chair)

An external co-opted member

\*At least one of the members of the Audit Committee should have relevant financial experience.

*In attendance*

Vice-Chancellor  
Chief Finance Officer  
University Secretary  
Committee Secretary (Governance Team)

External and Internal Auditors attend as appropriate to discuss issues before the Committee.  
Others may be invited to attend to assist the Committee with the consideration of particular items.

Frequency of meetings

The Committee should meet no less than four times per academic year.

Quorum

A quorum comprises at least 50% of the members of the Committee, including the Chair or the Chair's nominee.

**Members**

Name	Position	End of Office
Karl Bates	Chair (Interim)	2023
John Hinchcliffe	Lay member of Council	2025
Lee Rawlinson	Lay member of Council	2025
TBC	Lay member of Council	TBC
Simon Walker	Co-opted member	2025

**In attendance**

Name	Position	End of Office
Professor Shirley Congdon	Vice Chancellor	N/A
Riley Power	University Secretary	N/A
Andrew Lang	Chief Finance Officer	N/A
Katherine Wass	Committee Secretary	N/A

External and Internal Auditors attend as appropriate to discuss issues before the Committee.  
Others may be invited to attend to assist the Committee with the consideration of particular items.

## Meeting Dates

Date	Venue	Time
07 November 2022	MS Teams	1515-1700
02 February 2023	MS Teams	1400-1700
20 April 2023	MS Teams	1400-1700
29 June 2023	Richmond Building Room D2	1400-1700