

# Greater Shepparton City Council Audit & Risk Management Committee Charter

Roles and responsibilities of the Audit and Risk Management  
Committee as per the Local Government Act 2020

Endorsed by Council:

*Committee  
Charter*

# Contents

---

<b>1</b>	<b>Purpose</b> .....	2
<b>2</b>	<b>Authority</b> .....	3
2.1	Committee Responsibility .....	3
<b>3</b>	<b>Membership</b> .....	4
3.1	Councillor Members of the Committee: .....	4
3.2	Independent Members of the Committee: .....	4
3.3	Chairperson of the Committee: .....	4
<b>4</b>	<b>Meetings</b> .....	4
4.1	Meeting Schedule .....	5
4.2	Meeting Attendance .....	5
4.3	Quorum .....	5
4.4	Attendance by Council Officers.....	5
4.5	Closed (in camera) Session .....	6
4.6	Meeting agenda and minutes .....	6
4.7	Administrative Support .....	6
<b>5</b>	<b>Committee Program</b> .....	7
5.1	Action Register .....	7
5.2	CEO Report.....	7
5.3	OHS Report.....	7
5.4	Financial Reports.....	7
5.5	Environmental Reports .....	7
5.6	Risk Management .....	7
5.7	Governance and Compliance .....	8
5.8	Procurement .....	8
5.9	ICT Reports.....	8
<b>6</b>	<b>Internal Audits</b> .....	8
<b>7</b>	<b>Audit and Risk Management Committee Planning and Reporting</b> .....	9
<b>8</b>	<b>General Business</b> .....	9
<b>9</b>	<b>Financial and Performance Statements</b> .....	10
9.1	Annual Financial Statements and Performance Statement.....	10
9.2	Management Letters.....	10
9.3	Related Third Parties.....	10
9.4	External Audit.....	10

<b>10</b>	<b>Reporting to Council</b> .....	11
	10.1 Committee Minutes .....	11
	10.2 Committee Performance Assessment .....	11
	10.3 Committee Biannual Activities Report.....	11
	10.4 Other Reporting .....	11
	10.5 Internal Audit Reporting .....	11
<b>11</b>	<b>Ethics and Conduct</b> .....	11
	11.1 Ethics and Conduct.....	11
<b>12</b>	<b>Performance Evaluation</b> .....	12
	12.1 Annual Performance Assessment .....	12
	12.2 Review of Independent Members Performance .....	12
<b>13</b>	<b>Committee Integrity</b> .....	12
	13.1 Misuse of position.....	12
	13.2 Directing a member of Council Staff.....	12
	13.3 Confidential Information.....	12
	13.4 Conflict of Interest .....	13
<b>14</b>	<b>Appointment of Independent Members</b> .....	13
	14.1 Position Description .....	13
	14.2 Term of Appointment for Independent Members .....	13
<b>15</b>	<b>Induction and Training</b> .....	13
	15.1 Induction .....	13
	15.2 Training .....	13
<b>16</b>	<b>Review of the Committee Charter</b> .....	14

## 1 Purpose

Greater Shepparton City Council (Council) has established an Audit & Risk Management Committee (Committee) pursuant to Section 53 of the Local Government Act 2020 (the Act). The Committee's role is to support Council in its oversight of financial and performance reporting, fraud prevention and risk management, through sound internal controls and assurance activities such as internal and

external audits. Council's review and audit programs are established to ensure compliance with its policies and legislative requirements.

The Committee has the following responsibilities:

- (a) monitor the compliance of Council policies and procedures with:
  - (i) the overarching governance principles; and
  - (ii) the *Local Government Act 2020*, the associated regulations and any Ministerial directions;
- (b) monitor Council's financial and performance reporting;
- (c) monitor and provide advice on risk management and fraud prevention systems and controls; and
- (d) oversee internal and external audit functions.

The Committee will engage with management in a constructive and professional manner in discharging its responsibilities and formulating its advice to the Council.

