

**STATUTORY AND REGULATORY COMPLIANCE**

Tasks and responsibilities	RCN Council	Group Audit Committee
<p><b>RCN GROUP STATUTORY, REGULATORY AND COMPLIANCE MANAGEMENT FRAMEWORK</b></p>	<p>Council :</p> <ul style="list-style-type: none"> <li>* <b>approves</b> the Statutory Regulatory and Compliance Management Framework that the Group work within and reviews its effectiveness. They <b>delegate</b> to Group Audit Committee oversight of the annual returns and the Committee assure Council of the Group's compliance</li> <li>*carries out the functions reserved for itself in the Charter and Standing Orders</li> </ul>	<p>Committee:</p> <ul style="list-style-type: none"> <li>* <b>reviews</b> the annual regulatory framework twice a year, for accuracy and assurance (Jan - Jun, and Jul - Dec) for the purposes of ensuring RCN Group internal controls are effective .</li> <li>* <b>assures</b> RCN Council, RCNi Board and RCN Foundation Board that the Group are fully compliant</li> </ul>
<p><b>Appointment of External Auditors</b></p>	<p>RCN Council <b>appoints</b> Group External Auditor on <b>recommendation</b> of Group Audit Committee</p>	<p>Committee <b>leads</b> the tender process and <b>recommends</b> to RCN Council, the appointment, the duration and audit fee</p>
	<p>Council <b>receives</b> report on the work of the external auditor from Group Audit Committee</p>	<p>Committee annually <b>reviews</b> the work of the External Auditors on behalf of RCN Council, RCNi Board and RCN Foundation Board and <b>reports</b> to them</p>
<p><b>Annual Report and Financial Statements</b></p>	<ul style="list-style-type: none"> <li>* RCN Council <b>approves</b> consolidated Annual Report and Financial Statements <b>recommended</b> by the Group Audit Committee.</li> <li>*The annual report must then be approved by the External Auditors before publication and presentation at the Annual General Meeting.</li> </ul> <p>TO NOTE, COUNCIL SHOULD NOT APPROVE THE CONSOLIDATED ACCOUNTS UNTIL THE INDIVIDUAL ENTITY BOARDS HAVE APPROVED THEIR ACCOUNTS.</p>	<p>Committee:</p> <ul style="list-style-type: none"> <li>* <b>reviews</b> the consolidated Annual Report and Financial Statements and individual entity accounts for consistency and appropriateness and reviews accounting policies and procedures.</li> <li>*<b>confirms</b> that the Annual Report and Financial Statements represent a true and fair statement of the RCN Group's financial position.</li> <li>*<b>receives</b> the report from the External Auditors which sets out the audit process followed, issues raised and any recommendations made.</li> <li>* <b>presents their recommendation</b> on the individual entity accounts to RCNi, RCNF and RCN Holdco Boards</li> <li>*<b>recommends to RCN Council</b> they can approve the Group consolidated accounts once the entity boards have approved their accounts (sign the letter of representation)</li> </ul>
	<p>Council <b>approve</b> the accounting policies contained within the annual report and Financial Statements.</p> <p><i>TO NOTE, THE ACCOUNTING POLICIES ARE APPROVED BY GROUP AUDIT COMMITTEE BEFORE THE ANNUAL REPORT IS COLLATED.</i></p>	<p>Committee <b>approve</b> the accounting policies to be used in the upcoming Group consolidated and individual entity annual accounts.</p>
	<p>Council sign letters of representation <b>on assurance</b> from Group Audit Committee and Executive Team</p>	

**INTERNAL CONTROL FRAMEWORK**

<b>Tasks and responsibilities</b>	<b>RCN Council</b>	<b>Group Audit Committee</b>
<b>RISK MANAGEMENT</b>	Council <b>reviews and notes</b> Group risk register 1/4ly, following assurance from the Group Audit Committee	Committee: * <b>reviews and approves</b> the Group risk register 1/4ly on behalf of the Group's governing bodies before it is presented to RCNi Board, RCNF Board and RCN Council to note. * can <b>approve</b> escalated risks raised at its meetings by members across the RCN Group * is <b>assured</b> by the RCN Executive Team that the Group risk framework is being complied with
<b>APPOINTMENT OF INTERNAL AUDITORS AND AGREEMENT OF INTERNAL AUDIT PROGRAMME</b>	Council <b>approves appointment</b> of internal auditors on recommendation of Group Audit Committee	Committee: * <b>approves</b> the preferred supplier that the appointment panel recommends. * then <b>recommends</b> the appointment of the internal auditors to RCN Council
	Council is <b>informed</b> of the annual audit programme by the Group Audit Committee	Committee <b>approves</b> the annual programme, recommended by internal auditors , after discussions with the RCN ET, RCNi ET & RCNF SLT
	Council <b>receives</b> reports from the Group Audit Committee on the quality of the control environment in place, based on the annual internal audit programme	Committee: *receives and <b>approves</b> all the internal audit reports and action plans to implement findings. * <b>monitors</b> implementation of recommendations and reports to Council, RCNi Board and RCN Foundation Board (via their Committee report
	To maintain transparency, if the auditors are commissioned to undertake non audit work Council will be <b>notified</b> by the Group Audit Committee if the auditors have been commissioned to undertake non IA work	To maintain transparency, the Committee will be <b>notified</b> by the Executive Team if the auditors have been commissioned to undertake non IA work. For example, an internal review.

