

Mr Ben Smith
Chief Finance Officer
City and County of Swansea Council
Civic Centre
Oystermouth Road
Swansea
SA1 3SN

Reference	CCS
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Dear Ben

City and County of Swansea Council 2018-19

Audit enquiries to those charged with governance and management

As you will be aware I am required to conduct my financial audit in accordance with the requirements set out in International Standards on Auditing (ISAs). As part of the requirements of the ISAs I am writing to you to formally seek your documented consideration and understanding on a number of governance areas that impact on my audit of your financial statements. These considerations are relevant to both the Council's management and 'those charged with governance'

I have set out below the areas of governance on which I am seeking your views.

1. Management processes in relation to:

- undertaking an assessment of the risk that the financial statements may be materially misstated due to fraud;
- identifying and responding to risks of fraud in the organisation;
- communication to employees of views on business practice and ethical behaviour; and
- communication to those charged with governance the processes for identifying and responding to fraud.

2. Management's awareness of any actual or alleged instances of fraud.
3. How management gain assurance that all relevant laws and regulations have been complied with.
4. Whether there is any potential litigation or claims that would affect the financial statements.
5. Management processes to identify, authorise, approve, account for and disclose related party transactions and relationships.

The information you provide will inform our understanding of the Council and its business processes and support our work in providing an audit opinion on your 2018-19 financial statements.

I have attached the responses you provided for 2017-18 and would be grateful if you could update these to reflect your current arrangements. Could you please provide this information on behalf of both management and those charged with governance by 28th June 2019. In the meantime, if you have queries, please contact me on 07792 015416

Yours sincerely

Jason Garcia
Audit Manager

Appendix A

International Standard for Auditing (UK and Ireland) 240 – The auditor’s responsibilities relating to fraud in an audit of financial statements

Background

Under the ISA, the primary responsibility for preventing and detecting fraud rests with both management and ‘those charged with governance’, which for the Council is the Full Council. This includes fraud that could impact on the accuracy of the annual accounts. The ISA requires us, as external auditors, to obtain an understanding of how the Council exercises oversight of management’s processes for identifying and responding to the risks of fraud and the internal controls established to mitigate them.

What is ‘fraud’ in the context of the ISA? The ISA views fraud as either:

- the intentional misappropriation of the Council’s assets (cash, property, etc); or
- the intentional manipulation or misstatement of the financial statements.

What are we required to do?

We have to obtain evidence of how management and those charged with governance are discharging their responsibilities if we are to properly discharge our responsibilities under ISA240. We are therefore making requests from both management and the Council:

Enquiries of management	
Question	2018-19 Response
1) What is management’s assessment of the risk that the financial statements may be materially misstated due to fraud and what are the principle reasons?	Remains assessed as Low/Minimal risk but constantly vigilant to the risk of misstatement. Same core staff worked on financial statements this year as last. But with sufficient segregation of duties in each role. Internal audit reviews in year. Personal review by S151 officer.

<p>2) How can management assure the Council that it has not been inappropriately influenced by external pressures?</p>	<p>Independence of Monitoring Officer and S151 officer.</p> <p>Both have right of reporting direct to Cabinet/Council.</p> <p>Both have professional right of reporting to CX (since strengthened in March 2017 management restructure).</p> <p>Statutory Chief Officers are full members of CMT.</p>
<p>3) Are management aware of any organisational pressure to meet revenue and capital budgets or other financial constraints?</p>	<p>Yes – the entire public sector in Wales is subject to significant constraint in terms of likely future real terms resource availability. The Council has published a three year medium term financial plan looking for savings in the region of £60m.</p> <p>This is considered a statement of projected fact/expectation.</p> <p>There is no pressure to achieve a certain outcome beyond that which would be reasonably expected , that is, appropriate management and Executive action to contain spending to within a balanced budget position.</p>
<p>4) What processes are employed to identify and respond to the risks of fraud more generally and specific risks of misstatement in the financial statements?</p>	<p>Online reporting tool for staff to report suspected fraud cases directly to the Fraud Team inbox.</p> <p>Dedicated fraud reporting phone number published online (internal and external referrals).</p> <p>Participate in NFI data matching exercises.</p> <p>Management review of all accounting statements.</p> <p>Internal audit function.</p> <p>Review by Audit Committee.</p> <p>Consistency/experience of staff working on financial statements both in terms of central consolidation but also individually as professionals so sufficient segregation of duties and professional</p>

