# MINUTES OF THE FINANCE AND AUDIT COMMITTEE MEETING HELD AT THE ADMINISTRATION CENTRE 245 STURT ROAD, STURT ON 10 OCTOBER 2017



#### **PRESENT**

Mr Greg Connor (Chair), Ms Kathryn Presser, Ms Emma Hinchey, Councillor Telfer and Councillor Kerry

### In Attendance

Mr Adrian Skull Chief Executive Officer

Mr Vincent Mifsud General Manager Corporate Services
Ms Abby Dickson General Manager City Development
Mr Mat Allen Acting General Manager, City Services

Ms Kate McKenzie Manager Corporate Governance

Mr Ray Barnwell
Manager Finance and Contracts (items 7.2 – 7.6)
Ms Deborah Horton
Governance Quality Coordinator (items 7.8 – 7.9)
Ms Fiona Harvey
Manager Innovation and Strategy (items 7.10 – 7.12)

Ms Carol Hampton Manager, City Property (item 7.12)

Ms Sherie Walczak Unit Manager Risk (item 7.7)

Ms Penny Woods Deloitte Touche Tohmatsu (Items 7.2 – 7.3)
Mr Jason Liu Deloitte Touche Tohmatsu (Items 7.2 – 7.3)

### 1. OPEN MEETING

The meeting commenced at 9.32 am. The Chair welcomed all those present to the meeting.

### 2. KAURNA ACKNOWLEDGEMENT

We begin by acknowledging the Kaurna people, the traditional custodians of this land and pay our respects to their elders past and present.

### 3. MEMBERS DECLARATION OF INTEREST

The Chair asked if any Member wished to disclose an interest in relation to any item being considered at the meeting.

No interests were disclosed.

### 4. CONFIRMATION OF MINUTES

9.33 am Confirmation of Minutes for the Finance and Audit Committee held 15 August 2017

**Moved Councillor Telfer, Seconded Ms Presser** that the minutes of the Finance and Audit Committee (the Committee) meeting held on 15 August 2017 are confirmed as a true and correct record of proceedings.

**Carried Unanimously** 

### 5. BUSINESS ARISING

### 9.33 am Review of the Business Arising from previous meetings of the Finance and Audit Committee

Report Reference: FAC101017R5.1

The statement identifying business arising from the previous meetings of the Committee was reviewed and progress achieved against identified actions was noted.

9.34 am Councillor Nick Kerry entered the meeting.

The Committee noted that:

- A further report would be presented to Council in February 2018 regarding the Local Government Association Membership for 2018/19.
- The Local Government Association Risk Review was not reported in this agenda as Local Government Risk Services had commenced. It was determined that a review of all audits undertaken by them would combine the risk review and the Workers Compensation/Work Health Safety audit into one process.

These will now occur bi-annually (every second year). The Committee requested that further information on the approach be provided at the December 2017 meeting.

ACTION – that further details regarding the approach of the LGRS audit be provided through the business arising statement at the December 2017 Finance and Audit Committee Meeting.

### 6. ELECTED MEMBER REPORT

### 9.36 am Elected Members' Report Report Reference: FAC101017R6.1

The chair took the report as read and sought any further comment from Elected Members.

Councillor Kerry queried why the Oaklands Crossing matter had not been included within this report and it was advised that this matter was reported to the Committee at the August 2017 meeting. Councillor Kerry noted that he was absent from that meeting and raised concerns about the governance and the funding of \$5m towards to this project.

Management advised that the negotiations between the City of Marion and the State Government were highly confidential prior to the public announcement. As soon as it was practicably possible, a Special Council Meeting was convened to inform Council of the negotiations and seek a Council resolution to progress.

The CEO advised that the State Government were progressing with a select tender with two (2) preferred tenders. Once further information is available, Council will receive a briefing.

Councillor Kerry indicated that he was unsure as to what the \$5m would be spent on and suggested that the process was poor. Management indicated that Councils contribution included \$1.1m cash contribution plus in-kind support. As the design had not been finalised, no agreement had been reached regarding what the in-kind support would be. The Committee noted that the funding was included within the budget. The Committee requested that further information on the funding of this project come back to the December meeting.

ACTION – that the Committee receive an update on the Oaklands Crossing Project via the business arising statement at its next meeting.

