

Corporate Governance & Audit Committee Co-optee Role Profile

Definition:

What is a Co-optee?

A Co-optee is a lay person, with an interest in oversight and governance of decisions and administrative actions that are being made by the council.

A Co-optee will contribute equally to the constructive work of the Corporate Governance and Audit Committee.

When decisions are taken by vote, the Co-optee will have the right to participate in the discussion but will not have the right to vote.

Experience, Skills and Knowledge:

What are the key experiences, skills, and knowledge do you need to effectively carry out the role?

- Knowledge as a finance professional (demonstrated by qualifications held, or gained, or experience in a large organisation).
- Experience of dealing with professional experts and advisors (such as external auditors).
- Experience of corporate governance, gained by working with, or within, a complex multifunctional organisation in any sector, including national or international commercial organisations.
- Effective communication.
- Listening, questioning and constructively challenging.
- The ability to look at issues from a broad perspective across Kirklees and beyond.
- Knowledge of the Kirklees area, its demography, and its challenges.
- The ability to work as a team with other Committee members and officers.
- The ability to weigh up information to reach conclusions and recommend actions.
- An interest in local matters.
- The ability to listen with an open mind to the points of view of others.
- The ability to not pre-judge outcomes or show bias, for example, party political bias.
- An ability to attend meetings of the committee, held during the daytime, in person wherever possible.
- A level of IT skills and connectivity (to participate in online virtual meetings if necessary).

Key tasks:

What are the key tasks associated with the role?

- Attending Committee meetings, approximately 6 times per year (additional meetings on an exceptional basis) with a commitment to attend most, if not all meetings. Please note that there is an expectation that you will attend meetings in person rather than virtually
- Attending the compulsory training provided.
- Reading papers and reports in preparation for meetings.
- Asking appropriate questions on issues.
- Assessing the evidence and information provided at meetings to form views and opinions.
- Contributing to discussions and to consideration of proposed actions.
- Undertaking work on assigned tasks (limited).

Corporate Governance & Audit Committee

Co-optee

Information Pack

What does Corporate Governance and Audit Committee do?

1. Although the Council has responsibility for all decisions and actions of the authority its operational direction is driven by a leader and Cabinet who take most operational policy decisions. Most operational decisions are taken by officers of the Council.
2. The Corporate Governance and Audit Committee oversees many of the operational decisions of officers, and advises the council on many aspects of governance and decision making including;
 - (a) The constitution.
 - (b) The role of Cabinet.
 - (c) Procedure rules (for council; and financial, and contracts).
 - (d) Members allowances.
3. The principle roles of the Corporate Governance & Audit Committee, in its "Audit Committee" role are to oversee;
 - (a) Accounting policy and arrangements, including approval of the final accounts of the council.
 - (b) Treasury Management policies.
 - (c) The work of the council external auditor.
 - (d) The work of the council's internal audit team.
 - (e) Matters related to internal control.
 - (f) Matters related to risk management.
 - (g) Arrangements to oversee assurance and to achieve sound corporate governance

The current terms of reference of the Corporate Governance & Audit Committee are set out at the end of this Information Pack.

Who is on the Corporate Governance and Audit Committee at present, and how does it work?

4. The Corporate Governance and Audit Committee has seven formal Members of the Committee, who are in broad proportion to the mix on the full council, a substitute panel of other members who can attend as replacements, and three ex officio members who represent the Cabinet (resources), Standards Committee and Scrutiny Committee (and who can participate in the meeting but not vote).
5. The meeting is also attended by a group of officers and contractors who attend most meetings (from Monitoring, Internal and External Audit, and Accountancy - finance), plus a Governance Officer who arranges meetings, produces agendas, and keeps minutes.
6. The Committee carries out its business formally - responding to written reports, and most of the meeting is conducted in public. Some confidential matters are considered in private. The Co-optee would be expected to attend

the whole of the meeting and recognise confidentiality protocols. There are occasional informal sessions that usually involve training.

7. There is an ability for the Committee to meet either or both of the auditors in private.

Why is Corporate Governance & Audit Committee appointing a co-optee?

8. There has been advice from CIPFA for some time that having independent members on audit committees is good practice. The government recently hinted that it might make this compulsory but wanted initially to encourage authorities to appoint at least one independent member to the Committee.
9. The Committee wants to bring in someone with complementary rather than equivalent skills. All members have a strong community ethos, many have widespread experience of council and policy making and some have significant experience in leading and managing the authority and often in work and other public roles, including running other complex organisations.
10. The desire though is to select someone with strengths in, and knowledge about finance (not necessarily gained in the public sector) with a view almost to avoiding any group think and being willing to constructively challenge all matters (not just financial), within the remit of the Committee.

Is the Corporate Governance & Audit Committee a political meeting?

11. Corporate Governance & Audit is a key part of the council's process, and occasionally discusses operational practices for the council into which there is an element of political input (e.g. rules for speaking in meetings). However, the bulk of business, particularly that that relates to accounting, finance, and risk management it is impartial, not political, and involves councillors from across all of the political groups working together. Councillors and the co-optee should 'leave their party politics at the door', to look objectively at the issue and agree conclusions and recommendations, which are based on evidence and are in the best interest of Kirklees residents. The co-optee should focus on the non-political aspects of all of the Committee's activities.

About this role?

