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| <b>Committee</b>                  | Board of Management   |                                  |            |
| <b>Agenda Item</b>                | 6.2.3   |                                  |            |
| <b>Date paper prepared</b>        | 21/09/2022  | <b>Date of committee meeting</b> | 05/10/2022 |
| <b>Subject</b>                    | Audit Committee Terms of Reference  |                                  |            |
| <b>Author</b>                     | Matt Sierocinski King   |                                  |            |
| <b>Action requested</b>           | To Approve  |                                  |            |
| <b>Purpose of the paper</b>       | To approve the amended terms of reference, as reviewed by Audit Committee   |                                  |            |
| <b>Brief summary of the paper</b> | <p>Audit Committee undertook an exercise to review its terms of reference, after conducting CDN Audit Committee Training, and reading the model terms of reference for Audit Committees.</p> <p>The Board Secretary, at the request of Audit Committee undertook an assessment as to what was:</p> <ul style="list-style-type: none"> <li>- In the model terms of reference but not present in the Shetland UHI Audit Committee terms of reference</li> <li>- In the model terms of reference, but only implied in the Shetland UHI Audit Committee terms of reference</li> <li>- In the model terms of reference, and in the Shetland UHI Audit Committee terms of reference</li> </ul> <p>Audit Committee then reviewed the Board Secretary's findings, and determined what clauses they wished to see added to their terms of reference.</p> <p>The amended document (BOM-2022-04.01), with track changes, was then circulated via Admin Control for members to comment upon.</p> <p>Audit Committee seek the Board of Management's approval for the suggested amendments to their terms of reference.</p> |                                  |            |
| <b>Consultation</b>               | Audit Committee   |                                  |            |
| <b>Resource implications</b>      | Time of Board Secretary and other staff roles that support the work of Audit Committee  |                                  |            |
| <b>Risk implications</b>          | Governance. Not incorporating comments from a model document could be flagged as an action in future Audits.  |                                  |            |
| <b>Link with strategy</b>         | Sustainability.   |                                  |            |

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| <a href="#">Equality, Diversity and Inclusion</a> | None   |
| <b>Island Community Impact</b>                    | None   |
| <b>Paper status</b>                               | <input checked="" type="checkbox"/> <b>Open</b> – The paper may be circulated to non-members of the committee and published online without restriction.<br><input type="checkbox"/> <b>Restricted</b> – The paper must not be circulated to non-members or published online until after the committee meeting.<br><input type="checkbox"/> <b>Confidential</b> - The paper must not be circulated beyond the committee members and should not be published online. [Please note papers may still be subject to Freedom of Information requests – see below]. |
| <a href="#">Freedom of information</a>            | Open<br>If closed/ withheld, select date this will become 'open': Enter a date.  |