### 7. REPORTS

### **Matters for Discussion**

Corporate and Financial Management

# 9.45 am Finance and Audit Committee Annual Report to Council 2016/17 Report Reference: FAC101017R 7.1

The Committee noted the report and the workload over the past financial year. The Committee was satisfied with the report and requested that a paragraph be included regarding the work completed by Erika Comrie had resulted in actual savings and for these savings to be quantified in the report.

**Moved Ms Hinchey, Seconded Councillor Kerry** that the Finance and Audit Committee endorses the Annual Report to Council for 2016/17 provided at Appendix 1 to this report, subject to the above amendment being included prior to being presented to the General Council meeting on 24 October 2017.

**Carried Unanimously** 

# 9.47 am Independence of Council's Auditor Report Reference: FAC101017R7.2

**Moved Ms Presser, Seconded Councillor Telfer** that the Finance and Audit Committee:

- 1. Notes the statement provided by Council's Auditor attesting to their independence in accordance with the Local Government (Financial Management) Regulations 2011 for the 2016/17 financial year.
- 2. Notes that the CEO will be signing a statement that Council's external auditor Deloitte Touche Tohmatsu maintained their independence in accordance with the Local Government (Financial Management) Regulations 2011 for the 2016/17 financial year.
- 3. Endorses the Chairperson signs a statement that Council's external auditor Deloitte Touche Tohmatsu maintained their independence in accordance with the Local Government (Financial Management) Regulations 2011 for the 2016/17 financial year.

**Carried Unanimously** 

# 9.48 am Annual Financial Statements for the year ended 30 June 2017 Report Reference: FAC101017R7.3

Ms Penny Woods and Mr Jason Liu from Deloitte Touche Tomatsu entered the meeting.

The Manager Finance and Contracts provided an overview of the report noting that Council achieved an \$11.67 million operating surplus. It was noted that revenue was up by 6.7% for primarily two reasons being the rates increase of 2.5% and the timing of a number of grants and subsidies. The Committee suggested that it would have been good to see the figures with the timing issues removed.

The Committee noted that the operating costs increased from last financial year predominately relating to an increase in depreciation.

The depreciation costs has resulted from a change in accounting standards and the removal of residual values for infrastructure assets including roads, footpath and drainage resulting in

a \$3.2 million once off adjustment. This had not been foreshadowed in budget preparations and hence not included.

It was noted that the organisational restructure had resulted in a reduction of management positions that created savings and therefore offset the increases of the Enterprise Agreements.

The Committee noted that the City of Marion had no new borrowings and the current debt was \$9.1 million. Management had investigated paying out the loans but due to the fixed term conditions, there was no benefit in doing this.

The Committee made the following queries/comments:

- The analytical review against prior year actual was a good summary and helpful.
- Rates increases have been consecutively reduced and management have also reduced expenses meaning that Council's operating costs, with the exception on noncash depreciation costs, have increased by less than 1% which is an excellent result.
- The financial ratios presented are not used by many private sector companies to manage their finances. It was noted that these are legislated local government indicators used for comparison between Councils. The Committee suggested that a best practice approach (in addition to the ratios) may be useful moving forward.
- The surplus ratio is well above the current target and it seemed unusual to have so much money in the bank. The Committee queried if the Council intended to meet the target.
  - It was noted that Council had reduced rates over the past three years and was currently in a unique position that will benefit the rate payers. It was noted that Council had a number of capital projects in detailed design and will be moving forward on these shortly. Management and Council is aware that the cash had built up but plans are underway to allocate these funds to capital projects.
- The Net Financial Liabilities ratio is in a high negative position (-25%) because Council's financial assets exceed the financial liabilities as a result of its substantial holding of cash allocated for funding capital projects. The ratio will be reduced when the capital projects come to fruition.

Following these comments, the Committee noted that management are prepared to sign the representation letters.

Ms Woods and Mr Liu from Deloitte introduced their report highlighting that the Audit had been completed in accordance with section 125 of the *Local Government Act 1999*. Ms Woods indicated that they expected to issue an unmodified audit report with no misstatement or disclosure deficiencies to report.

