

# Northern Ireland Audit Office (NIAO)

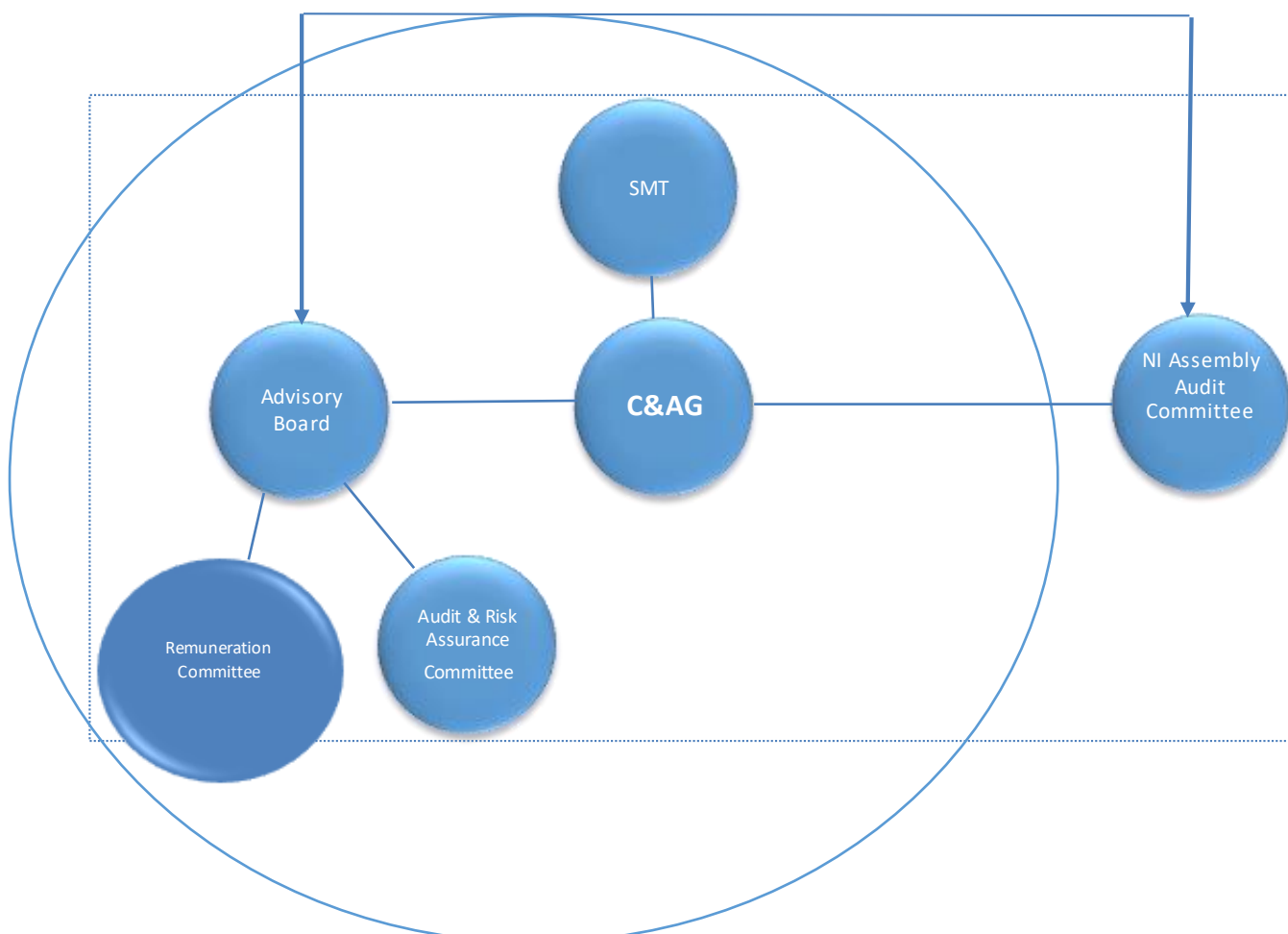
## Advisory Board Terms of Reference

### 1. Constitution and Purpose

The Advisory Board is responsible for providing objective and impartial advice to the Comptroller and Auditor General (C&AG) to assist him in the discharge of his functions and works in partnership with the Comptroller and Auditor General and the Senior Management Team. The Board scrutinises the work of the NIAO in the five areas of strategic clarity, commercial sense, talented people, results focus and management information, as set out in 'Corporate governance in central government departments: Code of good practice NI 2013' issued by DoF, with the objective of providing constructive challenge. It also scrutinises and advises on Office finances on an ongoing basis.

