

	Function: CORPORATE SERVICES (FINANCIAL MANAGEMENT)	Adopted: 3 rd March 2010 Resolution No.: C117:10
	Policy Number: FIN012	Last Review: 5 th August 2026 Resolution No.: C185:0826
	Version Number: 11	Next Review: August 2030
AUDIT AND RISK COMMITTEE - TERMS OF REFERENCE		

1. ESTABLISHMENT

The Audit and Risk Committee (Committee) is established in accordance with Sections 41 and 126 of the [Local Government Act 1999](#) (Act).

2. DEFINITIONS

Definitions are provided in Attachment 1.

3. FUNCTIONS

The Committee's purpose is to provide independent assurance and advice to Council on:

- Accounting;
- Financial management;
- Internal controls;
- Risk management;
- Governance matters.

The following functions are assigned to the Committee under the [Act](#):

- (a) Review annual financial statements to ensure that they fairly present the state of Council affairs.
- (b) Propose and provide information relevant to, a review of Council's strategic management plans or annual business plan.
- (c) Monitor Council's responsiveness to improvement recommendations, based upon previous audits and risk assessments (including those raised by Council's external auditor).
- (d) Propose and review the exercise of powers under Section 130A of the [Act](#) (Other Investigations).
- (e) Liaise with Council's external auditor.
- (f) Meet with Council's external auditor at least once per year, on a confidential basis, and ensure that:
 - A majority of Committee members are present;
 - Elected members who are not Committee members and Employees are not present.
- (g) Review the adequacy of Council's:
 - Accounting;
 - Internal Controls;
 - Reporting;
 - Other financial management systems and practices;
 on a regular basis.

- (h) Provide oversight of the internal audit work plan planning and scoping.
- (i) Review and comment on reports provided by the person primarily responsible for the internal audit function, on at least a quarterly basis.
- (j) Review and evaluate the effectiveness of policies, systems and procedures established and maintained for the:
 - Identification;
 - Assessment;
 - Monitoring;
 - Management;
 - Review;of strategic, financial and operational risks on a regular basis.
- (k) Review any prudential report obtained by Council under Section 48(1) of the [Act](#).
- (l) Make recommendations to Council on the external auditor appointment under Section 128 of the [Act](#).
- (m) Perform any other function:
 - Referred by Council;
 - Referred by another Council Committee;
 - As required by legislation.

The Committee may also make recommendations to Council, as deemed necessary, within the scope of its terms of reference.

The Committee will comply with Council's policies and procedures.

4. MEMBERSHIP

The Committee will comprise five members in total, appointed by Council as follows:

- (a) Three independent members, who:
 - Cannot be a Copper Coast Council Employee;
 - May be a member(s) of another council Audit and Risk Committee (ARC) or a regional ARC ;
- (b) Two Elected Members.

When considered as a whole, the Committee members must have skills, knowledge and experience relevant to its functions, including in:

- Financial management;
- Risk management;
- Governance;
- Any other area that may be required by legislation.

4.1 Independent Committee Members

Independent members will be appointed for up to four years, as follows:

- (a) Two of the independent members will commence midpoint of the Council term, in December, to provide for continuity.

- (b) The third independent member will be appointed for the Council term, to provide for continuity.
- (c) A sitting fee will be paid for attending Committee meetings, as determined by Council at the inaugural meeting of each newly elected Council. Sitting fees are paid after each meeting (excl GST).
- (d) Expenses will be reimbursed in accordance with Council's Member Allowance and Support Policy (available via Council's website (www.coppercoast.sa.gov.au) (Website)).
- (e) All independent members are required to complete and submit a Primary Return, in accordance with the [Act](#), to the CEO within six weeks of appointment.
- (f) All independent members are required to complete and submit an Ordinary Return in accordance with the [Act](#), to the CEO on or within 60 days after 30 June in each year.
- (g) Should a Casual Vacancy occur in the office of an independent member, the term of office for the newly appointed member will be on a pro-rata basis, from the time of appointment up until the vacating member's term was due to expire (in the relevant December), to provide for continuity.
- (h) At the time of an independent member vacancy occurring, Council will call for expressions of interest.
- (i) Independent members at the end of their term may submit an expression of interest and are eligible for reappointment.
- (j) A selection panel comprising of:
 - An Elected Member (preferably a member of the Committee);
 - The CEO (or delegate);
 - The Director Corporate and Community Services (or delegate);will:
 - Review the expressions of interest received;
 - Undertake a selection and interview process;
 - Make a recommendation for appointment to Council.

