

Audit and Risk Assurance Committee (ARAC) meeting AGENDA

Time and date: 10.00 - 12.00, 17 October 2024
Venue: Virtual Meeting (Microsoft Teams)

Time	Item	Subject and paper number	Lead
09:30	-	<i>Pre-meeting for Chair and Members only</i>	<i>Chair</i>
1. OPENING ADMINISTRATION			
10:00	1.1	Welcome and Apologies	Chair
	1.2	Declaration of Interests	Chair
	1.3	Minutes of the previous meeting (AUD 24-24)	Chair
	1.4	Matters arising from the previous meeting (AUD 25-24)	Chair
	1.5	Annual Review of ARAC governance including: 1. ARAC Handbook (AUD 26-24) 2. ARAC Terms of Reference (AUD 27-24)	Chair
2. AUDIT /REPORTING			
10:11	2.1	Internal Audit - ARAC update (AUD 28-24)	GIAA
10:25	2.2	Internal Audit 1. Supplementary Pack (AUD 28a-24) 2. 23/24 Final Opinion (AUD 28b-24)	GIAA
10:35	2.3	Audit Tracker Update (AUD 29-24)	Head of Finance and Governance
10:45	2.4	External Audit Update (Oral Item)	NAO/KPMG
3. UPDATES			
11.05	3.1	Cyber Security Quarterly Update (AUD 30-24 – PowerPoint slides)	Director of Data, Technology and Development
11.15	3.2	CAF Update (AUD 31-24 - PowerPoint slides)	Director of Data, Technology and Development

Time	Item	Subject and paper number	Lead
11:25	3.3	HTA Health and Safety Update (AUD 37-24)	Gisela Amabilino Business Manager / Director of Resources
4. RISK UPDATE			
11.35	4.1	Risk Update (AUD 32-24 - Strategic Risk Register at Annex A)	Director of Resources
5. REGULAR REPORTING: Policies and Procedures			
11.55	5.1	Gifts and Hospitality (AUD 33-24 – G and H Register at Annex A)	Head of Finance and Governance.
	5.2	Declarations of Interest (Oral Item)	
	5.3	Reports on grievances, disputes, fraud, counter fraud, bribery, corruption and other information. (AUD 34-24 – Fraud Risk Assessment at Annex A)	
6. CLOSING ADMINISTRATION			
12:00	6.1	Any Other Business	Chair
	6.2	Information Items: 1. ARAC Chair’s Annual Report 2023-24 presented to Board September 2024 (HTA 15-24) 2. HMT ARAC Handbook (AUD 35-24) 3. Functional Standards – Update (AUD 36-24)	Chair Chair Deputy Director Performance and Corp. Governance.
	6.3	Policy and Procedure updates as required. (None brought to this meeting)	
	6.4	Date of next meeting: 12 February 2025	
12:10	Finish		

DRAFT Minutes of the Audit and Risk Assurance (ARAC) meeting

Date: 12 June 2024

Time: 10.00 – 12.00

Venue: Rooms 40/41 Wandle, 2RP (Hybrid)

Protective Marking: OFFICIAL

Attendees:

ARAC Members

Gary Crowe (GC), Chair
Helen Dodds (HD)
David Lewis (DL)
Jessica Watts (JW)

Observers

Lynne Berry, HTA Chair
Joanne Charlton (JC), Government Internal Audit Agency
Jacky Cooper, Policy Lead, Human Tissue Policy and Ethics of Consent, DHSC
Nicholas Doran, NAO
Holly Gaff, KPMG
Dean Gibbs, KPMG
Richard Mabbitt, Board Secretary
Ria Mukherji, Senior Policy Adviser, Human Tissue Policy and Ethics of Consent, DHSC
Eric Sibisi, KPMG

HTA Staff

Colin Sullivan (CS), CEO
Louise Dineley (LD), Director of Data Technology and Development
Tom Skrinar (TS), Director of Resources
Nicolette Harrison (ANH), Director of Regulation
John McDermott (JMcD), Deputy Director for Performance & Corporate Governance
Morounke Akingbola (MA), Head of Finance and Governance
Debra Morgan (DM), ARAC Secretary (*minute taker*)
Sam Mortimer (SM), Data and Technology Project Officer (item CAF) *For item 10*

Item 1 – Welcome and apologies

1. The Chair welcomed Members, the Executive team and HTA colleagues, and attendees from the Department of Health and Social Care (DHSC), Government Internal Audit Agency (GIAA), the National Audit Office (NAO), and KPMG. Lynne Berry was observing the meeting.

2. He reported that HTA Board member Jessica Watts had been appointed as a member of ARAC and her onboarding to the Committee would continue over the coming month. He further reported that Dave Lewis was to remain as a member of ARAC and would act as a link to the Remuneration Committee. The Board Chair would be reporting on committee appointments to the Board meeting of 27 June 2024.
3. No apologies were received, and no comments had been submitted to the Committee Chair by email in advance of the meeting.
4. The Chair reminded attendees that to ensure good governance and provide appropriate test, challenge and assurance it was imperative that all papers were received in good order and with sufficient time for members to digest information and issues and to raise questions where necessary prior to each meeting.

Item 2 – Declarations of interest

5. None were declared.

Item 3 – Chair's Report

6. The Chair provided an update on the following issues:
 - Concerns regarding access of Staff records through CQC for the external audit had now been addressed and the issue was closed;
 - Internal Audit checkpoint meetings were to be reintroduced with SMT members to make sure there was clarity around the information on the Audit Tracker.
7. The Chair reported that it was encouraging that SMT and GIAA were working to make improvements and were implementing necessary revisions to the working documents, Audit trackers and Risk Registers, to meet the organisation's expectations for assurance.

Item 4 – Minutes (Paper AUD 15-24)

8. ARAC APPROVED the minutes of the meeting of 7 February 2024 (Aud15-24), subject to correction of a minor typographical error in paragraph 57.

Item 5 – Matters Arising (Paper AUD 16-24)

9. ARAC reviewed the Actions Log and was content that all actions were now

complete. The Committee felt that the revised format of the log was helpful. The period of time closed actions were retained in the log would be discussed in future meetings.