The Committee operates to advise the Council on how best to fulfil its responsibilities and facilitate decision making by providing a forum for improving communication between the Council members and senior management, finance, risk and compliance managers, internal and external auditors.

## 2 Authority

The Committee is directly responsible to Council for discharging its responsibilities as set out in this Charter. The Committee has no financial or other delegated authority from Council.

The Committee's role is to undertake oversight and provide advice and recommendations to Council. The Committee has no authority to provide direction to Council and is therefore independent of management.

The Committee will, through the Chief Executive Officer, have access to appropriate administrative and management support to enable it to discharge its responsibilities effectively.

### 2.1 Committee Responsibility

The Committee has the responsibility to:

- 2.1.1** Review and recommend key documents and reports that are to be adopted by Council, including annual financial reports, annual performance statements, new or revised policies and other documents that assist in maintaining a strong internal control environment;
- 2.1.2** Review and recommend internal and external audit plans, including internal audit plans with an outlook of greater than one year;
- 2.1.3** Provide advice and make recommendations to Council on matters within its area of responsibility;
- 2.1.4** Seek resolution on any disagreements between management and the external auditors on financial reporting;
- 2.1.5** Seek resolution of any disagreement between management and the internal auditors on internal audit recommendations.
- 2.1.6** Recommend that Council obtain relevant independent experts, where it considers that it is necessary to execute its responsibilities;
- 2.1.7** Seek any relevant information it requires from Council, Council Officers (who are expected to co-operate with the Committee's requests) and external parties;
- 2.1.8** Meet with Council Officers, internal and external auditors and other parties as required

to discharge its responsibilities.

### 3 Membership

The appointment of independent members to the Committee (Independent Members) as outlined in this Charter enables the Committee to provide advice to Council on matters related to its responsibilities based on broader skills and experience than might otherwise be the case and in doing so, bring additional benefits to Council. The Committee is to comprise of six members (two Councillors and four independent), appointed by Council.

#### 3.1 Councillor Members of the Committee:

- 3.1.1 The Mayor is appointed as a Councillor representative to the Committee
- 3.1.2 An additional Councillor representative will be appointed to the Committee by Council resolution on an annual basis.
- 3.1.3 Should the Mayor or Councillor representative be unable to attend a Committee meeting, meeting organisers will make reasonable attempts to reschedule the meeting to a date and time that suits all attendees.  
  
Where a Councillor is unable or unavailable to attend multiple consecutive meetings, Council may, by resolution, appoint an alternative Councillor representative to the Committee.
- 3.1.4 Councillor representatives of the Committee do not receive any additional remuneration as a result of being a member of the Committee.

#### 3.2 Independent Members of the Committee:

- 3.2.1 Independent members must collectively have expertise in financial management and reporting, risk management and experience in public sector management. Independent members must have sufficient skills and experience to add value to the Committee.
- 3.2.2 Independent members of the Committee must not be a member of Council staff.
- 3.2.3 Independent members will be appointed as set out in section 14.
- 3.2.4 Independent Audit and Risk Management Committee members may receive remuneration pursuant to section 53(6) of the Act.
- 3.2.5 The remuneration fee is determined through a resolution of Council.

#### 3.3 Chairperson of the Committee:

- 3.3.1 The Chairperson must be an Independent member of the Committee.
- 3.3.2 Council will appoint the Chairperson of the Committee for a 12-month period.
- 3.3.3 If the Chairperson is unable to attend a meeting, the members in attendance at the meeting will appoint a Chairperson for that meeting from among the attending Independent members of the Committee.
- 3.3.4 Membership of the Committee will be reviewed periodically (but at least every three years) by the Council with the aim of ensuring an appropriate balance between continuity of membership, the contribution of fresh perspectives and a suitable mix of qualifications, knowledge, skills and experience.

### 4 Meetings

The Committee will convene for five scheduled meetings per year. Additional meetings may occur if required with authorisation from Council.

