



WILTON PARK

AUDIT COMMITTEE

TERMS OF REFERENCE

The Wilton Park Departmental Board (“the Board”) has established an Audit Committee as a Committee of the Board, to support them in their responsibilities for issues of risk, control and governance and associated assurance by:

- Reviewing the comprehensiveness of assurances in meeting the Board / Accounting Officer's assurance needs;
- Reviewing the reliability and integrity of these assurances;
- Providing an opinion on how well the Board and Accounting Officer are supported in decision taking and in discharging their accountability obligations (particularly in respect of Financial Reporting).

Membership

The non-executive members of the Audit Committee are:

- Alex Jablonowski (Chairman) - High Performance Leadership Ltd;
- Simon Turl – Managing Director, Select Service Partner Air;
- Dr Farhan Nizami – Chair, Wilton Park Academic Council; and
- Iain Morgan – FCO Chief Accountant

The Audit Committee will be provided with a secretariat function by Lisa Brewer.

Reporting

- The Audit Committee Chairman will report back orally to the Board after each meeting and full minutes will be subsequently be circulated to Board members;
- The Audit Committee will provide the Board with an Annual Report, timed to support finalisation of the accounts and the Statement on Internal Control, summarising its conclusions from the work it has done during the year.

Responsibilities

The Audit Committee will advise the Accounting Officer (or Board) on:

- the strategic processes for risk, control and governance and the Statement on Internal Control;
- the accounting policies, the accounts, and the annual report of the organisation, including the process for review of the accounts prior to submission for audit, levels of error identified, and management's letter of representation to the external auditors;
- the planned activity and results of both internal and external audit;
- adequacy of management response to issues identified by audit activity, including external audit's management letter;
- assurances relating to the corporate governance requirements for the organisation;



- proposals for tendering for Internal Audit services or for purchase of non-audit services from contractors who provide audit services;
- anti-fraud policies and whistle-blowing processes.

The Audit Committee will also periodically review its own effectiveness and report the results of that review to the Board.

Access

The Head of Internal Audit and the representative of External Audit will have free and confidential access to the Chair of the Audit Committee.

Meetings

- The Audit Committee will meet at least 3 times a year (see agenda cycle at Annex A). The Chair of the Audit Committee may convene additional meetings, as deemed necessary;
- A minimum of 2 members of the Audit Committee will be present for the meeting to be deemed quorate;
- Audit Committee meetings will normally be attended by the Accounting Officer (Chief Executive), the Finance Director, the Head of Internal Audit, a representative of External Audit (NAO) and a representative of the FCO Public Diplomacy Group and its Resource Management Unit (RMU).
- The Audit Committee may ask any other officials of the organisation to attend to assist it with its discussions on any particular matter;
- The Audit Committee may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters;
- The Board may ask the Audit Committee to convene further meetings to discuss particular issues on which they want the Committee's advice.

Information requirements

For each meeting the Audit Committee will be provided with:

- A report summarising any significant changes to the organisation's Risk Register;
- A progress report from the Head of Internal Audit summarising: work performed (and a comparison with work planned); key issues emerging from Internal Audit work; management response to audit recommendations; changes to the Periodic Plan; any resourcing issues affecting the delivery of Internal Audit objectives.
- A progress report from the External Audit representative summarising work done and emerging findings.

As and when appropriate the Committee will also be provided with:

- Proposals for the Terms of Reference of Internal Audit;
- The Head of Internal Audit's Annual Opinion and Report;
- The draft accounts and Statement on Internal Control of the organisation;
- A report on any changes to accounting policies;
- External Audit's management letter; and
- A report on any proposals to tender for audit functions.



ANNEX A

Agenda Cycle

January/February

Internal Audit Progress Report

NAO Audit Plan

Internal Audit Plan

Risk Register

Business Continuity

Whistleblowing

June/July

Internal Audit Annual Report

Statement on Internal Control

Annual Report & Accounts

NAO Unadjusted Errors & Audit Certificate

October/November

NAO Management Letter

Internal Audit Progress Report

Risk Register

Audit Committee Terms of Reference

Committee Self-Assessment