Item 6 – Internal Audit 2023/24 (Papers AUD17a and 17b-24)

10. ARAC RECEIVED the Internal Audit Report and supplementary information. The internal audit opinion must conclude on the overall adequacy and effectiveness of the organisation's framework of governance, risk management and control. JC representing the GIAA spoke to the item and highlighted:
 - the moderate assurance rating being provided for the year (as per previous years);
 - the theme of training and guidance being flagged for action across the next year;
 - on the latest audits conducted;
 - Reportable Incidents received substantial assurance
 - Portfolio Management received moderate assurance
 - Health & Safety received limited assurance
11. In response to Members' concerns around the number of recommendations and the limited inclusion of detail to provide assurance on Health and Safety as a statutory compliance requirement, TS reported that Health and Safety was to be added to the Strategic Risk Register. He further reported that there were also plans in place for GIAA to consider compliance more widely in the mid-year review of the Audit Plan for 24/25.
12. TS further reported that work being carried out with the new HR business partner would provide enhanced opportunities for identifying appropriate packages for training and personal development. The Chair noted that ARAC were aware of the number of staff movements and that clear process and procedure would serve to make staff feel supported moving forward.
13. ARAC NOTED the report and AGREED the proposed outline Internal Audit Plan for 2024/25, subject to the finalisation that was explained under this item.

Item 7 – Audit Tracker (Paper AUD18-24)

14. ARAC RECEIVED and NOTED the Audit Tracker and discussed that there were still discrepancies between the number of recommendations that GIAA were presenting and HTA were tracking and reporting against. ARAC recommended that timescales be provided for each individual overdue item

moving forward to give a clearer picture of progress – including where this meant ‘risk accept’ with items to be completed in due course with available resources and capacity.

15. **Action:** MA to revise tracker to include road map or timings for completion of each recommendation.
16. In response to Members’ requests for more specific details on the overdue recommendations for Records Management and Data Protection and Security Toolkit (DSPT), LD confirmed these items would be completed and closed by the next ARAC meeting or where necessary specific proposals would be made to ARAC. She further reported that delays had been due to resourcing.
17. In response to queries regarding Payable and Receivables, TS confirmed that action would be advanced on the development of a new Finance System (recorded as a formal Project on the HTA Business Plan for 24/25; although work may not be completed by the year-end).
18. CS acknowledged that the executive needed to communicate better interim steps for ARAC setting out a clear chronology, providing explanations around resources and expected closure dates. Following which ARAC NOTED the Audit Tracker.

Item 8 – External Audit (Papers AUD19a, 19b and 19c-24)

19. ARAC received the External Audit Report, Opinion and Annual Report and Accounts. DG spoke to the item, confirming that HTA’s Annual Report and Accounts were almost complete and would shortly be ready to submit to Parliament. There was one point on calibration of SMT pensions still to be actioned and clarity from Treasury had been sought.
20. Risks and adjustments for 23/24 were discussed and NAO confirmed that while no issues were identified during the audit work, some process improvements were suggested for consideration. These included HR documentation and documentation of Remuneration Committee decision making.
21. DL confirmed that he would take the Remuneration Committee item back to that Committee. CS confirmed that the Private Office would facilitate and administer the Remuneration Committee moving forward.
22. The draft Annual Report and Accounts were discussed and TS confirmed that ARAC comments would be taken into account for the final version of the

document. MA confirmed that ARAC needed to be content with the Annual Governance Statement only (offering to bring the item and draft report to meeting earlier each year in March) and also confirmed the arrangements for reviewing and completing the document more widely by the executive ahead of a formal approval by the Board.

23. ARAC NOTED and ACCEPTED the report from External Audit Report, Annual Report and Accounts and letter of representation with a RECOMMENDATION OF SUPPORT TO THE BOARD and the Chair thanked all involved for their work.
24. **Action:** MA to ensure ARAC members are clear on which elements of the ARA are to come to ARAC for formal approval at the 2024/25 report and accounts

Item 7 – Cyber Security Update (paper AUD 20-24a)

25. LD spoke to the item and the new format for the update, including new content reflecting increasing risk across the sector. She noted the positive IT performance and robustness of HTA systems, including details of a recent penetration test.
26. ARAC noted the further work towards the final DSPT submission. LD highlighted that consideration had been given to what levels of compliance and risk appetite were proportionate and realistic for the organisation to achieve.
27. The committee sought assurance on the resilience of the IT systems and the testing arrangements; assurance on management overrides.
28. In response LD described the DSPT requirement to test and explained that HTA practically test those elements that we can and role play scenarios for those elements that we cannot practically test (linking to the CIRP / BCP full test exercise in April). She reported that assurance provided that testing was proactive rather than reactive and while noting our reliance on BCC the HTA were working on knowledge transfer from BCC to HTA IT staff ahead of BCC contract review. She further reported that this type of reliance is not unusual for organisations such as the HTA with limited internal resources. During discussion the Committee noted that open IT ticket trends would be reducing over time and asked officers to consider whether we have an over reliance on BCC that needs to be thought about in terms of our Strategic Risk Register.
29. Following which, the Committee NOTED the Cyber Security update.

Item 9 – Information Security (Paper AUD 20-24b)

30. ARAC RECEIVED the Information Security paper and TS spoke to this item as SIRO and reported that careful consideration had been given to process for on boarders and leavers and commentary on this was to be added to the Strategic Risk Register.
31. Following discussion TS confirmed that system access rights for leavers were suspended immediately on their departure. He also confirmed that there were no unmanaged risks that needed to be flagged to ARAC and the HTA Board and reported that the Committee should note the need to continue investment.
32. The Committee NOTED the Information Security (SIRO) paper and verbal update.

Item 10 – Data Security and Protection Toolkit (Paper AUD 31-24)

33. SM provided a progress update about the DSPT which is an annual online self-assessment tool maintained by the NHS that allows organisations to measure their performance against national data guardians 10 data security standards. SM offered assurance to ARAC reporting that the HTA hoped to achieve a moderate assurance rating (albeit against fewer substantial rated items this year than last). She reported that discussions were still ongoing with GIAA colleagues around the standards and evidence submitted.
34. SM reported that next year's process would be even more onerous as the additional Cyber Assessment Framework measures come into play and that it would be unlikely for the HTA to ever be able to achieve above a moderate rating.
35. Following which the Committee NOTED the update.

Item 11 – Risk Update (Papers AUD 21-24 and AUD 21a-24)

36. ARAC RECEIVED the Risk Update and TS spoke to the item and to the new format of the Strategic Risk Register and the work of the executive to map out new risks and mitigations for 24/25. He reported that the content was still in draft and would be updated before wider Board discussion and scrutiny later in the month.
37. ARAC noted the new format and during discussion queried:
 - “controls” vs “mitigations” and how the controls or actions actually impacted the causes and what the timings are;

- required trend analysis of the risk specifically #3 is HR shared services a cause and a mitigation, #4 do we really have rigours debt control, #5 what are we doing on AI?
38. The Committee noted that much of the content remained the same in 24/25 as in 23/24 and noted that further validation of the content would be undertaken by SMT in advance of the June Board meeting.
39. Following which the Committee NOTED the risk update and asked for a one-page summary of the Register, including the trend analysis.
40. **Action:** MA/TS to create a one-page summary of the Register, including the trend analysis, and for the detailed sheets to include how and when controls address the risks identified (consistency is needed on this), and for the SMT view of risks above tolerance to be included explicitly.