**BUSINESS STRATEGY**

	<b>RCN Council</b>	<b>Group Audit Committee</b>
	Council <b>receives</b> 1/4ly report on progress against RCN strategy and <b>agrees</b> any requests to change priorities	Committee <b>receives</b> 1/4ly report on progress against RCN strategy

## FINANCIAL STRATEGY AND COMPLIANCE

	RCN Council	Group Audit Committee
<b>FINANCIAL STRATEGY</b>	Council receives report from Group Audit Committee 3 times a year on internal audit programme. Where applicable, the report on the audit programme will include progress on vfm and sustainability (financial and environment).	As part of internal audit process, Committee reviews arrangements in place for ensuring vfm and sustainability and it <b>reports</b> to council, RCNi Board and/or RCNF Board, where applicable
<b>GROUP ANTI BRIBERY, CORRUPTION AND FRAUD POLICY AND GROUP ANTI MONEY LAUNDERING POLICY</b>	Council <b>approves</b> the policies and any changes on the recommendation of the Group Audit Committee	Committee <b>reviews</b> these policies within the review cycle and <b>recommends</b> any changes to RCNi Board, RCNF Board and Council for approval.

## FINANCIAL REGULATIONS

	RCN Council	Group Audit Committee
	Council <b>approves</b> the Group Financial Regulations on the recommendation of the Group Audit Committee.	Committee reviews and <b>recommends</b> changes to RCNi Board, RCNF Board and RCN Council for approval
	<b>Approves</b> all Financial Regulation changes to individual policies, authority limits, and role responsibilities on the <b>recommendation</b> of the Group Audit Committee	Committee <b>reviews</b> all Financial Regulation changes to individual policies, authority limits and role responsibilities.
	Council <b>receives a</b> report from Group Audit Committee to note small changes made by the RCN Executive Team	Committee receives a report to <b>note</b> from the Executive Team of any small changes made that they have approved

**FINANCIAL CONTROL FRAMEWORK**

<b>Task and Responsibilities</b>	<b>RCN Council</b>	<b>Group Audit Committee</b>
<b>USE OF EXTERNAL AUDIT FIRM FOR NON AUDIT WORK</b>	Council and Finance and Investment Committee <b>notified by Group Audit Committee Chair</b> of the appointment of external audit firm for non audit work across the RCN Group	Committee: * <b>approves</b> the appointment of external audit firm for non-audit work. * Chair <b>notifies</b> Chair of Council and Chair of Finance and Investment Committee
	Council <b>receives</b> a report through Group Audit Committee on any such appointments	Committee <b>receives</b> detail of all non- audit engagement and notifies RCNi Board, RCNF Board and RCN Council, where applicable
	Council <b>receives</b> an annual summary, via Group Audit Committee, of all non audit work undertaken by external audit firm, where appropriate	Committee <b>provides</b> RCNi Board, RCNF Board and Council with a annual summary of non audit work undertaken by external audit firm, where appropriate
<b>Approve expenditure (Group Financial Regulations and Schedule of Financial Limits)</b>	Council <b>approves</b> all RCN approval processes on recommendation from Group Audit Committee	Committee <b>recommends</b> Group approval processes (for example, Financial Regulations and Schedule of Financial Limits) to RCNi Board, RCNF Board and Council to approve

**FINANCIAL CONTROL FRAMEWORK**

<b>Task and Responsibilities</b>	<b>RCN Council</b>	<b>Group Audit Committee</b>
<b>OTHER FINANCIAL PROCEDURES</b>		
<b>Insurance (including Professional Indemnity Insurance)</b>	Council will receive <b>assurance</b> from Group Audit Committee that the Group has sufficient insurance cover for that year	Committee: * is <b>notified</b> annually (in April ) by the Executive Team, that insurance policies have been renewed and RCN Group is covered for that year. They are also notified of any area of risk. Committee will receive a list of insurance policies * will then <b>notify</b> , Council, RCNi Board and RCNF Board, via their committee report

**GOVERNANCE ARRANGEMENTS**

<b>Task and Responsibilities</b>	<b>RCN Council</b>	<b>Governance Committee</b>	<b>Group Audit Committee</b>
<p><b>GOVERNANCE STRUCTURE AND WAYS OF WORKING</b>  <i>TO NOTE - consultation may not be applicable where there is a legal requirement to comply. For example, register of interests. In these instances, communication and guidance will be shared</i></p>	<p>Council <b>approves</b> changes to governance structures and ways of working, on recommendation from the Governance Committee</p>	<p>In line with their terms of reference, the role of the Committee is to <b>support</b> Council to discharge its governance duties. It does this through regular review of the governance arrangements, governance documentation and policies , and where applicable makes <b>recommendations</b> to Council</p>	<p>Committee consulted or noted on proposed changes <b>relevant to them, as required</b> . Once the decision has been made by council, where applicable, committee will ensure changes are actioned</p>
	<p>Council <b>ensures</b> all elected and appointed members of Council and Committees have access to induction and development</p>	<p>Committees <b>agrees</b> the development of induction and development programme for council and committee members</p>	<p>Committee:                      * <b>identifies</b> its learning and development needs                      * <b>agrees</b> its induction programme accordingly and works with Governance to deliver the programme</p>

**EQUITY, DIVERSITY AND INCLUSION**

<b>Tasks and responsibilities</b>	<b>RCN Council</b>	<b>Group Audit Committee</b>
<p><b>CHAMPION OF DIVERSITY AND HUMAN RIGHTS IN THE HEALTH AND SOCIAL CARE SECTOR</b></p>	<p>Council <b>approves</b> and champions the Group EDI strategy, on the recommendation of the Group EDI Committee.</p>	<p>Committee <b>consulted</b> on the development of the Strategy and ensures adherence to the strategy within its scope</p>