

Appendix 1 B

Detailed Record of A&G Committee's Work to meet their Terms of Reference

3.2 Annual Accounts

Remit: Approve the annual statement of accounts.

A & G Committee Actions:

2 December 2022

- *Draft Accounts & Annual Governance Statement:* The Committee noted the draft Statement of Accounts 2021/22

3.3 Governance

Remits:

Review corporate governance arrangements against the Code of Corporate Governance and the good governance framework;

Review the Annual Governance Statement prior to approval to ensure it properly reflects the risk environment and supporting assurances;

Annually review the assurance framework to ensure it adequately addresses risks and priorities including governance arrangements of significant partnerships;

Monitor the Authority's risk and performance management arrangements including reviewing the risk register, progress with mitigating actions and assurances;

Monitor the anti-fraud and whistleblowing policies and the complaint process;

Audit & Governance Committee Actions:

29 July 2022

- *Corporate Risk Register:* The Committee reviewed and noted the Corporate Risk Register and Risk Management Strategy.
- *CPCA Local Authority Trading Companies:* The Committee received and noted the update on the Combined Authority Trading Companies.

30 September 2022

- *Review of Corporate Risk Register and Risk Register Improvements:* The Committee noted the improvements to the Corporate Risk Register.
- *Subsidiary Governance Report:* The Committee noted the report and expressed their disappointment that a minimal assurance had been given by the Internal Auditors despite the issue being debated on several occasions over the past year.

2 December 2022

- *Review of Corporate Risk Register and Risk Register Improvements:* The Committee noted the Risk Management training already undertaken and the planned Risk Appetite training and noted the full Risk Register and accompanying narrative.
- *Subsidiary Companies:* The Committee noted the progress made against the proposed management actions and timescales to address the identified weaknesses as set out in the RSM report. The Committee agreed that the three other companies in which the CPCA held a silent partner role but also owned shares in (Smart Manufacturing, Medtec Accelerator Ltd and Ascendal Accelerator Ltd) be included in the Terms of Reference for the Shareholder Board.

13 January 2023

- *Procurement Policy:* The Committee submitted the following feedback to the CA Board ahead of their review of the Policy at their meeting on 25 January 2023.
- *Revisions to the Constitution:* The Committee agreed that the Monitoring Officer be invited to redraft some sections of the Constitution, as outlined in the feedback given to the Board, to improve clarity and avoid ambiguity.
- *Governance Arrangements:* The Committee commented on the Governance Arrangements report to be fed back to the Board ahead of their meeting on 25 January 2023.

27 January 2023

- *Review of Corporate Risk Register and Risk Register Improvements:* The Committee noted the Risk Management process update following the recent Internal Audit report of Risk Management and noted the full Risk Register and accompanying narrative.
- *Climate Action Plan:* The Committee noted the revised Terms of Reference for the Climate Working Group
- *Revisions to the CPCA Constitution:* The Committee recommended the revisions to the Constitution detailed in the report to the next meeting of the Combined Authority Board.

24 March 2023

- *Information Governance Update:* The Committee received the report which updated the Audit and Governance Committee on the current position with regards to Information Governance and outlined the key Information Governance activities undertaken by the CA during this period.
- *Constitution – Financial Regulations Revisions:* The Committee received the report which provided the Committee with commentary on proposed revisions to the Financial Regulations section of the Constitution with a view that these be approved and recommended for adoption by the Combined Authority Board.