#### 4.1 Meeting Schedule

- 4.1.1 The Committee will set, at the final meeting of each calendar year, the schedule of meetings for the following calendar year.
- 4.1.2 Subject to Council or Committee scheduling requirements:
  - 4.1.2.1 Quarterly scheduled meetings are to be held in February, May, August and November
  - 4.1.2.2 Once annually, in September, the Committee shall meet to review the audited Annual Financial Statements and Performance Statement.
- 4.1.3 The Committee may convene, with authorisation from Council, additional meetings as necessary to ensure the performance of their functions as an Audit and Risk Management Committee.

#### 4.2 Meeting Attendance

- 4.2.1 All Committee members are expected to attend each meeting, ~~in person or~~ via video conference.
- 4.2.2 Independent Members are remunerated for each meeting attended.
- 4.2.3 The internal auditor may be required to attend Committee meetings, to present the findings of any internal audits or other reports. Such a representative will be required to act in accordance with the applicable sections of the Local Government Act 2020, including Section 9 (governance principles), Section 125(confidential information) and Sections 127-131 in Division 2 (Conflicts of interest).
- 4.2.4 Council's external auditor is invited to attend Committee meetings (as required), to present the findings of the annual financial and performance audit, and any preliminary reviews. Such a representative will be required to act in accordance with the applicable sections of the Local Government Act 2020, including Section 9 (governance principles), Section 125(confidential information) and Sections 127-131 in Division 2 (Conflicts of interest).
- 4.2.5 A representative(s) of VAGO have a standing invitation to attend meetings of the Committee, as an observer. Such a representative will be required to act in accordance with the applicable sections of the Local Government Act 2020, including Section 9 (governance principles), Section 125(confidential information) and Sections 127-131 in Division 2 (Conflicts of interest).

#### 4.3 Quorum

- 4.3.1 A quorum shall comprise at least one Councillor representative and at least three Independent members.
- 4.3.2 The quorum must be in attendance at all times during the meeting.
- 4.3.3 If, at any point during a meeting a quorum cannot be maintained, the members present may determine to:
  - a) postpone the meeting, including consideration of the remaining agenda items to a later date and/or time where the quorum can be achieved; or
  - b) proceed with the meeting with the understanding that no action or recommendation can be made, other than to receive and note the reports presented.

#### 4.4 Attendance by Council Officers

- 4.4.1 Council's Chief Executive Officer (CEO), or their nominated delegate, has a standing

invitation to attend Committee meetings; however they are not a member of the Committee.

**4.4.2** In addition to the CEO, other Council Officers may be required to attend Committee meetings as advisers or observers, but will not be members of the Committee. These include, but are not limited to:

**4.4.2.1** Director Corporate Services

**4.4.2.2** Manager Corporate Governance

**4.4.2.3** Team Leader Risk and Assurance

**4.4.3** Additional Directors and Managers may be invited to attend and present information if a Committee agenda item is central to their area of responsibility.

#### **4.5 Closed (in camera) Session**

**4.5.1** The Committee has the authority to close the meeting to all non-members of the Committee, as it is deemed necessary to consider matters with regards to confidential business. This can include meeting with either the external or internal auditors in camera.

**4.5.2** The Chairperson is to document the minutes of any “in camera” sessions undertaken by the Committee and forward to the Administration Officer - Governance for inclusion in the official meeting minutes.

#### **4.6 Meeting agenda and minutes**

**4.6.1** The agenda for each meeting is approved by the Committee Chair and Director Corporate Services.

**4.6.2** The agenda and supporting papers are circulated, at least six Business Days prior to the meeting.

**4.6.3** The minutes of the meetings will document the relevant outcomes of the Committee’s discussion.

**4.6.4** The unconfirmed minutes must be reviewed by the Director Corporate Services and the Committee Chair prior to circulation to each Committee member as soon as possible following the meeting.