	oversight/check. Personal review by S151 officer.
5) How has management communicated expectations of ethical governance and standards of conduct and behaviour to all relevant parties, and when?	Published and well publicised on the intranet, separate but complementary Staff and Member Codes of Conduct. In addition, Public Sector Internal Audit Standards require audit team to declare adherence to a code of ethics. The team have all signed and returned these.
6) What arrangements are in place to report about fraud to those charged with governance?	Disciplinary/fraud cases highlighted and reported both via PFM process and through to CMT monthly as part of HR dashboard reporting. Established Audit Committee. Annual fraud report goes to Audit Committee plus annual fraud plan. Right of Chief Internal Auditor and/or S151 to report to Audit Committee. Right of Chief Internal Auditor and S151 officer to report directly to CX on any material concern. Material individual concerns communicated by S151 to relevant member of CMT.
Enquiries of those charged with governance	
Question	2018-19 Response
1) How do those charged with governance, exercise oversight of management's processes for identifying and responding to the risks of fraud within the Council and	Provision of a well-resourced Internal Audit section. Experienced Fraud Team (as part of the core Audit Function).

<p>the internal control that management has established to mitigate those risks?</p>	<p>Audit Committee.as well as responding to audit reviews is taking an increasingly active role in looking at wider risk management/risk register. Three specific areas of focus for the committee on top of normal assurance - risk management, financial control and Brexit.</p> <p>Independent Audit Committee Chair, who is also a practising senior auditor in own right elsewhere in the public sector, bringing a depth of professional experience.</p>
<p>2) Have those charged with governance knowledge of any actual, suspected or alleged fraud since 1 April 2018?</p>	<p>No material items - ongoing fraud investigation of a range of cases is “normal business” and shared with internal/external audit as necessary.</p>
<p>3) Have those charged with governance any suspicion that fraud may be occurring within the organisation?</p>	<p>No material cases – again “normal business” is such that there are risks in an organisation of this scale and there is a resourced corporate fraud team under the Chief Internal Auditor to review and report on individual cases.</p>
<p>4) Are those charged with governance satisfied that internal controls, including segregation of duties, exist and work effectively? If ‘yes’, please provide details. If ‘no’ what are the risk areas?</p>	<p>Yes. Financial Procedure Rules.</p> <p>Oracle Workflow rules requiring separate sign off of transactions above threshold levels.</p> <p>Internal audit specifically review segregation of duties as part of all audits undertaken.</p>
<p>5) How do you encourage staff to report their concerns about fraud and what concerns about fraud are staff expected to report?</p>	<p>Published Anti-Fraud and Corruption policy.</p> <p>Published Disciplinary Policy</p> <p>Published Whistleblowing Policy</p> <p>Fraud/Whistleblowing telephone hotline – intranet coverage/news stories/online reporting forms available.</p>
<p>6) From a fraud and corruption perspective, what are considered by those charged</p>	<p>Chief Officer and Head of Service Posts</p>

<p>with governance to be high risk posts within the organisation and how are the risks relating to these posts identified, assessed and managed?</p>	<p>A range of other senior posts</p> <p>Finance posts above Grade 10</p> <p>Full DBS checks on high risk posts</p>
<p>7) Are those charged with governance aware of any related party relationships or transactions that could give rise to instances of fraud and how does they mitigate the risks associated with fraud related to related party relationships and transactions?</p>	<p>No</p>
<p>8) Are those charged with governance aware of any entries made in the accounting records of the organisation that it believes or suspects are false or intentionally misleading?.</p>	<p>No</p>
<p>9) Are those charged with governance aware of any organisational, or management pressure to meet revenue and capital budgets or other financial constraints?</p>	<p>Yes</p> <p>There remains significant risk of failure to deliver all planned savings and there was an overspend at outturn at service level of around £3m, albeit this was already significantly reduced by one off steps taken by the S151 officer and Directors in year, thus reducing the final draw from Specific Reserves and general contingencies.</p> <p>Conversely the capital programme and capital financing underspent somewhat significantly, however entirely as planned and reported in-year, aided by the in-year review of the MRP policy, and in line with</p>

Council agreed policy, that underspending has been transferred to the capital equalisation reserve having due regard to the impact on future budgets and future generations of the ambitious regeneration (and wider) capital programme.

The revenue position is not sustainable in the longer term. Risks have not been fully ameliorated for 18-19 and this is especially important given the s151 officer, in advising on the budget, declared reserves to already be at the absolute minimum he could deem adequate.

All options continue to be explored to assure re removing over spending but future formal enforcement action is a real possibility.

The entire public sector in Wales is subject to significant constraint in terms of likely future real terms resource availability. The Council has published a three year medium term financial plan looking for savings in the region of £60m.

This is considered a statement of projected fact/expectation.

There is no pressure to achieve a certain outcome beyond that which would be reasonably expected, that is, appropriate management and Executive action to contain spending to within a balanced budget position.

International Standard for Auditing (UK and Ireland) 250 – Consideration of laws and regulations in an audit of financial statements

Background

Under the ISA, in the UK and Ireland, the primary responsibility for ensuring that the entity's operations are conducted in accordance with laws and regulations and the responsibility for the prevention and detection of non compliance rests with management and 'those charged with governance', which is the Full Council. The ISA requires us, as external auditors, to obtain an understanding of how the Council gains assurance that all relevant laws and regulations have been complied with.