Item 12 – Gifts and Hospitality Register (Papers Aud14-24 and AUD 22-24)

41. MA introduced the register, which was NOTED by the Committee.

Item 13 – Reports on grievances, disputes, fraud and other information

42. No reports of grievances were discussed.
43. There was nothing to report to the Committee under fraud or dispute.
44. TS spoke to the need to develop a Health & Safety reporting / assurance mechanism for future ARAC meetings.
45. **Action:** TS to develop a Health & Safety reporting / assurance mechanism for future ARAC meetings.

Item 14 – Any other business (AOB)

46. One item of AOB had been tabled in advance of the meeting:

(i) Committee Effectiveness Review (Papers AUD 23 -24, AUD 23a-24, AUD 23b-24 and AUD 23c-24)

47. The Chair summarised outcomes from the 2023/24 Committee Effectiveness Review based on feedback from members and other contributors to

Committee proceedings using the NAO Effectiveness toolkit. The review had concluded that the Committee was effective across all domains, noting in particular the new autumn 'deep dive' and spring sector risk review processes, and wider risk review work undertaken by the Committee. Some areas for improvement were identified, including increasing membership, risks being more suitably visible and hearing about the quality improvement work of the auditors. The frequency of meetings had been discussed, with the view being taken that three rather than four meetings year was proportionate for the HTA as a smaller NDPB. There were three areas of development for 24/25: (i) more frequent meetings between ARAC and auditors, (ii) All internal audit actions to be completed to time, (iii) training and induction of new ARAC members.

48. The Chair reported that it was ARAC's intention to continue to use the NAO self-assessment tool again this year.
49. The Committee NOTED the oral update and areas of development.
50. **Action:** Chair to circulate a note on Committee Effectiveness after the meeting.

(ii) Observations by Chair of HTA Board Lynne Berry:

51. The Chair of the Board thanked Committee members for their contributions and spoke to being content to provide assurances to DHSC on the robust operations of ARAC, the wider role for ARAC and pressures within the sector. She underlined the importance for ARAC, and other HTA non-executive entities of timely and focused papers with clear asks, and exposition of roles for the executive and non-executive part of the organisation.

Summary of actions:

- **Item 7, paragraph 15.** MA to revise tracker to include road map or timings for completion of each recommendation.
- **Item 8, paragraph 24.** MA to ensure ARAC members are clear on which elements of the ARA are to come to ARAC for formal approval at the 2024/25 report and accounts
- **Item 11, Paragraph 39.** MA/TS to create a one-page summary of the Register, including the trend analysis, and for the detailed sheets to include how and when controls address the risks identified (consistency is needed on this), and for the SMT view of risks above tolerance to be included explicitly.
- **Item 13, Paragraph 44.** TS to develop a Health & Safety reporting / assurance mechanism for future ARAC meetings

- **Action 5:** AOB, Paragraph 49. Chair to circulate a note on Committee Effectiveness after the meeting.

Date of next meeting: 17 October 2024 – Virtual Meeting

DRAFT

HTA ARAC meeting, 17 October 2024

Agenda item	1.4 - Matters arising from previous ARAC meetings
Purpose: for information or decision?	Information
Decision making to date?	N/A
Recommendation	The ARAC Committee is asked to note completed actions from recent meetings and progress on actions from the meeting of 27 June 2024. There were five actions from the last meeting, all of which have been completed. No actions are outstanding from previous meetings.
Which strategic risks are relevant?	Risk 1: Regulation Risk 2: Sector Risk 3: Staff Risk 4: Financial Risk 5: Digital
Strategic objective	Efficient and Effective
Core operations / Change activity	Core operations
Business Plan item	Audit and Risk – coordination of appropriate organisation controls to facilitate scrutiny and oversight by stakeholders
Committee oversight?	Audit and Risk Assurance Committee
Finance and resource implications	Various due to the range of items covered
Timescales	Various due to the range of items covered
Communication(s) (internal/external	N/A
Identified legislative implications	N/A

Matters Arising / Actions Log

ARAC date and item	Action	Owner	Deadline	Status	Update
12 June 2024 Item 7 Para 15	Audit Tracker Revise Tracker to include road map or timings for completion of each recommendation	Morounke Akingbola, Head of Finance and Governance	ARAC meeting of 17 Oct 2024	G	Action Complete Oct 2024
12 June 2024 Item 8 Para 24	External Audit Papers Ensure ARAC members clear on elements coming for formal approval at 24/25 ARA	Morounke Akingbola, Head of Finance and Governance	ARAC meeting of 17 Oct 2024	G	Action Complete Oct 2024
12 June 2024 Item 11 Para 39	SRR – Risk Update Create 1-page summary of the Register, including trend analysis, and with detailed sheets to include how and when controls address risks identified, and for the SMT view of risks above tolerance to be included explicitly	Tom Skrinar, Director of Resources and Morounke Akingbola, Head of Finance and Governance	ARAC meeting of 17 Oct 2024	G	Action Complete Oct 2024
12 June 2024 Item 13 Para 44	Policies and Procedures To develop a Health & Safety reporting / assurance mechanism for future ARAC meetings	Tom Skrinar, Director of Resources	ARAC meeting of 17 Oct 2024	G	Action Complete Oct 2024
12 June 2024 Item 14 Para 49	Committee Effectiveness Circulate note on Committee Effectiveness after the meeting.	ARAC Chair	ARAC meeting of 17 Oct 2024	G	Action Complete Aug 2024

R	R: action not completed or reported on by due date
A	A: action not yet due
G	G: action complete
<ul style="list-style-type: none"> Where no deadline specified in minutes, Action Holders to report on progress at next meeting Actions will be removed from the log only when completion has been reported to the Committee, or if the Committee agrees that they have been superseded or may otherwise be closed. 	