**4.6.5** The minutes are to be confirmed at the next meeting of the Committee.

**4.6.6** The unconfirmed minutes are to be presented to a Councillor briefing for information only, and to a Council meeting for noting, as soon as practicable following the meeting.

#### **4.7 Administrative Support**

**4.7.1** The Chief Executive Officer is to ensure that an appropriate level of administrative support is provided to the Committee.

## 5 Committee Program

In accordance with Section 54(3) of the Local Government Act 2020, the following agenda items will be considered, as scheduled, for each meeting in accordance with the annual work program.

### 5.0 Officer Reports

#### 5.1 Action Register

On a quarterly basis, the Committee will review and provide feedback on progress with regards to the assigned actions.

#### 5.2 CEO Report

On a quarterly basis (if required), review any litigation, claim or contingency which could have a material effect on Council's financial position or operating result.

#### 5.3 OHS Report

On a biannual basis, the Committee will provide advice and recommendations with regards to the strategic management of OH&S risks. This will be undertaken by:

- 5.3.1 Reviewing Council's high and or extreme OHS risks, ensuring these risks have adequate controls in place to prevent workplace incidents.
- 5.3.2 Reviewing OHS incidents that resulted (or could have resulted) in a moderate or higher outcome, ensuring safety issues in the workplace are being addressed appropriately to reduce the occurrence of workplace incidents.
  - 5.3.2.1 Moderate incidents are those that resulted in medical treatment, lost time or may be a notifiable incident.

#### 5.4 Financial Reports

The Committee will:

- 5.4.1 On a quarterly basis (with the exception of the August meeting), review the presented finance reports to provide the ARMC with ongoing oversight on Council's financial performance throughout the year.
- 5.4.2 On an annual basis, review the Asset Revaluation report to provide assurance that Council's assets are regularly reviewed for changes in valuation.
- 5.4.3 As required, review any changes to the financial reporting standards by the Australian Accounting Standards Board.
- 5.4.4 On an annual basis, review the draft and interim management letters.

#### 5.5 Environmental Reports

The Committee will:

- 5.5.1 On an annual basis, review the Climate Change Mitigating Actions Report which is to be provided by the Environment team.

#### 5.6 Risk Management

The Committee will:

- 5.6.1 On an annual basis, review Council's Strategic Risks to ensure an oversight on the management of these risks.
- 5.6.2 On a quarterly basis, review the High and Extreme Operational Risks of Council to provide assurance that management is taking appropriate action to reduce the risks to as low as reasonably practicable (ALARP).
- 5.6.3 On an annual basis, review the fraud and corruption risks within Council, and consider

the effectiveness of the control strategies in the prevention and minimisation of potential risks.

- 5.6.4** On a quarterly basis, review the risks associated with four major projects to ensure that the project teams are adequately assessing and controlling these risks to as low as reasonably practicable (ALARP).
- 5.6.5** On a biannual basis, review the insurance claims lodged in the previous six months, to ensure that Council is taking appropriate action to reduce further occurrences of a similar nature.
- 5.6.6** On an annual basis, review the appropriateness and effectiveness of Council's business continuity plan, following the annual exercise.
- 5.6.7** On a biannual basis, review the overdue audit items from completed audits.
- 5.6.8** This provides an overview of the number of insurance policies that Council purchase to minimise exposure to claims. It also provides details of insurance premiums and how they vary year on year.
- 5.6.9** On an as needs basis, review reports provided by Council on significant incidents, for example flood updates.

### **5.7 Governance and Compliance**

The Committee will:

- 5.7.1** On an annual basis, review the Gifts disclosure registers to ensure transparency.
- 5.7.2** On an annual basis, review the Public Interest Disclosures in accordance with the Public Interest Disclosures Act 2012.
- 5.7.3** Review Councils Legislative Compliance activities to provide assurance the Council is compliant with all Acts under which Council operates on an annual basis.