What are we required to do?

We have to obtain evidence of how management and those charged with governance are discharging their responsibilities, if we are to properly discharge our responsibilities under ISA 250. We are therefore making requests from both management and the Council:

Enquiries of management	
Question	2018-19 Response
1) How have you gained assurance that all relevant laws and regulations have been complied with?	<p>Constitution specifies officer delegation and proper officer arrangements for procurement, contracting, entering into legal agreements etc. Legal and finance sign off required in each case.</p> <p>All Heads of Service required to complete governance assurance declarations which are reviewed by the Monitoring Officer and others including the S151 Officer and Chief Internal Auditor to assist in forming an overall view as to compliance.</p> <p>A small number of issues have arisen and are flagged in that governance assurance and reporting which indicate some areas of potential non-compliance which will be addressed going forward but are not considered unduly material for the size and complexity of the Council.</p> <p>In addition we have reviewed our obligations under IRFS 9 (financial instruments) and 15 (revenue form contracts) and concluded the former to not be material and shared our approach and working son the latter early with you as our external auditors.</p>

<p>2) Are there any potential litigations or claims that would affect the financial statements?</p>	<p>Potentially yes - given the size of the authority there are always outstanding potential litigations and obligations, both general and very specific in nature.</p> <p>Items of material nature are as fully disclosed in the statement of accounts as is possible under contingent liabilities and provisions having due regard to confidentiality, commercial terms and data protection laws.</p>
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Enquiries of those charged with governance

<p>Question</p>	<p>2018-19 Response</p>
<p>1) Have those charged with governance, exercise oversight of management's processes to ensure that all relevant laws and regulations have been complied with?</p>	<p>All formal reports to Cabinet/Council require legal, access to services and finance sign off.</p> <p>Issues arising under GDPR and data breaches are proving more challenging given the amount of we handle but all officers are aware of processes to follow where there have been breaches and appropriate referrals to our SIRO, data breach panel and ultimately to the Information Commissioner.</p>
<p>2) Are those charged with governance aware of any non-compliance with relevant laws and regulations?</p>	<p>See section 1 above re management.</p>
<p>3) If there have been instances of non-compliance what are they, and what oversight have those charged with governance had to ensure that action taken by management to address and gaps in control?</p>	<p>See section 1 above re management.</p>

International Standard for Auditing (UK and Ireland) 550 – Related parties

Background

The nature of related party relationships and transactions may, in some circumstances, give rise to higher risks of material misstatement of the financial statements than transactions with unrelated parties. For example:

- Related parties may operate through an extensive and complex range of relationships and structures, with a corresponding increase in the complexity of related party transactions.
- Information systems may be ineffective at identifying or summarising transactions and outstanding balances between an entity and its related parties.
- Related party transactions may not be conducted under normal market terms and conditions; for example, some related party transactions may be conducted with no exchange of consideration.

As related parties are not independent of each other, many financial reporting frameworks establish specific accounting and disclosure requirements for related party relationships, transactions and balances to enable users of the financial statements to understand their nature and actual or potential effects on the financial statements. An understanding of the entity's related party relationships and transactions is relevant to the auditor's evaluation of whether one or more fraud risk factors are present as required by ISA (UK and Ireland) 240, because fraud may be more easily committed through related parties.

What are we required to do?

Where the applicable financial reporting framework establishes requirements for related parties, the auditor has a responsibility to perform audit procedures to identify, assess and respond to the risks of material misstatement arising from the entity's failure to appropriately account for or disclose related party relationships, transactions or balances in accordance with the requirements of the framework. We are therefore making requests from both management and the Council:

Enquiries of management	
Question	2018-19 Response
1) What controls are in place to identify, authorise, approve, account for and disclose	As part of our closure processes we test and review transactions with third parties. Where there appear to be related parties these are escalated through management and decision made by the S151 officer as to materiality/relevance for disclosure in the statement of accounts.

related party transactions and relationships?	
<p>2) Confirm that you have:</p> <ul style="list-style-type: none"> • disclosed to the auditor the identity of the entity's related parties and all the related party relationships and transactions of which you are aware; and • appropriately accounted for and disclosed such relationships and transactions in accordance with the requirements of the framework. 	<p>Yes</p> <p>Yes</p>
Enquiries of those charged with governance	
Question	2018-19 Response
<p>1) How do those charged with governance exercise oversight of management's processes to identify, authorise, approve, account for and disclose related party transactions and relationships?</p>	<p>This is delegated to the S151 officer through control processes.</p> <p>Necessary and appropriate disclosures are made in the statement of accounts which is reviewed by Audit Committee and approved by Council.</p>