Ms Woods highlighted they also tested 141 of 219 internal controls as outlined on page 156 of the agenda. No significant issues were found and five (5) findings were noted and assessed as low risk.

The Committee noted the report and questioned the following:

- The Committee sought assurance that the journal entry testing was followed up each year and indicated that this seemed to provide management a 'heads up' over what was going to be tested. Ms. Woods indicated that although the journal entry is tested each year, the scope will change year on year.
- The Debtors report had noted changes to addresses and the committee queried that if the addresses could be changed, did this mean the same thing for bank details? It was noted that the debtors report does not contain any bank information as this report is money that Council is seeking (debts owed to Council).

- That Grant income had been assessed and no grant revenue was inappropriately deferred. It was noted that there had been a substantial increase in grant income which was due to the advanced payment of half the 2017/18 Financial Assistance Grants (FAG) in 2016/17.
- If detailed testing had occurred across expenditure allocation in the profit and loss statement. The Auditors confirmed they focused on controls and ensured that expenditure was in the correct categories.
- The impact of the new suite of accounting standards and if applicable, the impact on some areas of Council. It was noted that the comparative period had already commenced and management need to be prepared for any impact and requested an update on the status of the Council's preparedness for the application of these new accounting standards.

Action – provide the Committee with a verbal briefing on the impact of the new standards at the Committee meeting in December.

10.30 am – Councillor Telfer left the meeting and did not return.

- The Committee noted that all prior years findings had been resolved
- The Committee queried the superannuation information noting that the last actuarial review of the defined benefits scheme was undertaken in 2014. The Committee queried when the next review would be? Management indicated they would confirm. The Committee also queried if the Council (like a Board) could be held personally liable of superannuation if managed incorrectly. Management was of the view that members couldn't be held personally liable but would confirm and advise the Committee accordingly.

Action – through the business arising statement, provide details to the Committee regarding when the next actuarial review of the Defined Benefits Scheme is scheduled and if Elected Members could be held personally liable for superannuation payments.

• The Committee noted the SRWRA and Council Solutions Annual Financial Statements. The Committee noted that SRWRA had significant cash (\$20 million) and queried if they were over collecting income. It was noted that the high cash reserves are required for remediation of the site at the end of its life. It was also noted that the SRWRA's CEO had through a number of investigations/reports been able to extend the life of the landfill site meaning it was a profitable venture and council has been able to receive a dividend in the past. It was also noted the Council Solutions was running at a small operating loss and the six constituent Councils are contributing funds when required but this is offset by the savings incurred through collaborative bulk buying agreements.

### Moved Ms Hinchey, Seconded Ms Presser that the Finance and Audit Committee:

- 1. Recommends to Council that the audited Annual Financial Statements for the year ended 30 June 2017, as attached at Appendices 3-5, be adopted.
- 2. Notes Deloitte's management letter, as attached at Appendix 6.
- 3. Notes the comparative analysis to prior year Audited Financial Statements (Analytical Review), as attached at Appendix 2.

**Carried Unanimously** 

10.36 am - Councillor Kerry left the meeting and a short adjournment occurred.

10.40 am – Councillor Kerry returned and the meeting resumed.

### 10.40am Meeting with External Auditor in Confidence Report Reference: FAC101017R8.13

### Moved Councillor Kerry, Seconded Ms Presser that the Finance and Audit Committee:

1. Pursuant to Section 90(2) and (3)(b) of the *Local Government Act 1999*, orders that all persons present, with the exception of Ms Penny Woods (Deloitte) and Mr Jason Liu (Deloitte) be excluded from the meeting as the Finance and Audit Committee meets with Councils external auditor to discuss the end of financial year audit, on the basis that the Finance and Audit Committee is satisfied that the requirement for the meeting to be conducted in a place open to the public has been outweighed by the need to keep consideration of the matter confidential given the information relates to commercial information of the Council.

**Carried Unanimously** 

### 10.40 am all persons present left the meeting and the Committee moved into confidence.

As required within the terms of reference the Members of the Finance and Audit Committee met in confidence with the External Auditors from Deloitte. In response to a number of questions the External Auditors confirmed that their relationship with the staff and Management at Marion was a good one, and that all requests made by them for information had been provided to them in a timely manner. They went on to say that the team at Marion were most supportive of the audit process and had been forthcoming with all information requested. They had handled the changes to the Statements of Accounts well. They did recommend that the Finance team look to prepare early for the changes in Accounting Standards which will impact in the next reporting period. This was noted by the Committee and passed on to the group when we came back from "in –confidence". The Committee Members thanked the Deloitte team for their assistance.