Full Record of Actions completed from previous meetings (from January 2023)

Number / reference	Action	Assigned to	Target date	Revised date	Status
Actions from the ARAC meeting of 7 February 2024					
Paragraph 4	Matters Arising Secretariat to revise the format of the Actions Log	Aidan Mclvor, Board Secretary	By next meeting (12/06/2024	-	Action completed in April.
Paragraph 6	Audit Tracker Secretariat to arrange a 'checkpoint' call in late April between the Chair of ARAC, Jo Charlton (GIAA), HTA officials.	Aidan Mclvor, Board Secretary	By early May 2024.	-	Action completed; a 'checkpoint' was arranged for 22/04/2024.
Paragraph 7	External Audit Tom Skrinar to raise the (engagement) issue with CQC on 09/02/2024	Tom Skrinar, Director of Resources	By 09/02/2024	-	Action completed on 9/02/2024
Paragraph 10	Whistleblowing Policy Revised Whistleblowing Policy to be recirculated for approval by 'written procedure' outside the meeting	Morounke Akingbola, Head of Finance and Governance	By next ARAC meeting 12/06/2024	-	Action completed in April.
Paragraph 13:	ARAC Handbook seasons-themed order of business be revised outside the meeting	Morounke Akingbola, Head of Finance and Governance	By next ARAC meeting 12/06/2024	-	Action completed in April.
Actions from the ARAC meeting of 19 October 2023					
Paragraph 16	Cyber Security Joanne Charlton (GIAA) to discuss Cyber Security Essentials with Morounke Akingbola	Director of Resources	December 2023	-	Completed.

AUD 25-24

Paragraph 28	Artificial Intelligence (A.I.) Helen Dodds asked for more information/thoughts about the risk Artificial Intelligence (AI) poses to be covered at the next Board meeting on 7 December 2023.	Director of Data, Technology and Development	December 2023	-	Completed A.I. was mentioned during the HTA Performance Report at the Board meeting on 7th December 2023. A Roadmap to be developed and will come to a future Board event, e.g., a workshop.
Paragraph 36	Risk update At the request of ARAC, the Remuneration Committee to consider the Risk Update paper at its next meeting.	Director of Resources	January 2024	-	Completed. The Risk Update paper, including how to mitigate the risk around recruitment and retention of staff, was considered by the Remuneration Committee at its meeting on 26th January 2024.
Actions from the ARAC Meeting of 8 June 2023					
[No new actions arising recorded at this meeting]					
Actions from the ARAC Meeting of 26 January 2023					
ARAC_2022_28 Jan 23	Matters arising from 9 June 2022 Executive to amend the matters arising report to include key colour.	Board Support	Feb 23	-	Completed
ARAC_2023_02	Internal Audit The Committee agreed the proposed 23/24 Internal Audit Plan and noted the October 2022 GIAA supplementary report	Director of Resources and Head of Finance & Governance	Feb 23		Completed

AUD 25-24

ARAC_2023_03	Cyber Security Update Executive to consider the format of the cyber security report.	Director of Data, Technology & Data	May 23		Completed - presented at 8 June meeting
ARAC_2023_04	HTA Summary of Audit Recommendations The Committee noted the report and accepted the recommendations on page 2 and 3 of the audit tracker report.	Head of Resources	May 23		Completed.
ARAC_2023_05	External Audit Director of Resources to provide a timeline note for the Committee regarding the preparation and review of the audited accounts.	Director of Resources	Feb 23	June 23	Completed
ARAC_2023_06	Sector Risk Assessment Lead of the Private Office to ensure that Sector Risk Assessment is on the Committee's work plan for January 2024.	Lead of the Private Office	May 23		Completed
ARAC_2023_07	Consideration of risk appetite and tolerance within the HTA The Executive to redraft wording for risks 2, 3 and 7 and circulate to Members for review and approval.	SMT	Feb 23		Completed
ARAC_2023_08	Consideration of risk appetite and tolerance within the HTA The Executive to include a key to the levels of tolerance within the revised document.	Director of Resources	May 23		Completed.
ARAC_2023_09	Whistleblowing Policy and Procedure The Committee agreed the amended Whistleblowing Policy	Head of Finance & Governance	April 23		Completed.
ARAC_2023_10	ARAC Workplan	Lead of the Private Office	May 23		Completed.

AUD 25-24

	Lead of the Private Office and ARAC Chair to develop a more detailed workplan for the Committee				
ARAC_2023_11	ARAC Terms of Reference The Executive to amend section 18 and 31 as per the Committee's discussion and present to the Board for approval.	Director of Resources and Head of Finance & Governance	March 23		Completed. Amendment made 06-02-23 and presented to Board March 2023.
ARAC_2023_12	Gifts and Hospitality Register Reminder to be sent to staff that all offers of gifts and hospitality must be reported in a timely manner	Director of Resources and Head of HR	May 23		Completed. Item included in February staff newsletter.

HTA ARAC meeting, 17 October 2024

Agenda item	1.5 (1) ARAC Handbook
Purpose: for information or decision?	Decision
Decision making to date?	N/A
Recommendation	Last reviewed / approved 07/02/2024 Audit and Risk Assurance Committee is asked to approve the latest proposed version of the handbook
Which strategic risks are relevant?	Risk 1: Regulation Risk 2: Sector Risk 3: Staff Risk 4: Financial Risk 5: Digital
Strategic objective	Efficient and Effective
Core operations / Change activity	Core operations
Business Plan item	Audit and Risk – coordination of appropriate organisation controls to facilitate scrutiny and oversight by stakeholders
Committee oversight?	ARAC
Finance and resource implications	N/A
Timescales	N/A
Communication(s) (internal/external	N/A
Identified legislative implications	N/A

ARAC Handbook

Below is the ARAC Handbook which has been reviewed in light of the latest iteration of HM Treasury Audit and Risk Assurance Committee Handbook.

Updates

The Handbook has received a small number of amendments of which some are cosmetic.

Below and for ease is a list of the main changes/additions:

- **Section 1 para 3** HTA Assurance Framework diagram;
- **Section 1 para 4** line 'f' added
- **Section 2**, meeting months added, regular and specific meeting items have been added in particular the Fraud Risk Assessment which should be reviewed by the committee at least twice a year.

Action

There are sections of the HMT Handbook (see paper HTA 33-24) that the committee may wish to consider whether they should be specifically included within the handbook. These are:

- Reference to the corporate governance in central government departments: code of good practice guidance **pg. 7-8**;
- Relationship with the Executive in particular **section 3.5**
- Skills range and training and development **pg 14-15** and
- Committee support: good practice **pg 29** to flesh out the role of the secretariat

The committee are requested to consider the above and comment on the handbook below.

