

Audit & Risk Management Committee

Date & Time: Tuesday 3 October 2023, 2.00 pm
Location: Governance Meeting Room, Alexandrina Council

Meeting Opened: 2.05 pm

1. Present

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| Peter van der Eijk | Independent Chairperson |
| Vicki Tomlinson | Independent Member |
| Claudia Goldsmith | Independent Member |
| Stephanie Juhas | Team Leader Management Accounting, City of Victor Harbor |

In Attendance

| | |
|----------------------|---------------------------------|
| Kellie Knight-Stacey | Acting Executive Officer, FRACA |
| Danielle Leckie | Administration Officer, FRACA |
| Samantha Creten | Dean Newbery |
| Anton Bure | Dean Newbery |

2. Apologies

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| Trish Kirkland | General Manager Resources, Alexandrina Council |
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3. Conflicts of Interest

Nil

4. Minutes of Previous meeting

4.1. A&RMC Minutes

Motion: ARMC00262
Moved: Vicki Tomlinson
Seconded: Stephanie Juhas

The Audit & Risk Management Committee endorse the minutes of the meeting held 23 May 2023.

CARRIED

5. Business Arising

5.1. A&RMC Annual Work Plan 2023

Motion: ARMC0263
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

1. That the Audit and Risk Management Committee receive and note the updated Board Annual Work Plan 2023 as presented at Attachment 5.1a.
2. That the Audit and Risk Management Committee:
 - i. receive and note the updated ARMC Annual Work Plan 2023 as presented at Attachment 5.1b; and
 - ii. endorse the actions recommended for continuation with all others placed on hold pending the outcome of the Executive Structure Review.

- 3. That the Audit and Risk Management Committee receive and note the 2023 ARMC Self-Assessment survey for completion prior to the next ARMC meeting scheduled in October 2023.*

CARRIED

6. Verbal Report

Motion: ARMC00264
Moved: Vicki Tomlinson
Seconded: Claudia Goldsmith

The Audit and Risk Management committee receive and note the verbal report as provided by the Executive Officer.

CARRIED

7. Reports

7.1. Audit Completion Report 2022/2023

Motion: ARMC00265
Moved: Claudia Goldsmith
Seconded: Vicki Tomlinson

- 1. The Audit and Risk Management Committee receives and notes the 2022/2023 Audit Completion Report;*
- 2. The Audit and Risk Management Committee provides the following feedback to the Board:*
 - a. The Auditors reported that the audit was challenging due to identified misstatements, lack of balance sheet reconciliation and lack of review of journal entries throughout the financial year 2022/2023;*
 - b. A new Auditor will need to be appointed for the financial year 2023/2024.*

CARRIED

7.2. Audited Financial Statements 2022/2023

Motion: ARMC00266
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

- 1. The Audit and Risk Management Committee advises the Board that it has reviewed the audited financial statements of the Fleurieu Regional Aquatic Centre Authority for the financial year ended 30 June 2023 and is satisfied that they present fairly the state of affairs of the Authority.*
- 2. The Audit and Risk Management Committee recommends that the Board:*
 - i. adopt the Fleurieu Regional Aquatic Centre Authority Annual Financial Statements 2022/2023 as amended; and*
 - ii. authorises the Board Chairperson and Acting Executive Officer to sign the Certification of the amended Financial Statements on behalf of the Authority.*

CARRIED

7.3. Report on Financial Results 2022/2023

Motion: ARMC00267
Moved: Stephanie Juhas
Seconded: Vicki Tomlinson

That the Audit and Risk Management Committee receives and notes the 2022/2023 Budget v Actuals analysis and advises the Board that it is satisfied with the explanations for material variances.

CARRIED

7.4. FRACA Annual Report 2022/2023

Motion: ARMC00268
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

1. *The Audit and Risk Management Committee recommends that the Authority Board:*
 - i. *adopt the FRACA Annual Report 2022/2023 as reviewed and amended by the Committee on 3 October 2023; and*
 - ii. *authorise the Executive Officer to make any immaterial changes required prior to submission to Constituent Councils; and*
 - iii. *request the Executive Officer prepare the appropriate documents for submission of the FRACA Annual Report 2022/2023 to Constituent Councils once endorsed by the Authority Board in accordance with the Authority Charter.*

CARRIED

7.5. Treasury Report

Motion: ARMC00269
Moved: Vicki Tomlinson
Seconded: Claudia Goldsmith

The Audit and Risk Management Committee receives and notes the report on Treasury Management performance.

CARRIED

8. Confidential Reports

8.1. Strategic Risk Management Framework

Motion: ARMC00270
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

Pursuant to section 90(2) of the Local Government Act 1999, the Committee orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacey, and FRACA Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.1 Strategic Risk Management Framework.

The Committee is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

commercial information of a confidential nature (not being a trade secret) the disclosure of which –

- (i) could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and*
- (ii) would, on balance, be contrary to the public interest.*

Accordingly, the Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed by the need to keep the information and discussion confidential to prevent the disclosure of commercial information of a confidential nature (not being a trade secret) as it includes information relating to the commercial operations of the YMCA.

CARRIED

8.2. Management Agreement

Motion: ARMC00272
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

Pursuant to section 90(2) of the Local Government Act 1999, the Committee orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacey, and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.2 Management Agreement.

The Committee is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

commercial information of a confidential nature (not being a trade secret) the disclosure of which –

- (i) could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and*
- (ii) would, on balance, be contrary to the public interest.*

Accordingly, the Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed by the need to keep the information and discussion confidential as it includes information that may prejudice the commercial position of the Authority.

CARRIED

8.3. Executive Structure Update

Motion: ARMC00274
Moved: Claudia Goldsmith
Seconded: Stephanie Juhas

Pursuant to section 90(2) of the Local Government Act 1999, the Committee orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacey, and FRACA Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.3 Executive Structure Update.

The Committee is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

commercial information of a confidential nature (not being a trade secret) the disclosure of which –

- (i) could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and*
- (ii) would, on balance, be contrary to the public interest.*

Accordingly, the Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed by the need to keep the information and discussion confidential as it includes information that may prejudice the commercial position of the Authority.

CARRIED

9. Next Meeting: TBC

10. Meeting Closed: 4.31 pm

It should be noted that in accordance with the legal advice received by the Authority dated 26 August 2020, all reports, minutes, attachments, and associated documents from items deliberated by the Authority in confidence, will automatically remain in confidence in perpetuity, unless a resolution of the Board is made to release such items. Items may also be removed from confidence under delegation. At the conclusion of each agenda item that is considered by the Authority in confidence, the default position is for the return to open / public meeting, until such time as a further resolution is made to return to confidential meeting procedures.