### 10.50 am the Committee came out of confidence

### Service Reviews and Internal Audit

# 10.51 am Internal Audit Program FY2018 and FY2019 Report Reference: FAC101017R7.8

### 10.51am Mr Justin Jamison and Mr Jared Lawrence entered the meeting

Mr Jamison provided an overview of the report noting internal audit reviews had been selected after consultation with management and after review of the corporate risk registers and other universal risks.

It was noted that the Contractor Management and Regulatory Fines and Enforcement had been selected due to the high reputational risks and the associated financial risks.

The Committee queried the NDIS review noting that the funding could be up to \$1.5 million. Management confirmed that the Council caps the number of residents who can access this fund and there is an opportunity to grow this area. The Committee suggested that Council needs to confirm its strategy prior to undertaking an audit in this space and that the audit may

be pre-emptive. The Committee requested that the detailed scope be prepared and reviewed by the Committee prior to any work commencing on this review.

The Committee noted that key risks such as Asset Management and Work Health Safety are not included within the program. Management advised that these risks are being managed and reviewed through other means. For example, Asset Management has just completed a large service review and the recommendations are currently being implemented whilst WHS is audited via the Local Government Association Workers Compensation Scheme on an annual basis. The implementation of the findings of the WHS audit are monitored monthly by the Executive Leadership Team.

The Committee also noted that the Emergency Management Review was not scheduled until the second year of the Plan. Management confirmed that this was because new legislative requirements commence in December 2016 and further time was required for implementation. It is proposed that a desktop exercise occur in May 2018 and the audit would follow thereafter.

It was also noted that the previous Internal Audit Plan presented to the Committee in August 2017 had focused on data and systems. These items will be addressed as a standing item in each internal audit completed.

It was agreed that the scopes for the first reviews would commence and be circulated to the Committee out of session so work could commence.

The Committee endorsed the Internal Audit Plan for 2017-19 but requested that further work occur on the NDIS review.

# 11.08 am Debtors Report Report Reference: FAC101017R7.4

Committee noted the report and the debt value was a little higher than expected. It was noted that the report includes both sundry debtors and rates debtors. The Committee queried if Council needed a more aggressive approach regarding the recovery of rate related debts? It was noted the rates debts are a timing issue as Council will recover costs when the property is sold. This is part of the conveyancing process.

The Committee queried if management track the total value of the outstanding debt and the capital value of the property to ensure the debt does not exceed the property value. Management indicated that this is not tracked but could be implemented if the value of the debt increased above a certain threshold.

The Committee noted that the debt is managed through debt collectors and the cost of this is also included as a debt owed to Council.

# 11.19 am Investment Performance 2016/17 Report Reference: FAC101017R7.5

The Committee noted the investment report and that Council recorded a favorable result against the benchmark indicator.

The Committee noted that the rate of return is better than the reserve bank but queried, due to our high cash, if there was more opportunity for Council to improve its returns with minimal risk. Management indicated that in-line with Councils Treasury Policy, Council is limited to certain banks to invest with and Council will test the market with 3 to 4 banks to ensure the best rate of return is achieved.

The Committee queried if Council provides a discount on rates if paid on time. Management advised that Council does not offer a pay on time discount.

# 11.22 am Edwardstown Redevelopment Project Update Report Reference: FAC101017R7.6

The Committee noted that report and the update provided. The key changes related to the facilities manager and this would now be funded by Council. The Committee queried if the clubs would have the capacity to fund this position into the future? Management confirmed that this would be assessed later down the track. The Committee suggested an initial three year contract and that this would then be reviewed to assess the clubs capacity to pay.

