

ATTACHMENT

Membership of audit risk and improvement committees (ARICs)

- The Amendment Regulation prescribes the membership of councils' and joint organisations' ARICs.
- As foreshadowed in circular 22-21 and the draft Guidelines for Risk Management and Internal Audit for Local Government in NSW (the Guidelines), ARICs must comprise of an independent chairperson and at least two independent members.
- Councils and joint organisations may appoint one councillor (who must not be the Mayor) as a non-voting member of the ARIC.
- Members of ARICs must be appointed by resolution.
- The Amendment Regulation prescribes the same eligibility criteria and independence requirements for chairpersons and independent members of ARICs previously set out in circular 22-21 and the draft Guidelines.
- As previously foreshadowed, council staff may serve as independent members of another council's or joint organisation's ARIC if they satisfy the eligibility criteria and independence requirements but not as chairperson.
- Council staff cannot be appointed as an independent member of another council's or joint organisation's ARIC where the ARIC is shared by the council or joint organisation that employs that person. However, staff may now be appointed as an independent member of another councils' or joint organisation's ARIC where that council or joint organisation shares an internal audit function with the council or joint organisation that employs that person (NB, this softens a restriction previously foreshadowed in circular 22-21 and the draft Guidelines).
- ARIC chairpersons and members are to be appointed for a term of no more than 4 years. They may be re-appointed if eligible but must not be a member of the ARIC for more than 8 years in any 10-year period.
- Councils and joint organisations may remove chairpersons and independent members of the ARIC at any time but must notify OLG within 28 days of doing so.
- Councils may pay remuneration to the chairperson and independent members of the ARIC.

Operations of ARICs

- ARICs must meet at least quarterly.
- The chairperson may decide the procedure for calling meetings and their conduct (NB, guidance on ARIC meetings is provided in the Guidelines).
- Councils and joint organisations must adopt terms of reference for the ARIC by resolution. In doing so, they must consider the model terms of reference approved by OLG (NB, these are provided in the Guidelines and are available on OLG's website in Word format for use by councils and joint organisations).
- ARICs must exercise their functions in accordance with the adopted terms of reference.
- General managers of councils and executive officers of joint organisations must ensure that the ARIC has the resources necessary to properly exercise

its functions and is readily able to access the staff, information and records the ARIC considers necessary to exercise those functions.

- ARICs are to keep under the review the council's or joint organisations internal audit functions.

Internal audit

- Councils and joint organisations must adopt an internal audit charter by resolution. In doing so, they must consider the model internal audit charter approved by OLG (NB, this is provided in the Guidelines and is available on OLG's website in Word format for use by councils and joint organisations).
- Councils and joint organisations must exercise their internal audit functions in accordance with the adopted internal audit charter.
- General managers of councils and executive officers of joint organisations must appoint a member of staff (who may be an existing staff member) to be the internal audit coordinator for the council or joint organisation (NB, this role was previously referred to as the "head of the internal audit function" in the draft Guidelines).
- Councils and joint organisations may enter into an arrangement with another council or joint organisation to share that council's or joint organisation's internal audit coordinator. Where a council or joint organisation enters into such an arrangement with another council or joint organisation, they are not required to appoint their own internal audit coordinator.
- The internal audit coordinator must report to and comply with directions of the ARIC in relation to the exercise of internal audit functions. The internal audit coordinator is not to be subject to direction by the council or a member of staff of the council in relation to the exercise of internal audit functions.
- The general manager of a council or executive officer of a joint organisation must consult with the chairperson of the ARIC about a proposed decision affecting the employment of the internal audit coordinator.
- General managers of councils and executive officers of joint organisations must ensure the internal audit coordinator has the resources necessary to properly exercise their functions and is readily able to access the staff, information, and records necessary to exercise those functions and is able to access the ARIC.
- The ARIC must oversee internal audit activities.
- The ARIC must review the performance and efficacy of internal audit activities over each period of 4 years and prepare a report for the governing body which may include recommendations.

Risk management

- Councils and joint organisations must adopt and implement a system for managing risk (NB, councils and joint organisations are required under section 23A of the *Local Government Act 1993*, to consider OLG's Guidelines when doing so).
- The ARIC must monitor and review the implementation of the system for managing risk and report to the governing body on its operation and efficacy.

Attestation

- From 2024/25, councils and joint organisations must publish in their annual reports, an attestation signed by the general manager or the executive officer in the case of a joint organisation, that specifies whether the council or joint organisation has complied with the Regulation (NB, a template for the attestation is provided in the Guidelines and is available on OLG's website in Word format for use by councils and joint organisations).
- In preparing an attestation, the general manager or executive officer must give the chairperson of the ARIC an opportunity to comment on it. If the chairperson of the ARIC is not satisfied with the attestation, they may prepare an alternative attestation and provide it to OLG.

Exemption

- A council or joint organisation is not required to comply with a requirement under the Regulation where:
 - the council or joint organisation cannot comply with the requirement because of temporary extenuating circumstances or resourcing constraints that will significantly impact the council's or joint organisation's budget, **and**
 - the council or joint organisation cannot enter into an agreement with another council or joint organisation to share the performance of activities necessary to satisfy the requirement, **and**
 - current or proposed alternative arrangements will achieve outcomes equivalent to the requirement under the Regulation, **and**
 - the council or joint organisation notifies OLG of the failure to comply with the Regulation within 28 days, **and**
 - the council or joint organisation publishes a statement in its annual report about the non-compliance that includes details of the above matters (NB, a template for this statement is provided in the Guidelines and is available on OLG's website in Word format for use by councils and joint organisations).
- Councils and joint organisations are no longer required to seek the prior approval of OLG to be exempt as previously foreshadowed in the draft Guidelines. They will automatically be exempt if they satisfy all the above requirements.