[Request front cover from the Comms Team]

Audit, Risk and Assurance Committee Handbook

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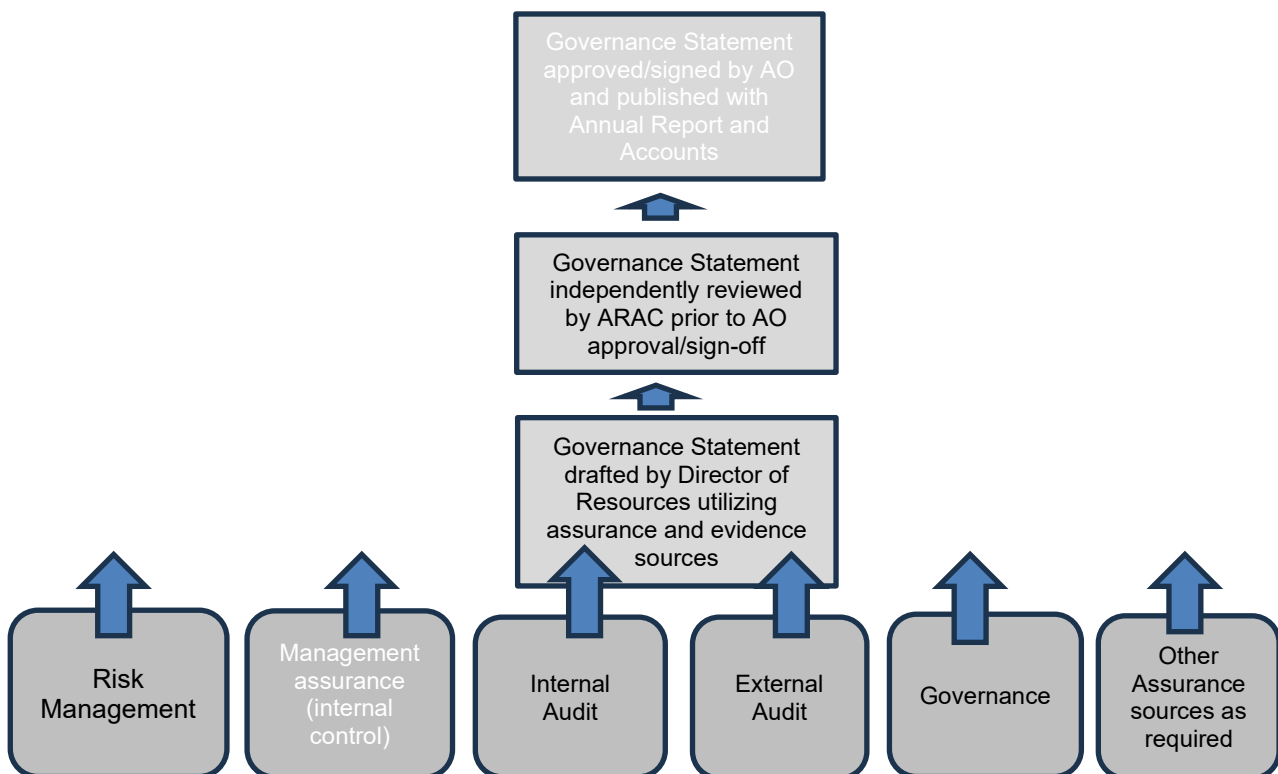
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Section 1

Introduction

1. The purpose of this handbook is to focus Committee business and to provide part of the mechanism for inducting new members.
2. The Audit & Risk Assurance Committee is a committee to the Human Tissue Authority's board (the Board) as defined by section 8.1 of the Framework agreement between the DHSC and the HTA. The Committee's primary role is to advise the Board and the Accounting Officer on the exercise of their responsibilities, by concluding upon the adequacy and effective operation of the HTA's overall internal control system and ensuring there is an adequate and effective risk management and assurance framework.
3. It is the responsibility of the Accounting Officer (i.e. Chief Executive Officer) to ensure that the organisation properly exercises its obligations / responsibilities in relation to issues of risk, control, governance and associated assurances. As a result, the Committee will review the Annual Governance Statement, - this being a primary disclosure statement within the final accounts - prior to signing by the CEO. The HTA assurance framework is illustrated below.

HTA ASSURANCE FRAMEWORK



4. In discharging its duties, the Audit & Risk Assurance Committee will:
 - a. Review the comprehensiveness of assurances in meeting the Board's / Accounting Officer's assurance needs
 - b. Review the reliability and integrity of these assurances
 - c. Review the adequacy of the Board and Accounting Officer in discharging their responsibilities (particularly in respect to Financial Reporting).
 - d. Ensure their organisation is operating appropriate and effective whistleblowing practices and whistleblowing is considered regularly
 - e. Provide assurance to the Board that the organisation is properly managing its cyber risk including appropriate risk mitigation strategies.
 - f. Satisfying itself that the HTA has adequate arrangements in place for counter fraud, bribery and corruption

5. HM Treasury's Audit Committee Handbook provides further guidance on the role of audit committees, the role of the chair of the audit committee and good practice.
<https://www.gov.uk/government/publications/audit-committee-handbook>

6. In conducting their review, the Committee will consider whether the Board and the Accounting Officer are:
 - a. promoting the highest standards of propriety in the use of HTA funds and encourage proper accountability for the use of those funds
 - b. improving the quality of financial reporting by reviewing internal and external financial statements on behalf of the Board
 - c. promoting a climate of financial discipline and control which will help to reduce the opportunity for financial mismanagement
 - d. identifying and managing risk and promoting the development of internal controls systems which will help satisfy the Board that the HTA will achieve its objectives and targets
 - e. operating in accordance with any statutory requirements for the use of public funds, within delegated authorities laid down within the Human Tissue Authority's Standing Orders and the HTA's own rules on what matters should be referred to the Board and in a manner which will make most economic and effective use of resources available

Section 2

Audit & Risk Assurance Committee yearly work programme Introduction

7. This programme of work has been developed taking into account the guidance in the HMT's Audit & Risk Assurance Committee handbook. It works on the basis of three

meetings per annum with the timing of the second meeting of the year designed to link in with the requirement for the Committee to approve the Authority's accounts.

8. Audit & Risk Assurance Committee work programme below. There will be additions to the items that are found in the ARAC Action Log.