### **5.8 Procurement**

The Committee will:

- 5.8.1** On an annual basis, review the purchase orders vs purchase requisitions to monitor compliance with Council policies and procedures.

### **5.9 ICT Reports**

On an annual basis, the Committee will review the following reports provided by ICT:

- 5.9.1** Disaster Recovery Plan Report
- 5.9.2** Penetration Testing Report

## **6 Internal Audits**

The Committee will:

- 6.1.1** On a quarterly basis, review the report on overdue actions from previous internal audits, assessing Council performance in managing unacceptable risks identified in the audit.
- 6.1.2** On an annual basis, review the effectiveness of the internal audit function with Council Officers and the Internal Auditors.
- 6.1.3** On an annual basis, review three-year internal audit plan, including progress on the annual internal audit program.
- 6.1.4** On a quarterly basis, review the Internal Audit Reports, including findings, recommendations and agreed actions, as completed by Council's Internal Auditor.

- 6.1.4.1** Review Internal Audit reports, management responses and advise Council on significant issues identified.
- 6.1.4.2** Review the list of agreed actions from internal audit recommendations, to monitor completion of the agreed actions.
- 6.1.5** On a quarterly basis, as provided by the Internal Auditor, review the Publications Report to keep abreast of current events, Ombudsman and IBAC reports and potential areas of interest for Council.
- 6.1.6** On an annual basis, meet “in-camera” with the internal auditors to discuss the audit process, Council responsiveness to the conducted audit and any other issues that are deemed appropriate.

## 7 Audit and Risk Management Committee Planning and Reporting

The Committee will:

- 7.1.1** On an annual basis, establish the ARMC meeting dates for the following year.
- 7.1.2** On an annual basis, review the ARMC Annual Work Program, with recommendations to ELT prior to endorsement.
- 7.1.3** On a biennial basis, review the ARMC Charter, with recommendations to Council prior to adoption.
- 7.1.4** On an annual basis (in accordance with Section 54(4) of the Local Government Act 2020), undertake an assessment of the performance of the Committee against the requirements of the ARMC Charter to assess the effectiveness of the Committee to Council.  
This assessment is to be tabled by the Chief Executive Officer at the following Council Meeting in accordance with section 8.2 of this Charter.
  - 7.1.4.1** This can include feedback from Council (via the Councillor Representatives) and from the independent members of the Committee.
  - 7.1.4.2** The intent of the review is for continuous improvement in the effectiveness of the Committee in assisting Council to manage risks.
  - 7.1.4.3** The Chief Executive Officer may engage an external independent body to facilitate the review, where deemed appropriate.
- 7.1.5** On a biannual basis, the ARMC Chair, (on behalf of the Committee), is to provide an audit and risk report to Council that describes the activities of the Audit and Risk Committee and includes its findings and recommendation.

These reports are to be tabled by the Chief Executive Officer at the following Council Meeting.

## 8 General Business

- 8.1.1** On an as required basis, the CEO will provide additional information to the ARMC. This information may be provided in-camera if the information is of a sensitive or confidential nature.
- 8.1.2** On an as required basis, within its purpose and authority, the Committee will review and assess any other matter deemed necessary by the Committee or requested by the Council or Chief Executive Officer.

## 9 Financial and Performance Statements

In September of each year, the Committee will meet with management and the external auditors to review the audit results, process and provide feedback where appropriate on improvements to the financial performance and external audit process.

### 9.1 Annual Financial Statements and Performance Statement

**9.1.1** Review the Annual Financial Statements and Performance Statement, including:

- 9.1.1.1** difficulties encountered during the audit;
- 9.1.1.2** complex and/or unusual transactions identified during the audit;
- 9.1.1.3** related-party transactions;
- 9.1.1.4** any judgmental areas for adjustments recommended by External Auditors, for example, those involving valuation of assets and liabilities; environmental liability and other commitments and contingencies.
- 9.1.1.5** consideration as to whether it is complete, consistent with information known to the Committee members, and reflects appropriate accounting principles and standards.
- 9.1.1.6** all regulatory compliance matters have been considered in the preparation of the Annual Financial Statements and Performance Statement.
- 9.1.1.7** all matters required to be communicated to the Committee under the Australian Accounting and Auditing Standards.