4.2 Elected Member Committee Members

- (a) Elected Member Committee members:
 - Will be appointed at the inaugural meeting of each newly elected Council, for their term of office as an Elected Member;
 - Are eligible for reappointment.
- (k) Expenses will be reimbursed in accordance with Council's Member Allowance and Support Policy (available via Council's [Website](#)).
- (b) Council may appoint an Elected Member as a Proxy Member to the appointed Elected Member Committee members, for the purpose of attending and participating in Committee meetings (including voting) where either or both of the appointed Elected Members are unable to attend.
- (c) Should a Casual Vacancy occur in the office of a Committee member, the term of office for the newly appointed Elected Member will be on a pro-rata basis, from the time of appointment for the remainder of their term of office as an Elected Member, to provide for continuity.

4.3 Presiding Member

Council will appoint the Presiding Member. The role of the Presiding Member is to:

- (a) Oversee the orderly conduct of meetings in accordance with the:
 - [Act](#);
 - [Local Government \(Procedures at Meetings\) Regulations 2013](#) (Meeting Regulations);
 - Any other procedures relevant to the Committee;
- (b) Ensure the Guiding Principles under Regulation 4 of the [Meeting Regulations](#) are observed;
- (c) Ensure that all Committee members have an opportunity to participate in deliberations;
- (d) Certify, along with the Chief Executive Officer (CEO), that the external auditor is independent of Council as part of the end of financial year audit process, in accordance with Regulation 22 of the [Local Government \(Financial Management\) Regulations 2001](#).

No Deputy Presiding Member will be appointed. If the Presiding Member is absent from a Committee meeting, then a Committee member will be chosen from those present to preside at the meeting until the Presiding Member is present.

5. MEETINGS

The Committee will meet at least once in each quarter and:

- (a) Meeting dates and times are determined by Council resolution.

A Council resolution determining Committee meeting dates and times expires after the subsequent General Election, meaning each new Council must determine meeting dates and times at its inaugural meeting;
- (b) Meetings will be held at Council's Principal Office, 51 Taylor Street, Kadina (Principal Office);
- (c) Meetings will be conducted in a place open to the public (subject to Section 90 of the [Act](#));
- (d) A notice confirming the venue, time and date of a meeting, along with and an agenda of items to be discussed, will be provided electronically to each member of the Committee (Committee Member Notice) no later than three clear days prior to a meeting being held;
- (e) As soon as practicable after Committee Member Notice is given, a public notice (Public Notice) will be displayed at Council's Principal Office and published on Council's [Website](#). The Public Notice must continue to be published and kept on display until the completion of the relevant meeting;
- (f) Committee meeting agendas and minutes will be published on Council's [Website](#) (subject to Section 90 of the [Act](#));
- (g) The CEO is authorised to adjourn a scheduled meeting, where the number of apologies received indicate that a quorum will not be achieved;
- (h) Additional meetings can be held as required;
- (i) A special meeting may also be called in accordance with the [Act](#).

5.1 Meeting Procedures

Committee meetings will be held in accordance with:

- (a) The [Act](#);
- (b) The [Meeting Regulations](#) (including Part 2— Meetings of councils and key committees);
- (c) Council's Code of Practice – Meeting Procedures COP003 (available via Council's [Website](#)).

5.1.1 Voting

At a Committee meeting:

- (a) Each member will have one vote;
- (b) Each member must vote on every matter before the Committee for decision (unless otherwise required by the conflict of interest provisions in the [Act](#));
- (c) The Presiding Member will have a deliberative vote and does not, in the event of an equality of votes, have a casting vote;
- (d) In the event of a tied vote:
 - The members have not made a decision;
 - The motion is neither carried nor lost;
 - The motion remains tied and is recorded in the minutes as such;
 - A similar motion can be proposed at the same or subsequent meeting;
 - The matter can be referred to the Council for resolution.

5.1.2 Quorum

In accordance with the [Meeting Regulations](#), a quorum for the Committee will be ascertained by:

- (a) Dividing the total number of Committee members by two;
- (b) Ignoring any fraction resulting from the division in (a); and
- (c) Adding one.

5.2 Electronic Meeting Attendance

Committee members may participate in Committee meetings by electronic means and are taken to be present, provided that the Committee member can:

- (a) Hear all other Committee members; and
- (b) Be heard by all other Committee members;

present at the meeting.

5.2.1 Electronic Means - Functionality

Where a Committee member is to participate in a Committee meeting by electronic means and:

- (a) The electronic means has the functionality to allow the member to participate in the Committee meeting by being both seen and heard; and
- (b) Council's electronic means has the functionality to allow the Committee member to be both seen and heard;

the member must participate by being both seen and heard.

5.2.2 Public Access

Where one or more Committee members participate in a Committee meeting electronically, Council will provide public access by:

- (a) Having at least one Council Employee physically present at the meeting venue; and
- (b) Ensuring that members of the public can attend in person at the meeting venue and hear the discussion between all persons participating in the meeting.

6. REPORTING

In accordance with Section 126(8) of the [Act](#), the Committee will provide:

- (a) A report to the Council after each Committee meeting summarising the:
 - Committee's work during the period preceding the meeting; and
 - the outcomes of the meeting;
- (b) An annual report to Council on the work of the Committee. Council must include this report in its Annual Report.