It was noted that the project would now be funded via cash rather than borrowings and Council's total contribution would be \$4,430,300 (up from its original \$4m commitment)

### Risk Management

## 11.26am Corporate Risk Profile Report Reference: FAC101017R7.7

The Unit Manager Risk provided an overview of the report noting that the review had occurred with management within the Senior Leadership Team and any of their direct reports as required. The review focused on the accuracy and relevance of the risk, the current risk rating, the outlined further actions to mitigate the risk and the subsequent forecasted risk rating. The Risk Team, in conjunction with the Manager Corporate Governance then reviewed the register for any inconsistencies in risk ratings.

The Committee noted that the risk register consists of 110 risks, with the majority of the risks rated as a medium or low. Only 14 risks were rated as a high risk and no risks were rated as extreme.

The Committee noted that there were still a number of Work Health Safety Risks reported. The Unit Manager Risk advised that significant work had progressed particularly with the implementation of a WHS system (Skytrust). It was noted that the implementation of Skytrust was a staged approach and would not be fully implemented until June 2018. The Committee noted this improvement and confirmed that Skytrust was a good system to implement.

The Committee queried what risk rating 'compliance' had received as it was not within the high risks reported. It was assumed that compliance was rated as a medium risk. Management agreed to provide some detail and clarity at the next meeting.

The Committee discussed why the likelihood but not the consequence had not been reduced on a number of risks? It was suggested that the consequences should be reassessed within the residual risk rating. This Committee did not reach consensus on this and requested that the risk definitions be presented to the next Committee meeting.

ACTION – through the business arising statement for December, please clarify what risk rating compliance has been assessed at, provide further details of the definitions regarding assessment of risks (including consequences).

# 11.42 am Internal Audit Program 2015 to 2017 Update Report Reference: FAC101017R7.9

The Committee noted the report and the progress made on the implementation of recommendations.

The Committee queried the progress of the insurance review and Management confirmed that AON had been appointed to undertake a risk profiling exercise to assess the insurance requirements for the Council.

# 11.43am Improvements delivered from Service Review Program 2016/17 and Plan Update

Report Reference: FAC101017R7.10

The Committee noted the report and the work undertaken over the past 12 months. The Committee indicated that it was hard to quantify the improvements. Management agreed and indicated that they had taken the learnings and are now moving forward with the intent to specify the tangible outcomes of each review. The Committee agreed that they would be expecting the future reports to measure and quantify outcomes.

# 11.46am Service Review – Scope – Customer Service Report Reference: FAC101017R7.11

The Committee noted the report and queried why there was no mention of discussion with customers as part of the scope. The Manager Customer Experience indicated that the Council did have customer data that could be used. The Committee indicated that current data should be used and recommended that we talk to our customers as part of this review.

The Committee also suggested that benchmarking with other Councils should be included within the scope and should be added to the external stakeholders as part of the scope.

# 11.51am Service Review – Report – Maintenance of Council Facilities Report Reference: FAC101017R7.12

The Committee noted the report and indicated that this was a well-structured review. The Committee queried why we didn't interview internal customers as part of the review? The Manager City Property confirmed that this was a timing issue. The Committee noted that the management approach had changed with a clubs and community groups now having a liaison person (one point of contact). This has assisted with issues management and relationship building. This approach has assisted to improve the satisfaction rating of Council.

The Committee discussed the recommendations and supported the proposal for a handyman. The Committee queried the proposal to remove the requirement for purchase orders under \$1000. The Committee noted that Management was looking for efficiencies but requested that further assessment of this occur to ensure it does not create any other risks of fraud or misappropriation of funds.

#### 8. OTHER BUSINESS

### Mitchell Park Sports and Community Centre – Funding

A late report was tabled at the meeting (**Appendix 1**) and the Committee agreed to discuss the item. Management apologised for the report not being included within the agenda. An overview was provided by the General Manager City Development highlighting that the Committee had considered a section 48 prudential report on Mitchell Park in 2016. The section 48 prudential report indicated that the cost estimate of the project was \$19.7 million and Council had resolved to fund 50% of the project (i.e. approximately \$10 million contribution from Council) and then seek the other 50% from other sources. The feedback

received to date has indicated that the contribution being sought from other levels of government was likely too high and Council may like to consider adjusting its financial contribution towards the project to see a successful outcome.

