

External member of the Coleg's Audit and Risk Committee

Role specification and person
specification

Role Specification

Role Title:	External member of the Coleg's Audit and Risk Committee
Remuneration / Pay:	£200 per day in accordance with the Coleg's usual fees + eligible expenses
Employment Status:	Voluntary role
Term of service:	4 years (with possibility of second term)
Location:	not applicable
Answerable to:	not applicable

Coleg Cymraeg Cenedlaethol

The Coleg Cymraeg creates and promotes training and study opportunities in Welsh by working with further education colleges, schools, universities, apprenticeship providers and employers. We inspire and encourage everyone to use their Welsh language skills.

The Coleg's aim is to build a Welsh and bilingual education and training system which is open to everyone and to develop a bilingual workforce, including the education workforce.

The Coleg's Board and its committees

The Board provides leadership and direction to the organisation by setting plans, agreeing how and where resources will be used, reviewing the progress of the Coleg's work, and scrutinizing its achievement. The Board works closely with the Chief Executive and management in undertaking its role.

The Board delegates some of its responsibilities to the following standing sub-committees:

- Audit and Risk Committee;
- Finance and General Purposes Committee;
- Appointments and Governance Standards Committee;
- Academic Board;
- Post-16 Strategic Board.

The Coleg has a central team of staff, based either in its main offices in Carmarthen or its offices in Cardiff, Aberystwyth or Caernarfon.

Constitutionally, the Coleg is a company limited by guarantee and is also registered as a charity. As a result, the Coleg has to comply with the Companies Act 2006 and the Charities Act 2011 and report annually to Companies House and the Charity Commission.

More details about the Coleg can be found on our [website](#).

The Audit and Risk Committee

The Audit and Risk Committee is responsible for overseeing the structures, processes and responsibilities of the Coleg in relation to the annual accounts, external and internal auditing, and overseeing risks.

The Committee includes up to three members from the Coleg's Board and up to three external members, and is usually chaired by a member of the Coleg's Board.

The chair of the Audit and Risk Committee is **Rhys Evans**.

A copy of this Committee's Terms of Reference is included in Appendix A.

Main responsibilities of External Members

Audit and Risk Committee members provide high level oversight to ensure adequate control arrangements are in place to support the Coleg's management team and provide assurance to the Board. This work is distinct from and in addition to the executive management of the Coleg, the responsibility for which rests with the management team.

External members are asked to bring their expertise and experience to bear on this work. All members will question intelligently, consider objectively, discuss dispassionately, challenge constructively, and provide a balanced opinion, having listened sensitively to the views of others.

As part of their work on the Committee, members are expected to gain a solid understanding of the Coleg (its objectives, risks, structure and culture), as well as the compliance frameworks it works within.

Experience and specialist requirements of the Role

To ensure that the Committee can properly and effectively discharge its responsibilities, members are expected to bring a range of skills and experience to the Committee, such as:

- experience of audit practices, risk management and scrutiny;
- accounting, particularly in respect of financial management and reporting;
- higher education, further education, apprenticeships and / or work-based learning;
- practical experience of regulation and implementing the Nolan principles.

As well as adding the value of their particular skills and experience, all members of the Committee are required to work together effectively as a team. A series of essential attributes for members of all of the Coleg's Board committees are set out in the Person Specification at the end of this document, as well as those considered necessary and desirable for this Committee in particular.

The Committee is currently looking to appoint a new external member, and a specific need for an individual that has understanding and experience of the following areas has been identified:

- a professional accounting qualification,
- accounting experience, particularly in respect of financial management and reporting,
- experience of audit practices, risk management and scrutiny

The Coleg is also keen to ensure that we have a Board and committees that reflect the population of Wales and we welcome applications from individuals from a variety of ages, geographic areas, backgrounds and communities. We would especially welcome interest from Black, Asian and minority ethnic applicants as well as from people with any other protected characteristics.

Other details

Appointment term

External members are appointed for a period of four years, and the Committee's terms of reference allows for members to serve for one further term of four years (subject to the process for re-appointing members).

The new appointment will begin from spring 2025.

Time commitment

The Committee meets three times a year, usually for a morning or afternoon. Overall, it is expected that external members will need to devote the equivalent of three days each year to the Coleg.

Meetings are usually held virtually but it's possible that the Committee will meet in person from time to time.

Proposed dates for 2024/25 and 2025/26 meetings:

- 21 May 2025
- 22 October 2025
- 4 February 2026
- 20 May 2026

Remuneration and Expenses

This is a voluntary role. However, a daily fee is paid to external committee members in accordance with the Coleg's usual rates. Travel and other reasonable expenses can also be claimed for costs incurred in carrying out work on behalf of the Coleg, within the rates set out in the Coleg's financial regulations.

Declarations of interest

Applicants should declare any personal, professional, or business interests which may influence their judgment in performing the functions of an external member of one of the Coleg's Board's committees.

Welsh

Welsh is the working language of the Coleg. All Coleg meetings are conducted in Welsh, with simultaneous translation and relevant papers provided in English where necessary.