3.4 Internal Audit

Remits

Provide assurances over the effectiveness of internal audit functions and assuring the internal control environments of key partners;

Review internal audit requirements undertaken by the Combined Authority;

Approve the internal audit plan;

Consider reports and assurances from the Chief Finance Officer in relation to:

(a) Internal Audit performance;

(b) Annual Assurance Opinion on the adequacy and effectiveness of the framework of governance, risk management and control;

(c) Risk management and assurance mapping arrangement;

(d) Progress to implement recommendations including concerns or where managers have accepted risks that the Authority may find unacceptable

Audit & Governance Committee Actions:

29 July 2022

- *Internal Audit Progress Report:* The Committee noted the Internal Audit progress report for 2020/21.
- *Internal Audit Annual Report:* The Committee noted the draft Internal Audit Annual Report for 2021/22.
- *Internal Audit Plan 2022-23:* The Committee approved the topics of the reviews proposed in the CA Audit Plan for 2022/23 and recommended that officers adopt a flexible approach and give priority to work that helps the improvement journey and requested that the Internal Auditors forewarn the Committee of any potential issues it has, or foresees, with delivery against the Plan.

30 September 2022

- *Internal Audit Progress Report:* The Committee noted the Internal Audit progress report.

2 December 2022

- *Internal Audit Progress Report:* The Committee noted the Internal Audit progress report.

27 January 2023

- *Internal Audit Progress Report:* The Committee noted the progress report against the audit plans for 2021/22 and 2022/23 as provided by the CPCA's internal auditors

24 March 2023

- *Internal Audit Progress Report:* The Committee received and noted the report which

was for the Committee to note progress against the internal audit plans for 2021/22 and 2022/23.

- *Internal Audit Action Tracker:* The Committee received the report which updated the Committee on the progress of the Internal Audit Action Tracker and information reported to the Performance & Risk Committee.
- *Draft Internal Audit Plan:* The Committee recommended to the Executive Team that items that would contribute most to the Improvement Plan, and any areas of weaknesses that may lead to an unqualified opinion, should be the focus for the next year.

3.5 External Audit

Remits

Review the annual accounts;

Consider the annual external audit of the Combined Authority's accounts, including the Annual Audit Letter and assessing the implications and monitoring managers' response to concerns;

Audit & Governance Committee Actions:

27 January 2023

External Audit Plan: The Committee recommend that the terms of reference of the new Shareholder Board be reviewed to ensure that they sufficiently consider the risk highlighted in the External Auditor's Plan in regard to the recoverability of long-term investment with subsidiary entities.

The Committee noted the initial audit plan for the financial year 2021/22 as provided by the external auditors. An audit opinion would become available in Autumn 2023.

3.6 Financial Reporting

Remits

Consider whether accounting policies were appropriately followed and any need to report concerns to the Combined Authority Board;

Consider any issues arising from External Auditor's audit of the account;

Ensure there is effective scrutiny of the treasury management strategy and policies in accordance with CIPFA's Code of Practice;

Maintain an overview of the Council's Constitution in respect of contract procedure rules, financial regulations and standards of conduct and make recommendations to the Chief Finance Officer and Monitoring Officer where necessary;

Audit & Governance Committee Actions:-

2 December 2022

- *Draft Financial Strategies:* The Committee reviewed and commented upon the Capital, Investment and Treasury Management Strategies for 2023-24 and the 2023-24 Minimum Revenue Provision (MRP) statement.

3.7 Code of Conduct

Remits

Ensure the Combined Authority has effective policies and processes in place to ensure high standards of conduct by its Members and Co-opted Members;

Assisting the Members and Co-opted Members to observe the Code of Conduct;

Advising the Combined Authority on the adoption or revision of the Code of Conduct and monitor its operation;

Advising on training and overseeing the effectiveness of any training for Members and Co-opted Members on matters relating to the Code of Conduct;

30 June 2022

- *Member Officer Protocol: The Committee agreed the content for inclusion in a Member Officer Protocol for recommendation to the Combined Authority Board and requested that the Combined Authority Board consider the Member Officer Protocol at the earliest opportunity, for adoption into the Constitution in support of relevant Codes of Conduct and asked Officers to develop a social media protocol for Members and Officers at the earliest opportunity.*

27 January 2023

Code of Conduct, Social Media and Monitoring Officer Protocols: The Committee noted the Code of Conduct complaint information and supported and recommended to the Board the Social Media Protocol and the Monitoring Officer Protocol.