The Committee queried how Council defines the community benefit and if this is comparable from project to project. For example, if Council spends \$10 million on Mitchell Park and this benefits 5000 people in the community how does this compare if Council spends \$750k on BMX and it benefits 500 people (noting these figures are only used as examples). Management indicated that this approach had not been taken but Council had clearly defined the community needs and strategic intent at the beginning of the Council term. Both BMX and indoor multi use courts were included in these discussions.

The Committee suggested that a holistic approach is required and the increase in funding should be considered in conjunction with all other unfunded major projects and Councils desire to increase/decrease rates.

The Committee also cautioned that there are a number of large capital work projects currently being progressed and Council should be aware of the resource impact and the organisations capacity to manage multiple projects at the same time.

### 12.15pm the meeting adjourned for 5 minutes

### 12.20 pm Meeting resumed

### **CONFIDENTIAL ITEMS**

12.20 pm Section 48 Prudential Report – BMX Confidential Report Reference: FAC101017R8.14

Moved Ms Hinchey, Seconded Ms Presser that the Finance and Audit Committee:

1. pursuant to Section 90(2) and (3)(b)(i)(ii) of the Local Government Act 1999, the Finance and Audit Committee orders that all persons present, with the exception of the following persons: Councillor Janet Byram, Adrian Skull, Chief Executive Officer; Vincent Mifsud, General Manager Corporate Services; Abby Dickson, General Manager City Development, Mat Allen, Acting General Manager City Services, Kate McKenzie, Manager Corporate Governance; Greg Salmon, Manager City Activation, Ray Barnwell, Manager Finance and Contracts, Phil Freeman (Office of rec and sport) and Geoff Norris (Onkaparinga) be excluded from the meeting as the Council receives and considers information relating to Section 48 Prudential Report - BMX Confidential, upon the basis that the Finance and Audit Committee is satisfied that the requirement for the meeting to be conducted in a place open to the public has been outweighed by the need to keep consideration of the matter confidential given the information could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council and would on balance, be contrary to the public interest.

**Carried unanimously** 

### 12.20 pm moved into confidence

Moved Ms Hinchey, Seconded Ms Presser that the Finance and Audit Committee:

In accordance with Section 91(7) and (9) of the Local Government Act 1999 the Committee orders that this report, Section 48 Prudential Report – BMX Confidential and the minutes arising from this report having been considered in confidence under Section 90(2) and (3)(i)(ii) of the Act, except when required to effect or comply with Council's resolution(s) regarding this matter, be kept confidential and not available for public inspection for a period of 12 months from the date of this meeting. This confidentiality order will be reviewed at the General Council Meeting in December 2017.

**Carried Unanimously** 

12.45 pm the meeting came out of confidence

**12.44 pm Moved Ms Presser, Seconded Councillor Kerry** that the meeting be extended to 1pm.

**Carried Unanimously** 

12.45 am 73 Cove Road, Marino Report Reference: FAC101017R8.15

Moved Councillor Kerry, Seconded Ms Hinchey that the Finance and Audit Committee:

1. pursuant to Section 90(2) and 3(a) and (3)(h)(i) of the Local Government Act 1999, the Finance and Audit Committee orders that all persons present, with the exception of the following persons: Abby Dickson, General Manager City Development; Vincent Mifsud, General Manager Corporate Services, Mat Allen, Acting General Manager City Services, Kate McKenzie, Manager Corporate Governance, Sherie Walczak, Unit Manager Risk be excluded from the meeting as the Finance & Audit Committee receives and considers information relating to 73 Cove Road Marino, upon the basis that it is satisfied that the requirement for the meeting to be conducted in a place open to the public has been outweighed by the need to keep consideration of the matter confidential given information the disclosure of which would involve the unreasonable disclosure of information concerning the person affairs of any person (living or dead); and information relating to actual litigation, or litigation that the Finance and Audit Committee believes on reasonable grounds will take place, involving the Council or an employee of the Council.

**Carried Unanimously** 

12.45 pm The Committee moved into confidence

1.00 pm the Committee came out of confidence

9. ANY OTHER BUSINESS

Nil

### 10. MEETING CLOSURE

The meeting was declared closed at 1 pm.

### 11. NEXT MEETING

The next meeting of the Finance and Audit Committee is scheduled to be held:

Time: 9.30 am

Date: Tuesday, 12 December 2017

Venue: Council Chamber, Administration Building

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**CHAIRPERSON** 

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