

## **Terms of Reference for the Audit Committee**

The London Waste and Recycling Board (the “Board”) was established under section 356A of the Greater London Authority Act 1999 (as amended) and the London Waste and Recycling Board Order (Statutory Instrument 2008 No. 2038) (the “Order”).

The Order provides that the Board may establish committees (article 8) and delegate certain functions to a committee of the Board (article 12). The Audit Committee is a committee of the Board under article 8 of the Order, and section 3 of the Board’s Governance Framework.

The Audit Committee was established by a decision of the Board through its Urgency Procedure on 13 February 2009.

The Board has delegated certain functions to the Audit Committee, set out here as the Terms of Reference.

### **Membership and attendance**

The Audit Committee will initially comprise five members of the Board. The Board’s Head of Finance, Chief operating Officer, the external auditors and internal auditors will be invited to attend Audit Committee meetings. The Audit Committee may appoint external members to provide additional support on legal, financial or commercial matters, any such appointment to be subject to confirmation by the Board.

A member of the Committee shall be nominated by the Board to act as Chairman of the Audit Committee. In his or her absence at a meeting the members of the Audit Committee present may nominate a committee member to deputise in his or her place for the duration of the meeting.

Under Section 18 of The London Waste and Recycling Board Order 2008 committee meetings are open to the public: this is subject to paragraphs 18 (2) and (3) which refer to the exclusion of the public where confidential information may be disclosed.

### **Quorum**

A quorum will be constituted provided that at least three members are present.

### **Authority**

In all other respects (including without limitation with regard to voting and procedural matters) the Audit Committee shall be governed by the Board’s Standing Orders

### **Responsibilities**

The Audit Committee’s main roles are:

- To ensure the existence of financial systems, processes and procedures to maintain financial probity and control over the activities of the Board;
- To liaise with the external auditors over their annual programme and to approve the annual internal audit programme;
- To deal as appropriate with matters raised by the external auditors’ management letters and reports;

- To deal as appropriate with matters arising from the internal auditors' reports;
- To review, approve and recommend for signature the annual report and accounts of the Board;
- To review the Board's risk register and ensure that satisfactory actions are being taken to mitigate identified risks;
- To monitor administrative expenditure against budget, and approve any variations in accordance with procedures set out in the Scheme of Delegated authority.
- To review annually the Terms of Reference of any committees of the Board.
- To review the Board's governance arrangements, to include the Board's Standing Orders

The Audit Committee's role is combined with that of a Finance Committee and a Remuneration and Staffing Committee. This will include:

- Review the Head of Finance reports on the financial performance of the Board; and
- Reviewing routine financial and administrative matters on behalf of the Board.
- Overseeing the establishment and implementation of the Board's Pay Policy
- Approving any changes in the Board's staff structure.

### **Frequency of meetings**

It is envisaged that the Audit Committee will meet at least four times a year. One of these meetings will be concerned mainly with the approval of the Board's annual report and accounts, and will be usually be in July. The remaining meetings will be held approximately one month before Board meetings.

### **Reporting Procedures**

The Audit Committee will receive and consider, inter alia, the following reports:

- Minutes of previous Audit Committee meetings;
- Quarterly reports of the Board's financial performance;
- Quarterly updates of the Board's risk register and any mitigating actions that have been taken;
- Reports from the Board's internal auditors;
- Reports from the Board's external auditors, in particular the annual management letter following the audit of the Board's accounts;
- Papers for consideration in respect of financial, budgetary and internal control matters from time to time.

These reports will form the basis of the Audit Committee report to the Board.

June 2009

Revised:      October 2010  
                  November 2012 (Committee Quorum)  
                  January 2013 (Staffing & Remuneration function)  
                  August 2017 (Minor amends)