**9.1.2** Review and recommend adoption of Annual Financial Statements and Performance Statement to Council;

- 9.1.2.1** review any significant changes and the reasons for the changes that may arise subsequent to any such recommendation, but before Annual Financial Statements and Performance Statement is signed by the Principal Accounting Officer, nominated Councillors and the Chief Executive Officer.

**9.1.3** Review the Councillor Expenses register, assessing any unusual claims for reimbursements.

**9.1.4** Review any litigation, claim or contingency which could have a material effect on Council's financial position or operating result.

### 9.2 Management Letters

The Committee will review and provide feedback on both the Interim Management Letter and the Management Letter, provided by the external auditors.

### 9.3 Related Third Parties

The Committee will:

- 9.3.1** Review the processes for the identification, nature, extent and reasonableness of related party transactions.
- 9.3.2** Review related party transactions arising from the end of year external audit process.

### 9.4 External Audit

The Committee will:

- 9.4.1** Foster a positive working relationship with Victorian Auditor General's Office (VAGO) or its representative;
- 9.4.2** Be briefed by the External Auditor on the audit engagement and the overall audit

strategy of the Victorian Auditor General's Office (VAGO) at the commencement of each year's audit process.

- 9.4.3 Review the external audit report, performance report, and other reports and advise Council on significant issues identified.
- 9.4.4 Provide feedback to VAGO on draft strategies, reports and opportunities for improvements
- 9.4.5 Provide advice to management on action to be taken on significant issues raised in relevant VAGO reports or better practice guides.
- 9.4.6 Review the appropriateness, timeliness and effectiveness of the management responses to the recommendations by the External Auditor.
- 9.4.7 Review the performance of the External Auditors annually.
- 9.4.8 The Committee shall meet in private with the external auditors at least annually.

## 10 Reporting to Council

The Committee is responsible for ensuring that Council is kept informed of any relevant matters that may arise from the Committee meetings.

### 10.1 Committee Minutes

- 10.1.1 Minutes from each Committee meeting will be presented to Council, summarising progress, matters discussed and any issues the Committee wishes to share with all Councillors.

### 10.2 Committee Performance Assessment

- 10.2.1 The Annual Performance Assessment will be provided to the Chief Executive Officer for presentation to Council in accordance with Section 54(4) of the Local Government Act 2020 (Act).

### 10.3 Committee Biannual Activities Report

- 10.3.1 The Committee will prepare a biannual audit and risk report in accordance with Section 54(5) of the Act that describes the activities of the Audit and Risk Management Committee and includes the Committees findings, recommendations, and agreed actions.
- 10.3.2 This report will be provided to the Chief Executive Officer for reporting to Council biannually.
- 10.3.3 The Chair of the Committee, or a representative on behalf of the Committee, will present the Activities Report to a Councillor Briefing prior to the report being presented to Council.

### 10.4 Other Reporting

- 10.4.1 Pursuant to section 54(6)(b) of the Act, the Chief Executive Officer is required to table reports to Council upon request by the Chairperson of the Audit and Risk Management Committee.

### 10.5 Internal Audit Reporting

- 10.5.1 The Strategic Internal Audit Plan is to be presented to a Councillor Briefing prior to commencement of each financial year.
- 10.5.2 Internal audit reports shall not be made public.