1. February meeting	
Regular items <ul style="list-style-type: none"> • Assurance reports from Internal Audit • Audit recommendations tracker report • Strategic risk register review • Policies/procedures updates • Anti-Fraud Policy (bi-annually) • Whistleblowing Policy • Cyber security update • DSPT/CAF update 	Meeting specific <ul style="list-style-type: none"> • Review and approval of the Internal Audit proposed Audit plan for the financial year • Review of the Audit & Risk Assurance Committee's performance including Members' skills and training • Handbook and ToR (if any required changes need to be authorised) • Sector risk assessment
2. June meeting	
Regular items <ul style="list-style-type: none"> • Assurance reports from Internal Audit • Audit recommendations tracker report • Strategic risk register review • Fraud risk assessment • Policies/procedures updates • Cyber security update • DSPT/CAF update 	Meeting specific <ul style="list-style-type: none"> • Receive Internal Audit Annual Report • Approval of the Annual Report and Accounts • SIRO Report • Review of the External Auditors ISA 260 report management letter (final) • Consider key messages for the Audit & Risk Assurance Committee's report on its activity and performance (to the Board) • Hold confidential joint meeting with both sets of Auditors (agenda item at start or end of meeting)
3. October meeting	
Regular items <ul style="list-style-type: none"> • Assurance reports from Internal Audit • Audit recommendations tracker report • Strategic risk register review • Fraud Risk assessment • Policies/procedures updates • Cyber security update • DSPT/CAF update 	Meeting specific <ul style="list-style-type: none"> • Approval of External audit's planning report • Review of the Audit & Risk Assurance Committee's Governance including Handbook and Terms of Reference

Section 3

Role of internal audit

The role of internal audit at the Human Tissue Authority

9. The management of HTA is responsible for establishing and maintaining an appropriate system of internal control and for the prevention and detection of irregularities and fraud.
10. In fulfilling this responsibility, estimates and judgements by management are required to assess the expected benefits and related costs of control procedures.
11. The objectives of systems of internal control are to provide management with reasonable, but not absolute, assurance that the business is conducted in an orderly and efficient manner, that there is adherence to management policies and laws and regulation, that assets are safeguarded against loss or unauthorised use and that transactions are executed in accordance with management's authorisation and are accurately and completely recorded to permit, inter alia, the preparation of financial statements.
12. Internal audit is an element of the internal control framework established by management to examine, evaluate and report on accounting and other controls on operations. Internal audit assists management in the effective discharge of its responsibilities and functions by examining and evaluating controls. The objectives of internal audit include promoting effective control at reasonable cost and assisting management generally in the pursuit of value for money.
13. Internal Audit is an appraisal or monitoring activity established by management and directors to review and report on the adequacy and effectiveness of the system of internal control. This includes both financial and operational control and will encompass Risk Management, Governance, Accounting, Information Technology, Human Resources and Value for Money issues (VFM).
14. Effective internal audit requires the function to be a service to management at all levels, which identifies, evaluates and provides an opinion on the adequacy of the organisation's internal control framework with reference to achieving the organisation's objectives.
15. Internal Audit is a key part of the HTA's internal control system because it measures and evaluates the adequacy and effectiveness of other controls so that:
16. the Board and senior management can know the extent to which they can rely on the whole system; and

17. individual managers can know how reliable the systems are and controls for which they are responsible, and any remedial action required.

Approach to internal audit

18. Internal Audit takes a risk-based approach to audit to comply fully with the requirements of the Public Sector Internal Audit Standards. This ensures compliance with best professional standards and makes a positive contribution to the Authority's Annual Governance Statement. In some areas, different approaches are required. Therefore, regularity, contract and VFM audit techniques are employed where appropriate.

Statement of assurance

19. In order to provide the required statement of assurance, the Internal audit service will undertake a programme of work, based on risk assessment, authorised by the Board, to achieve the following objectives:
- a. to review and appraise the soundness, adequacy and application of the whole system of control;
 - b. to ascertain the extent to which the whole system of internal control ensures compliance with established policies and procedures;
 - c. to ascertain the extent to which the assets and interests entrusted to, or funded by, the Authority are properly controlled and safeguarded from losses of all kinds;
 - d. to ascertain that management information is reliable as a basis for the production of financial and other returns;
 - e. to ascertain the integrity and reliability of information provided to management including that which is used in decision-making; and
 - f. to ascertain that systems of control are laid down and operate to achieve the most economic, efficient and effective use of resources.
20. In providing the annual assurance opinion, it should be noted that assurance can never be absolute. The most that the internal audit service can provide to the Accounting Officer and Audit & Risk Assurance Committee is a reasonable assurance that there are no major weaknesses in risk management, governance and control processes based on work undertaken during the year.

Reporting lines

21. Internal Audit is under the independent control and direction of the Audit & Risk Assurance Committee on behalf of the Board. It is the responsibility of the Audit & Risk Assurance Committee to oversee the appointment and cost of internal audit provision, which is managed centrally by the DHSC.

22. The Audit & Risk Assurance Committee each year approves a rolling programme of audit work, which will be prioritised in line with an assessment of the Board's key risks. The Director of Resources monitors progress against this programme in liaison with the Internal Auditors and they report regularly to the Audit & Risk Assurance Committee on this.
23. In respect of each internal audit assignment, the Internal Auditors present their findings to the Director of Resources who will, with the appropriate Lead Director and/or Head of Service, co-ordinate a response. The Internal auditors then present their report and recommendations, together with management's response, to the next available meeting of the Audit & Risk Assurance Committee.
24. Management responses to internal audit findings identify responsibility for implementing recommendations and the line Director ensures that this is done within the agreed timescale. The Director of Resources reports to each meeting of the Audit & Risk Assurance Committee on progress with implementing recommendations.
25. Internal Audit submits an annual report to the Audit & Risk Assurance Committee that includes an overall assessment of Risk Management, Corporate Governance and the Control Environment for the year in question and a comparison of actual and planned activity for the period.

Rights of internal auditors

26. Internal Auditors have authority to:
- a. Enter (or require entry) into HTA premises at any time
 - b. Access all records, documents and correspondence (including those held on computers) which may relate to financial or operational matters of the Board
 - c. Require and receive from staff or Board members such explanations as are necessary concerning any matter under review
 - d. Require any staff or member to produce upon request any cash, stores, documents or other Authority property under his/her control
27. Staff and Board members will co-operate openly and honestly with reviews conducted by Internal Audit.

Section 4

Role of external audit

Introduction

28. The External Auditor for the HTA is a statutory appointment. The Comptroller and Auditor General (C&AG) is the auditor for the Human Tissue Authority under Section 16 of Schedule 2 of the Human Tissue Act 2004.
29. The C&AG is an officer of the House of Commons appointed by the King to report to Parliament on the spending of central government money. The C&AG is therefore independent of Government.
30. The C&AG is granted comprehensive audit and inspection rights and has appointed the staff of the National Audit Office (NAO) to act on his behalf.
31. The NAO conducts financial audits of all government departments and agencies and many other public bodies, and reports to Parliament on the value for money achieved by these bodies. Its relations with Parliament are central to our work, and we work closely with other public audit bodies that have a role in other areas of public expenditure. The NAO has three main work streams – Financial Audit, VFM audits and Investigations.

