



## **TERMS OF REFERENCE**

***The Senedd Commission establishes the Senedd Commission Audit and Risk Assurance Committee in support of its responsibilities for issues of risk, control and governance. Its role is to review the comprehensiveness, reliability and integrity of assurances and whether they meet the Senedd Commission and the Accounting Officer's needs.***

## **MEMBERSHIP**

1. The members of the [Senedd Commission Audit and Risk Assurance Committee](#) are:
  - [Ken Skates](#), MS, Commissioner;
  - Three [independent advisers](#): [Robert Evans](#) (Chair); [Ann Beynon](#); and [Dr Aled Eirug](#).

## **REPORTING**

2. The Committee will report to the [Commission](#) via the [Accounting Officer](#) after each meeting. The minutes of the meeting are published on the Senedd website.
3. The Committee Chair, will attend a Commission meeting in July and present the Commission and the Accounting Officer with an Annual Report, timed to support finalisation of the accounts and the Governance Statement. The Annual Report will summarise the Committee's conclusions from the work it has done during the year.

## **RESPONSIBILITIES**

4. The Committee will advise the Commission and the Accounting Officer on:
  - the strategic processes for risk, control and governance;
  - the Governance Statement;

- the accounting policies, the accounts, and the annual report of the Commission, 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 Auditor General;
  - the planned activity and results of both internal and external audit;
  - the adequacy of management response to issues identified by audit activity, including the external audit management letter from Audit Wales;
  - assurances relating to the management of risk and corporate governance for the Commission;
  - proposals for tendering for Internal Audit services or for purchase of non-audit services from contractors who provide audit services; and
  - anti-fraud policies, whistle-blowing processes, and arrangements for special investigations.
5. The Committee will periodically review its own effectiveness and report the results of that review to the Commission in its Annual Report.

## **RIGHTS**

6. Subject to budgets agreed by the Commission, the Committee may, with the approval of the Accounting Officer:
- co-opt additional members for a period not exceeding one year to provide specialist skills, knowledge and experience;
  - procure specialist ad-hoc advice, at the expense of the organisation.

## **ACCESS**

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

## **MEETINGS**

8. The Committee will meet at least four times a year. The Chair may convene additional meetings, as necessary.
9. A minimum of two members of the Committee must be present for the meeting to be deemed quorate.

10. Committee meetings will normally be attended by the Accounting Officer, the Director of Finance, the Director of Resources, the Risk and Governance Manager, the Head of Internal Audit, and a representative of Audit Wales.
11. The Committee may ask any other officials to attend to assist it with its discussions on any particular matter.
12. The 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.
13. The Commission or the Accounting Officer may ask the Committee to convene further meetings to discuss particular issues on which they require the Committee's advice.

## **INFORMATION REQUIREMENTS**

14. For each meeting the Committee will be provided with:
  - a report summarising any significant changes to the Commission'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's response to audit recommendations;
    - changes to the annual audit plan;
    - resourcing issues affecting the delivery of Internal Audit's plan;
  - a progress report from the Audit Wales representative summarising work done and emerging findings;
  - management assurance reports; and
  - reports on the management of major incidents/issues, "near misses", and lessons learned.
15. As and when appropriate the Committee will be provided with:
  - proposals for the terms of reference of internal audit / the internal audit charter;
  - the internal audit strategy;
  - the Head of Internal Audit's Annual Opinion and Report;

- quality assurance reports on the internal audit function;
- the Audit Wales annual Audit Strategy;
- the Audit Wales ISA 260 report to those charged with governance;
- the draft accounts of the Commission;
- the draft Governance Statement;
- Senior Information Risk Owner (SIRO) Annual Report;
- a report on any changes to accounting policies;
- the Audit Wales management letter;
- a report on any proposals to tender for audit functions;
- a report on co-operation between internal and external audit;
- the Commission's Risk Management Strategy;
- reports on information breaches and regular updates on cyber-security;
- details of key change programme/project portfolio management;
- departure summaries; and
- other information of relevance or potential interest, including:
  - Commission papers or reports on matters of strategic importance;
  - updates on areas considered by the Commission's Remuneration, Engagement and Workforce Advisory Committee (REWAC);
  - national reports as and when produced by audit bodies; and
  - twice yearly updates from Audit Wales to share knowledge of wider public sector studies and reports and to summarise how these might impact on, or be of interest to, the Commission.