## 11 Ethics and Conduct

### 11.1 Ethics and Conduct

The Committee will:

- 11.1.1** Assess the internal process for management's identification and control of unethical behaviours or conduct.
- 11.1.2** Ensure the Internal Auditors have regard to ethics in the development of the internal audit plan and in the conduct of internal audit projects.
- 11.1.3** Review the outcomes of, and monitor any subsequent recommendations and management responses to, independent investigations into ethical matters and monitor the outcomes
- 11.1.4** Review whether the Council has procedures for it to receive, retain and treat complaints, including confidential and anonymous employee complaints under the Public Interest Disclosures Act 2012.

## 12 Performance Evaluation

### 12.1 Annual Performance Assessment

The Committee will:

- 12.1.1** Undertake an annual assessment of its performance against the Audit and Risk Committee Charter in accordance with section 54(4a) of the Act.

### 12.2 Review of Independent Members Performance

- 12.2.1** The Committee Chair, in conjunction with management, will undertake formal reviews of performance of the Independent members of the Audit and Risk Management Committee before directly reappointing them for a second term.
- 12.2.2** In relation to the Committee Chair, the CEO and one Committee Council Member will undertake a formal review of the performance of the Committee Chair before directly reappointing them for a second term.

## 13 Committee Integrity

Part 6 of the Local Government Act 2020 applies to Independent Members, as if the member were a member of a delegated Committee. Independent members must act with integrity at all times, they must not misuse their position, give direction to staff or reveal confidential information.

### 13.1 Misuse of position

Section 123 of the Local Government Act 2020 applies to Independent Members, as if the member were a member of a delegated Committee.

The Independent Member must not intentionally misuse their position:

- to gain or attempt to gain, directly or indirectly, an advantage for themselves or for any other person; or
- to cause, or attempt to cause, detriment to the Council or another person.

### 13.2 Directing a member of Council Staff

Section 124 of the Local Government Act 2020 applies to Independent Members, as if the member were a member of a delegated Committee.

The Independent Member must not intentionally direct, or seek to direct, a member of Council staff.

### 13.3 Confidential Information

Section 125 of the Local Government Act 2020 applies to Independent Members, as if the

member were a member of a delegated Committee.

An Independent member must not intentionally or recklessly disclose information that the person knows, or should reasonably know, is confidential information.

#### **13.4 Conflict of Interest**

While, in accordance with the Division 2 of the Local Government Act 2020, Committee members are not formally required to declare conflicts of interest, they are encouraged to notify the Committee Chair if they have personal conflict of interest that may influence their contributions to discussions on any agenda item.

## **14 Appointment of Independent Members**

### **14.1 Position Description**

**14.1.1** A position description for Independent members will be established and maintained for each of the four Independent member positions. A skills matrix assessment is to be established that identifies the particular blend of skills and experience required for each particular role.

**14.1.2** Applications received for Expressions of Interest (EOI) for an Independent Member of the Audit and Risk Management Committee will be required to provide a cover letter and resume.

### **14.2 Term of Appointment for Independent Members**

**14.2.1** With the exception of section 12 of this Charter, Independent Members will be appointed through a publicly advertised process and merit-based selection.

**14.2.2** Independent members are to be appointed for an initial three-year term.

**14.2.3** Independent members may be directly reappointed for a second three-year term, through Council resolution, following a review of the performance of the Independent member as set out in section 12 of this Charter.

**14.2.4** If the Independent Member is not directly reappointed for a second term, or at the conclusion of a second term on the Committee, the Independent Member may seek re-appointment under section 12.

**14.2.5** An Independent Member may seek reappointment for a third and final term on the Committee through this process.

## **15 Induction and Training**

### **15.1 Induction**

New members will receive relevant information and briefings upon their appointment to assist them to meet their Committee responsibilities.

### **15.2 Training**

The Committee will adopt and maintain a program of induction, training and awareness raising for its members, with the objective of enabling the Committee to keep abreast of contemporary developments and leading practices in relation to its functions.

## **16 Review of the Committee Charter**

The Committee shall review the Charter every two years, or earlier as required. Any proposed changes will be submitted to Council for approval, through the Chief Executive Officer.