Financial audit

32. The NAO is responsible for auditing the accounts of all Government departments and agencies, and most 'arm's length' public bodies including HTA known as Non-Departmental Public Bodies. The NAO is also responsible for auditing all National Loans Fund accounts and has several International clients.
33. The C&AG is required to *form an opinion* on the accounts, as to whether they are free from material misstatement. The C&AG is also required to confirm that the transactions in the accounts have appropriate Parliamentary authority. If the NAO identifies material misstatements, the C&AG will issue a qualified audit opinion. Where there are no material misstatements or irregularities in the accounts, the C&AG may nonetheless prepare a report to Parliament on other significant matters. Such reports may be considered by the Committee of Public Accounts.

NAO timetable

34. Each year, the NAO is committed to presenting the following to the HTA:

35. Audit Planning Report (for the February Audit & Risk Assurance Committee meeting) – This document outlines the risks identified during audit planning and the audit approach taken to address those risks
36. ISA 260 report (Management Letter), for June Audit & Risk Assurance Committee - This letter contains:
- a. unexpected modifications to the C&AG's certificate and report;
 - b. unadjusted misstatements (other than those deemed to be trivial);
 - c. material adjusted misstatements;
 - d. material weaknesses in accounting and internal control systems identified; and
 - e. NAO's views about the qualitative aspects of the Authority's accounting practices and financial reporting.

Section 5

Relationship of the Audit & Risk Assurance Committee with the HTA Executive

37. The Chief Executive of the HTA is the Accounting Officer and is responsible for ensuring that the HTA operates:
- a. sufficient and robust internal controls
 - b. comprehensive financial reporting systems
 - c. adequate systems for the identification and mitigation of risk
 - d. adequate governance arrangements
38. The Accounting Officer will discharge these duties through the Director of Resources who will ensure that an adequate framework is in place so that suitable assurance and reliance can be derived. This is obtained through key documents submitted to the Committee such as financial / governance papers (e.g. accounts, policies), risk strategies / policies (e.g. risk register) and audit strategies / papers (e.g. audit plans, findings, reports), illustrated in the diagram in section 1.
39. The Accounting Officer will undertake the following activities:

Internal audit

40. Make recommendations to the Audit & Risk Assurance Committee to appoint the HTA's internal auditors.
41. Review their audit plan and agree with internal audit the plan to be presented for consideration by the Audit & Risk Assurance Committee.

42. Review the content / scope of each audit that makes up the yearly audit programme and includes an overall assessment of Risk Management, Corporate Governance and the Control Environment for the year in question and a comparison of actual and planned activity for the period. The annual audit programme will cover three areas: financial, governance and operational. These will be risk-based in nature.
43. Review and agree the audit findings prior to submission to the Audit & Risk Assurance Committee. If audit findings are not agreed with the Accounting Officer, internal audit have a right to report independently to the Committee.
44. Agree a response to audit findings with time frames for any actions necessary.
45. Present regular reports (audit tracker) to the Audit & Risk Assurance Committee.

External audit

46. Review external audit planning report and agree with the external auditors the plan to be presented for consideration by the Audit & Risk Assurance Committee.
47. Review the content / scope of each audit that makes up the yearly audit programme. These will be risk-based and may include national initiatives.
48. Review and agree the audit findings prior to submission to the Audit & Risk Assurance Committee. If audit findings are not agreed with the Accounting Officer, external audit has a right to report independently to the Committee.
49. Agree a response to audit findings with time frames for any actions necessary.
50. Present regular reports (audit tracker) to the Audit & Risk Assurance Committee.

Note. The Audit & Risk Assurance Committee can commission its own investigations / value for money studies.

Risk register

51. Produce risk strategy for review by Audit & Risk Assurance Committee.
52. Produce strategic risk register for review of Audit & Risk Assurance Committee.

Governance

53. Ensure financial / governance policies / systems are presented to the Audit & Risk Assurance Committee for approval.

Version history

54. The Handbook will be reviewed bi-annually by the ARAC and will be approved by the Board following that review.

Latest version	Date	Comments	Reviewed by	Approved by
15.0	24 February 2015	Updated to ensure factual accuracy, update membership information and add version control.	Sue Gallone / Amy Gelsthorpe-Hill	Board Members
15.1	18 October 2016	Amendment to secretariat and updated forward plan as per May 2016 minutes	Sue Gallone / Morounke Akingbola	??
15.2	2 November	Updated per November 2016 minutes	Head of Finance & Governance	ARAC Members 09-11-2017
15.3	18 September 2018	Amend role to Board Secretary	Head of Finance & Governance	ARAC Members 23-10-2018
15.4	4 December 2020	Removed ToR; amend Authority to Board. Review period changed to bi-annually (TBA) by ARAC	Head of Finance & Governance	ARAC Members 28-01-2021
15.5	13 December 2021	Reviewed, changed Authority to Board where appropriate	Head of Finance & Governance	ARAC Members 27-01-2022
15.6	8 January 2023	Reviewed	Head of Finance & Governance	ARAC Members 26-01-2023
15.7	10 January 2024	Reviewed – minor changes. Awaiting updated Handbook from HMT	Head of Finance & Governance	ARAC Members 07-02-2024
15.8	1 October 2024	Reviewed with small amendments/additions	Head of Finance & Governance	ARAC Members 17-10-2024

HTA ARAC meeting, 17 October 2024

Agenda item	1.5 (2) ARAC terms of Reference
Purpose: for information or decision?	Decision
Decision making to date?	N/A
Recommendation	Last reviewed / approved September 23 Audit and Risk Committee is asked to approve the latest proposed version of the ToR
Which strategic risks are relevant?	Risk 1: Regulation Risk 2: Sector Risk 3: Staff Risk 4: Financial Risk 5: Digital
Strategic objective	Efficient and Effective
Core operations / Change activity	Core operations
Business Plan item	Audit and Risk – coordination of appropriate organisation controls to facilitate scrutiny and oversight by stakeholders
Committee oversight?	Audit and Risk Assurance Committee
Finance and resource implications	N/A
Timescales	N/A
Communication(s) (internal/external	N/A
Identified legislative implications	N/A

ARAC Terms of Reference

Below are the reviewed/amended terms of reference for the Audit, Risk and Assurance Committee. The additions are based on the revised Audit Committee Handbook published by HM Treasury.

Decision to date

The Senior Management Team reviewed the updated terms of reference on 3 October 2024.

Action

The Terms of Reference have received the following changes:

- 'Duties and Functions;' a further paragraph (i) has been added
- 'Information requirements;' paragraphs b-g re-formatted and shortened
- 'Reviewing effectiveness;' links updated to checklist and toolkit added
- The Committee are requested to consider the updated terms of reference and provide any further amendments prior to approval by the Board.

