

Board paper title		Paper 12/10/2022 - 1
Administration & Governance		
Report by	Jo Rogers	
Job Title	Director of Operations & Governance	
Date of decision	Board meeting: 12 October 2022	

Summary
This paper reports governance and administrative matters to be noted by the Board and requests the Board's agreement to extend Joe Murphy's appointment as Audit Committee Chair.

Recommendations
The Board is recommended to: <ul style="list-style-type: none"> Agree the extension of Joe Murphy's appointment as Chair of the Audit Committee until there is a full complement of Board Members at which time Audit Committee membership will be reviewed.

Risk Management	
Risk	Action to mitigate risk
N/A	

Implications
Legal N/A
Financial N/A
Equalities N/A

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Written resolutions

No decisions have been made under the written resolution procedure since the previous Board meeting.

Board Membership

There remains on vacancy on the Board for a Councillor member following the departure of Guy Senior in May 2022.

At the time of drafting of this paper, ReLondon is still awaiting confirmation from London Councils of who will be appointed to this vacant position.

Audit Committee Membership

The terms of reference of the Audit Committee (attached at Appendix 1 for information) stipulates a membership of five Board members. Appointments to the Audit Committee, including the Chair, are made by the full Board.

Current membership of the Audit Committee is:

- Joe Murphy (Chair, to 30 September 2020)
- Chantelle Nicholson
- Cllr Krupa Sheth
- Cllr Claire Holland
- +1 Vacancy

It had been intended that the membership of Audit Committee would be reviewed at this meeting following the appointment of a new councillor Board member by London Councils. As this appointment has not yet been made, it is proposed that this review is postponed.

The Committee is recommended to extend Joe Murphy’s appointment as chair of the Committee until there is a full complement of Board Members at which time Audit Committee membership will be reviewed.

Additional information

Appendix 1: Terms of Reference of the Audit Committee.

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)