### 2. Membership

The Advisory Board, as set out in the governance structure below, comprises both executives (C&AG and Chief Operating Officer (COO)) and non-executive members, the latter bringing an independent and external perspective to the work of the Board.



The Chairperson of the Advisory Board is appointed by the C&AG through open competition, based on merit, following endorsement by the Audit Committee of the Assembly. Non-executive members will be similarly engaged and will be members of the Advisory Board.

The appointment panel for the chairperson competition will comprise, as a minimum, three persons, including a member of the Audit Committee of the Northern Ireland Assembly and the C&AG. For non-executive members, it will similarly comprise three persons as a minimum, including the C&AG and the Chairperson of the Advisory Board.

Each member will be appointed for a three year period, which may be extended for a maximum of a further three years by the C&AG with the endorsement of the Audit Committee of the Assembly.

At least one non-Executive should have recent and relevant financial experience. The Chairperson and the C&AG will identify the other skills required which should inform the appointment of non-executives. The required skills set should be reviewed periodically.

[In light of recent changes to our governance structure, these arrangements will be reviewed in detail when the NI Assembly returns]

### **3. Responsibilities**

The Advisory Board advises and challenges the C&AG on the key business areas, as set out in section 1 above. Under the guidance of the Chairperson, the Advisory Board will:

- (1) provide effective strategic advice to the C&AG in the delivery of his/her responsibilities;
- (2) bring independence of thought, informed by experience gained from outside of the Northern Ireland Audit Office;
- (3) provide advice in the development and implementation of the Northern Ireland Audit Office's business transformation programme;
- (4) advise the C&AG on the use of resources providing challenge, advice and rigour to the decision-making process; and
- (5) advise the C&AG on the delivery of the Northern Ireland Audit Offices objectives.

The Chairperson will agree a forward programme of work in consultation with the Board which will be documented in the minutes of the Advisory Board meetings. The programme should aim to cover the five areas noted above (as detailed in the Senior Management Team's (SMT) Terms of Reference), but will be kept under regular review and amended as necessary to prioritise matters of a topical or urgent nature on which the C&AG seeks the Board's advice.

## **4. Access**

The Chairperson of the Advisory Board will have access to the Chairperson of the Audit Committee of the Northern Ireland Assembly.

The Northern Ireland Assembly Audit Committee shall have the opportunity to meet with the non-Executive members of the NIAO Advisory Board once per year.

## **5. Meetings**

The Advisory Board will normally meet at least four times a year. The Chairperson of the Board may convene additional meetings, if necessary. The C&AG may also ask the Advisory Board to convene further meetings to discuss particular issues on which he wants the Board's advice.

A minimum of two non-executives and one executive member of the Advisory Board must be present for the scheduled meeting to be deemed quorate. If appropriate, a meeting may be conducted by conference call. Non-executives members will have free and confidential access to the C&AG and may also meet informally without executive members at any time outside of scheduled meetings. The Advisory Board may meet in private, if necessary.

If any member is unable to attend a meeting, the Chairperson will brief them on the business conducted.

In the event of extenuating circumstances preventing the Chairperson from participating in any Advisory Board meeting, members of the Board will select a non-Executive to fulfil chairing duties for that meeting.

The Advisory Board may ask any other officials of the Office to attend to assist with its discussions on any particular matter.

## **6. Information Requirements**

A member of NIAO Corporate Services will provide secretariat support to the Advisory Board. Papers required will be with members at least five working days in advance of the meeting. Standing agenda items are:

1. Apologies;
2. Declaration of conflicts of interest;
3. Minutes of previous meeting held and matters arising; and
4. A report on strategic financial management and budgeting.

The business conducted at the Advisory Board, and actions required, are recorded in minutes prepared by the secretariat. The draft Advisory Board minutes will be circulated within two weeks of the meeting to the members and agreed at the next meeting of the Board.

## **7. Conflicts of Interest and Conduct**

Advisory Board members will apply the principles of public service as set out in the NIAO Code of Conduct. This will include advising of any external interests which may conflict with duties and responsibilities in accordance with NIAO Code of Conduct arrangements.

## **8. Reporting**

Following approval of the minutes, they will be made available on the NIAO website except for any minutes of private meetings. Issues raised in the Advisory Board may also be communicated through the Office's internal communication channels to staff.

The remuneration, expenses and hospitality of members of the Board will be published by the Office.

## **9. Review and Approval**

This Terms of Reference will be reviewed by the Board at least annually and presented to the C&AG for approval.

Chair's Signature

Date

C&AG's Signature

Date