



AUDIT & FINANCE COMMITTEE

TERMS OF REFERENCE

1. Constitution

- a. The Audit & Finance Committee is constituted as a Committee of the Board of Carriglea Cairde Services.
- b. The Committee's terms of reference may be amended at any time by the Board.
- c. The Committee may from time to time investigate, discuss or review matters outside its terms of reference if required to do so by the Board.

2. Authority

- a. The Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.
- b. The Committee is authorised by the Board to obtain external legal or other professional advice and to secure the attendance of anyone it considers has relevant experience, expertise or knowledge.
- c. The objective of the committee is to assist the board in carrying out its duties in regard to financial reporting and legal compliance.

3. Membership

- a. The Committee will be chaired by a non-executive Director of the Board.
- b. Membership of the committee should be comprised of Non-Executive Directors and independent members.
- c. The Committee shall be appointed by the Board from amongst its members and shall consist of not less than three members.
- d. The Company Secretary is Secretary to the Committee and a member of the Committee where the company secretary is a member of the Board. A recording secretary may be appointed by resolution of the committee.

4. Attendance at Meetings

- a. The quorum necessary for the transaction of the business of the Committee shall be at least two Committee members.
- b. At least once a year the Committee shall meet with the external auditor without the Chief Executive Officer, Finance Manager or any other employee being present.
- c. At the request of the Committee a representative of the external auditors shall attend meetings.
- d. At the request of the Committee any members of the senior management team shall attend meetings or any part thereof.
- e. The Company Secretary (or their nominee) will act as secretary to the Committee.
- f. The Committee may invite external advisors to attend for all or part of any meeting.

5. Frequency of meetings

- a. Meetings shall be held at least three times a year.
- b. Meetings may be called by the Board, or the Chairperson of the Board acting for the Board, by the Chairperson of the Committee or by the external auditors.

6. Duties

Services User Property

- a. To review policy on Service Users' Assets
- b. To review the segregation of duty and the effectiveness of the Client Ledger System.
- c. To review policy in conjunction with the Service's quality system on the constitution and management of Service Users' expenditure.

External Auditors

- a. To make recommendations to the Board concerning the appointment, re-appointment or dismissal of the external auditors.
- b. To consider any questions regarding the fees, terms of appointment or resignation of the external auditors.
- c. To review and monitor the external auditor's independence, objectivity and the effectiveness of the audit process.
- d. To develop and implement a policy on the engagement of the external auditor to supply non-audit services – and to report to the board, identifying matters in respect of which the committee considers that action or improvement is needed, together with recommendations as to the steps to be taken.
- e. To discuss with the external auditors before any audit commences the nature and scope of the audit. (May be informal contact)
- f. To review the external auditor's management letter and management's response.

Control Procedures

- a. To have in place an Internal Function – undertaken by an external agency.
- b. Keep under review the company's internal control procedures and risk management systems. Reviewing authorised signatory levels, ensuring segregation of duty.
- c. To monitor and review the Services' requirement for an internal audit function and the management responses to the recommendations.
- d. To monitor and review the Services purchasing policy.
- e. To monitor the skill mix quantum in the context of quality of service on both day and residential services whilst remaining within overall staff ceiling levels.

Management Information System

- a. To review and interrogate the Financial Report and Accounts.
- b. To review and interrogate the annual Budget in comparison to sector standards and the operation of the budgeting process. To review the effectiveness of the budgeting process.
- c. To review the effectiveness of the Services' value for money policy.
- d. To review the effectiveness of the Services' policy & procedures on asset protection. (Insurance, Asset Register, Physical Safeguards, Security, Stocktake).

Statutory Compliance

- a. To monitor arrangements for and the achievement of compliance with the Services' statutory and other requirements governing financial reporting.
- b. To monitor and review significant accounting policies.

7. Reporting

- a. The minutes of Committee meetings will be formally recorded and submitted to the Board after each meeting.
- b. The Committee shall make a statement in the annual report about its activities and the process used to make appointments.

8. General Data Protection Regulations (GDPR)

The terms of the General Data Protection Regulations (GDPR) apply to Carriglea C airde Services. This sub-committee will adhere to the provisions of these Regulations and all other data protection laws and codes of conduct with regard to any personal data that may be collected, used, processed or stored in the course of carrying out its functions.