In accordance with Section 99(1)(b) of the [Act](#), the CEO will provide an annual report to the Committee on Council's internal audit processes.

7. SELF ASSESSMENT

The Committee will undertake a self-assessment of its performance annually, in consultation with all Committee members, to evaluate its performance and ensure the Committee is operating at maximum effectiveness.

8. COMMITTEE SUPPORT

The Committee will be provided with:

- (a) Sufficient Council administrative resources/support to enable it to adequately carry out its functions;
- (b) Appropriate and timely training, in the form of:
 - An induction programme for new members;
 - Ongoing training for all members.

9. CONDUCT AND DISCLOSURE OF INTERESTS

All Committee members are Public Officers and must comply with all legislative integrity and behavioural requirements, including:

- (a) Those set out in the:
 - [Act](#);
 - [Independent Commission Against Corruption Act 2012](#);
 - [Ombudsman Act 1972](#);
 - [Public Interest Disclosure Act 2018](#);
- (b) To act honestly and with reasonable care and diligence;
- (c) To not make improper use of information acquired as a result of being a Committee member;
- (d) To disclose an interest if they have an interest in any matter that is before the Committee (in accordance with the [Act](#));

and must take reasonable steps to ensure regular attendance at meetings.

10. COMPLAINTS

Complaints relating to this policy must be made in writing to Council and lodged in accordance with Council's Complaints Policy GOV012, available via Council's [Website](#).

11. DELEGATION

Any applicable delegations are set out in Council's Delegations register, available via Council's [Website](#).

12. REVIEW

This Policy will be reviewed every four years, or more frequently as deemed necessary in consideration of any changes to legislation, relevant standards, codes and guidelines, audit findings and/or any corrective actions/controls.

13. TRAINING

Training needs will be reviewed during induction, the Committee self assessment process and as necessary in consideration of any changes to legislation, relevant standards, codes and guidelines, audit findings, any corrective and preventative actions/Controls arising from Risk Assessment and/or hazard/incident reports and stakeholder feedback.

14. RECORDS MANAGEMENT

Records will be managed in accordance with Council's Records Management Policy RM001, available via Council's [Website](#).

15. POLICY AVAILABILITY

Policies will be available for inspection without charge at Council's Principal Office and on Council's [Website](#). A copy may be obtained on payment of a fee in accordance with Council's Register of Fees and Charges (also available via Council's [Website](#)).

16. REFERENCES AND LEGISLATION

Local Government Act 1999

Local Government (Financial Management) Regulations 2011

Local Government (Procedures at Meetings) Regulations 2011

Independent Commission Against Corruption Act 2012

Ombudsman Act 1972

Public Interest Disclosure Act 2018

16. RELATED COUNCIL OBJECTIVES, POLICIES AND DOCUMENTS

Strategic Plan 2025 – 2035

- Good Governance
 - Policies and Procedures
 - Risk Management
 - Continuous Improvement
 - Transparency and Accountability
- Leadership Commitments – Manage our finances and resources for a sustainable future
 - Operate with honesty and integrity and be accountable for the decisions we make

Behavioural Management Policy GOV028

Code of Practice - Access to Meetings and Documents COP002

Code of Conduct for Employees HR021

Code of Practice – Meeting Procedures COP003

Complaints Policy GOV012

Fraud Corruption Misconduct and Maladministration Prevention Policy GOV004

Public Interest Disclosure Policy GOV025

Public Interest Disclosure Procedure GOV025

Records Management Policy RM001

Risk Management Framework Policy GOV029

Signed		
	Mayor	Chief Executive Officer
Date	07/08/2026	

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Attachment 1 – Definitions

Casual Vacancy	Occurs when the office of a Committee member becomes vacant before the conclusion of their term of office, if the member: (a) Dies; (b) Resigns by written notice to the CEO; (c) Is removed from office by Council resolution; (d) Becomes a member of an Australian Parliament; (e) Becomes a Council Employee; (f) Is convicted of an indictable offence punishable by imprisonment; (g) Is unable to continue for any other reason in accordance with the Local Government Act 1999.
Elected Member	A person elected as a member of Copper Coast Council (also known as a Council Member).
Electronic Means	Includes a telephone, computer or other electronic device used for Communication.
Employee	For the purpose of this policy, any person that is employed full-time, part-time or casually by Council who receives remuneration for their work.
General Election	An election of Council Members held: (a) Under section 5 of the Local Government (Elections) Act 1999; or (b) pursuant to a proclamation or notice under the Local Government Act 1999.
Meeting Regulations	Local Government (Procedures at Meetings) Regulations 2013
Periodic Election	An election of Council Members held Under section 5 of the Local Government (Elections) Act 1999 .
Public Officer	As set out in Schedule 1 of the Independent Commission Against Corruption Act 2012