Making an application

Individuals interested in applying for this role are invited to send an **application letter and CV** to Coleg's Secretary (e-mail secretary@colegcymraeg.ac.uk).

The Coleg's Appointments and Governance Standards Committee will consider the applications and assess them against the attributes set out in the person specification at the end of this document. Applicants are encouraged to include examples in their application letters of their experience and skills that make them eligible for the role.

The Committee reserves the right to interview candidates prior to appointment. Interviews, if required, will be held via MS Teams on Wednesday afternoon, **19 March 2025**.

If you would like an informal chat about the role contact the e-mail address above to arrange a time for a telephone call.

The closing date is 12:00 on **Wednesday, 5 March 2025**.

Person specification

External members of the Audit and Risk Committee will have most of the following attributes:

Knowledge, understanding, skills and experience	Essential attributes for members of all the Coleg's Committees
	Ability to analyse and weigh up complex information and reach a decision
	Independent thinking willing to challenge constructively
	Strong communication and inter-personal skills, and an ability to work effectively with other people at all levels
	Knowledge of corporate governance arrangements
	An understanding of and commitment to the Coleg's aims and wider mission of promoting the Welsh language, and a positive interest in matters of equality and diversity
	Necessary attributes for two or more members of this Committee
	Knowledge or experience of audit practices, risk management and scrutiny
	Practical experience of regulation and implementing the Nolan principles
	Knowledge and understanding of educational issues, including higher and/or further education, and in particular Welsh-medium education

	Other desirable attributes for members of this Committee
	Accounting experience, particularly in respect of financial management and reporting (with a professional accounting qualification)
	Legal experience, particularly in respect of compliance
	Knowledge or experience of cyber-security, data protection or information management
Other requirements	Time to devote up to three days to the Coleg every year

Appendix A

Terms of Reference of the Audit and Risk Committee

1. Constitution

- 1.1 The Coleg Committee known as the Audit and Risk Committee (the Committee) was established with Terms of Reference and standing orders through a resolution of the Coleg dated 30 March 2011. The Terms of Reference and standing orders were reviewed in November 2017 and in October 2019.

2. Terms of Reference

- 2.1 The Committee will advise and support the Coleg's Board and its officers by providing them with independent assurance about the effectiveness of the Coleg's internal management, corporate governance and the risk management.

3. Responsibilities

- 3.1 The following responsibilities have been delegated to the Committee by the Coleg's Board:
- Review the adequacy of the structures, processes and responsibilities that will be adopted by the Coleg's management for identifying and managing key risks facing the Coleg. This will include regular review of the Coleg's risk register;

- Provide the Coleg with a formal opinion on the audited accounts, including the Statement on Internal Control, before they are approved;
- Review the Policies relevant to the Audit and Risk Committee, such as the Risk Policy and the Whistleblowing Policy;
- Consider the adequacy of corporate government arrangements;
- Prepare and approve the annual report to the Board, to support the Corporate Governance Statement;
- Receive and annual report on the Coleg's insurance cover and review as necessary;
- Supervise the arrangements for the appointment of internal and external auditors;
- Monitor the performance of the Internal and External Auditors;
- Commission special investigations into matters of particular concern relating to internal control.

External Auditors

- Receive advice from the External Auditors;
- Discuss with the external auditors, prior to the audit, the nature and scope of the audit and seek to ensure a co-ordinated approach between the internal and external auditors;
- Consider the external auditor's management letter;
- Ensure that the external auditors' recommendations are implemented and reported to the Board.

Internal Auditors

- Consider and advise the Coleg on the annual and long term internal audit programme, and receive regular reports from the internal auditors;
- Learning from the internal audit function of any major audit findings, and to advise thereon;
- Receiving assurance reports including internal audit findings;
- Ensure that the internal auditors' recommendations are implemented and reported to the Board.

4. Membership

4.1 The Committee will include:

- Chair, that will normally be a member of the Coleg's Board;
- No more than three members appointed from the Coleg's Board;
- Up to three other members that are not members of the Coleg's Board. They will be appointed through a process overseen by the Appointments and Standards Committee.

4.2 The quorum for Committee meetings shall be three members, including the Chair or the Chair's nominee.

5. The Chair

5.1 The Chair will be responsible for providing a full and regular report of the Committee's discussions and recommendations to the Coleg's Board. In the absence of the Chair, he/she is expected to delegate this responsibility to another member of the Committee.

6. Authority

- 6.1 The Committee shall be authorised by the Coleg's Board to deal with all matters delegated to it by the Board. It shall also be authorised to conduct an audit of any activity within its terms of reference.

7. Number of Meetings

- 7.1 At least three meetings a year shall be held.

8. Secretariat

- 8.1 A member of the Coleg's central staff shall provide the Committee's secretariat.

9. Reviewing the Terms of Reference

- 9.1 The terms of reference of this Committee will be reviewed by the Committee and the Coleg's Board annually.