12. The intention is to appoint someone who will hold the post initially for 1 year, with a view to reappointment for up to two further, one-year periods thereafter. This aligns with similar practice in the private, voluntary, and wider public sector (though it is acknowledged that independent members of some organisations have longer role lengths). There is a six-month probation period for both parties to provide feedback and highlight any concerns or identify areas that may require additional development or support. You can of course resign at any time.
13. During the time of appointment, the co-optee will be a full member of the committee, although not allowed to vote. The co-optee will not be the chairperson of the committee.
14. Although the council often seeks co-optees on a voluntary basis, in this case there is a nominal payment intended to reflect the fact that the council is recognising a degree of professional level input, but the payment is one of principle, typical of other authorities, rather than meant as a reward at an appropriate salary. In addition to salary, whilst travelling expenses to meetings

- (in Kirklees) will not be paid, you may be entitled to childcare or carers allowance (subject to evidence, payment not to members of your household).
15. The committee meets about 6 times a year, for about 2 hours. You will be sent a pack of information and reports about 1 week before the meeting and expected to reasonably familiarise yourself with its contents.

Is this the role for you?

16. There are some limited restrictions on co-optees; these are being over 18, not being a council Member or Officer in the last 5 years, and not having been offered advice from anyone from the Council concerning your conduct or contact with the Council. Because the appointment cannot be used to raise any grievances, we ask also that you are open about any complaints you have outstanding with the council, and we will consider if the unresolved matter is important as to cause a risk of conflict of interest. For this reason for this post, we also ask that you are not a current member or officer of any other local authority, and that you are not the owner or a manager of any organisation that is a supplier or prospective supplier to the council. Again in this case we recognise that this will not always be a conflict, so will ask you to explain. The Committee meets about 6 times per year (usually, at present, on Friday mornings) arranged around key events, like the approval of the accounts, or receipt of auditor's reports. Additional meetings may be held on an exceptional basis.
17. The council normally asks that co-optee is resident in the Kirklees area. This criterion does not apply in this case. You need though be able to demonstrate a link to Kirklees and an understanding of its geography, demography etc.

Still Interested; How to apply

We would be very pleased to hear from you - please complete the application form and return it to executive.governance@kirklees.gov.uk

Please e-mail completed statements to:- executive.governance@kirklees.gov.uk

Constitution; Terms of Reference

**Corporate Governance and Audit Committee
Membership**

Seven members, plus the following four ex-officio members with rights to speak but not vote:

- Member of the Cabinet with responsibility for Corporate Governance
- The Chair of the Overview & Scrutiny Management Committee,
- The Chair of the Standards Committee
- Person having specialist knowledge of:
 - (a) Financial management and governance of a complex organisation- full participation.
 - (b) treasury management- to be appointed and attend as required.

No leaders of any group shall be a member of the Committee.

Proportionality need not apply to this Committee.

Terms of Reference

Delegated authority in respect of all powers and duties set out below and all other Council functions not required to be determined by the full Council and not delegated to any other committee:

1. To be responsible for:
 - 1.1. Monitoring the operation of the council's Constitution and keeping its terms under review, including all procedure rules
 - 1.2. Making recommendations to the council for any change or additions to the procedure rules or Articles of the Constitution or executive arrangements
2. To determine all matters relating to the adoption and operation of the Members' Allowances Scheme including recommendation to the council of the adoption of or amendment to any such Scheme
3. To keep under review the portfolios of the Cabinet and the terms of reference and delegations of Council functions to committees and formally appointed bodies and officers.
4. To consider the council's arrangement relating to accounts including
 - (a) the approval of the statement of accounts and any material amendments of the accounts recommended by the auditors
 - (b) to keep under review the council's financial and management accounts and financial information as it sees fit
5. To consider the council's arrangements relating to the external audit requirements including:
 - (a) the receipt of the external audit reports so as to;
 - (i) inform the operation of the council's current or future audit arrangements
 - (ii) provide a basis for gaining the necessary assurance regarding governance prior to the approval of the council's accounts
6. To consider the council's arrangements relating to internal audit requirements including:
 - (a) considering the Annual Internal Audit report, reviewing and making recommendations on issues contained therein
 - (b) monitoring the performance of internal audit
 - (c) agreeing and reviewing the nature and scope of the Annual Audit Plan
7. To review the adequacy of the council's Corporate Governance arrangements. This will include (but not be limited to) the following:
 - 7.1. Internal control and risk management;
 - 7.2. Oversight of whistleblowing and the Council's whistleblowing policy;

7.3. Oversight of the complaints process and the role of the Local Government Ombudsman.

7.4. Oversight of Information Governance and the role of the ICO;

7.5. To review and approve the annual statement of Corporate Governance.

8. To agree and update regularly the council's Code of Corporate Governance, monitoring its operation and compliance with it, and using it as a benchmark against performance for the annual Statement of Corporate Governance.

9. To designate the Head of Paid Service, the Monitoring Officer and all statutory "proper officers".

10. To approve payments or provide other benefits in cases of maladministration as required and make recommendations arising from any review of a report of the Local Government and Social Care Ombudsman

11. Following a decision of Council to undertake a community governance review to agree the terms of reference for and conduct such a review, making recommendations to Council who will determine the outcome of such reviews.

12. Functions relating to elections and parishes set out in Part D of Schedule 1 to the Local Authorities (Functions and Responsibilities) (England) Regulations 2000 (or any replacement or amendment of it)

13. Charities and charitable trusts (so far as not the responsibility of Cabinet).

14. Responsibility for reviewing and challenging all treasury management activities.

15. To determine appointments of individuals to outside bodies (except school governing bodies) and revocation of such appointments.

16. To determine nominations for charitable trustees in cases where there has been failure reach agreement.

17. To receive updates and monitor compliance with the Council's Regulation of Investigatory Powers Act