The Committee are requested to consider the above changes and also advise if there are other changes they wish to be made.

Terms of reference

Audit and Risk Assurance Committee (ARAC)

Reference number	HTA-TOR-001	Version	15.6
Owner	Resources Directorate	Date approved	October 2024
Author(s)	Head of Finance and Governance	Next review date	February 2026
Reviewed by	Head of Finance and Governance / ARAC	Distribution	Internal and external
Approved by	HTA Authority		

Constitution

1. The Authority has established an Audit and Risk Assurance Committee (known to Human Tissue Authority (HTA) staff as ARAC) to support it in its responsibilities for risk management and governance. The ARAC will achieve this by advising the Board and the Accounting Officer on the exercise of their responsibilities, ensuring the comprehensiveness of assurances that these responsibilities are being met and reviewing the reliability and integrity of these assurances.
2. The ARAC will make recommendations to the Board regarding the adoption of the Annual Report and Accounts.

Duties and functions

3. The ARAC will advise the Accounting Officer and Board on:
 - a. the strategic processes for risk, control and governance and the Annual Governance Statement;
 - b. the accounting policies, the accounts, and the annual reports of the HTA. This includes the process for review of the accounts prior to submission for audit, levels of error identified, and management's letter of representation to External Audit;

- c. the planned activity and results of both Internal and External Audit;
- d. adequacy of management response to issues identified by audit activity, including External Audit's audit completion report;
- e. assurances relating to corporate governance requirements for the HTA;
- f. ensure that the remuneration report for staff and Members in the annual report and accounts reflects the strategy (permanently delegated to ARAC by the Remuneration Committee);
- g. (where appropriate) proposals for tendering for either Internal or External Audit services or for purchase of non-audit services from contractors who provide audit services; and
- h. where necessary, anti-fraud policies, whistle-blowing processes, organisational culture and arrangements for special investigations.
- i. Shall also periodically review (at least annually) its own effectiveness and report the results of that review to the board. The Chair may consider commissioning an external review if considered necessary.

Rights

- 4. The ARAC has the following rights:
 - a. it may co-opt additional participants, for a period not exceeding a year, to provide specialist skills, knowledge and experience (these additional participants must be recruited in line with paragraph 15 of this document);
 - b. it may procure independent specialist ad-hoc advice, at the expense of the HTA, subject to budgets agreed by the Board; and
 - c. it may seek any information it requires from HTA staff, who are expected to assist the Committee in the conduct of any enquiries.

Access

- 5. Internal and External Audit will have free and confidential access to the Chair of the ARAC. In addition, a confidential session with Internal and External Auditors for ARAC members will be scheduled each year.

Information requirements

6. As appropriate to the meeting the ARAC will be provided with:
 - a. a report summarising any significant changes to the organisation's strategic risks and a copy of the strategic/corporate risk register;
 - b. a progress report (written or verbal) from the head of internal audit summarising:
 - i. work performed (and a comparison with work planned);
 - ii. key issues emerging from Internal Audit work;
 - iii. Management response to audit recommendations
 - iv. Changes to the agreed internal audit plan; and
 - v. details of any resourcing issues affecting the delivery of Internal Audit objectives.
 - c. Requests for work and reports received will be channelled through the Accounting Officer, to whom Internal Audit reports;
 - d. a progress report (written or verbal) from the external audit representative summarising work done and emerging findings (this may include, where relevant to the HTA, aspects of the wider work carried out by the National Audit Office, for example, Value for Money reports and good practice findings;
 - e. progress reports from the Executive, including periodic in-depth reports on areas of potential uncontrolled risk as identified by the ARAC.
7. As and when appropriate the ARAC will also be provided with:
 - a. the Internal Audit Plan;
 - b. Internal Audit's annual opinion and report;
 - c. External Audit's annual report and opinion
 - d. the draft accounts of the organisation;
 - e. the draft Annual Governance Statement;
 - f. a report on any changes to accounting policies;
 - g. a report on any proposals to tender for audit functions;
 - h. a report on co-operation between Internal and External Audit; and
 - i. a report on any fraud or financial misdemeanour and any whistleblowing.

Reporting to the Authority

8. The Board will receive the minutes of meetings of the ARAC for information. The circulation of any confidential minutes will be at the discretion of the Committee Chair.
9. The ARAC will formally report back (either verbally or in writing) to the Board after each of its meetings.
10. The ARAC will provide the Board with an Annual Report, timed to support the finalisation of the accounts and the Annual Governance Statement. The report will summarise the conclusions from the work it has undertaken during the year.

Reviewing effectiveness

11. The ARAC will use the National Audit Office's [self-assessment checklist for Audit Committees](#) and the [Audit and Risk Assurance Committee effectiveness tool - NAO insight](#) in order to undertake annual reviews of its own effectiveness and agree actions for improvement. The ARAC will report the results of the review to the Authority.

Recruitment and membership

12. The ARAC will be chaired by a lay Board Member, who is not the Authority Chair, and who preferably has relevant experience and expertise.
13. All other members of the Committee should be Board Members, but not the Board Chair. Including the ARAC Chair, there will be a minimum of three Board Members and a maximum of five Board Members on the Committee at any time.
14. At least one Board Member, who is not the ARAC Chair, must be a member of both the ARAC and the Remuneration Committee, to provide assurance over remuneration matters.
15. Recruitment of Board Members to the ARAC will be through 'expressions of interest' with personal statements in application. The applications will be reviewed by the Board Chair and the Chief Executive, who will decide on the appointments. Should an insufficient number of expressions of interest be received to fill an available role, the Board Chair will appoint the Member who has the most appropriate skills and experience to the role.

16. The ARAC Chair and the other ARAC members will be appointed for a set term of three years, which will not exceed their tenure as Board Members. It should be noted that Board Members may be reappointed to the ARAC in accordance with the HTA's business needs.
17. Members of the ARAC must disclose the existence and nature of any personal or material interest before the discussion of that interest at any meeting. They must be free of any relationship that may compromise their independence or interfere with the exercise of their judgement.

Attendance

18. A minimum of two members of the ARAC (including the ARAC Chair) will be present for the meeting to be deemed quorate.
19. Committee members will be expected to attend every meeting. If a member is not able to attend a meeting they must provide apologies to the Private Office in advance of the meeting if possible. If a member does not attend more than two consecutive meetings the Committee Chair will arrange a meeting with the member to discuss their attendance and whether they wish to continue their membership of the Committee.
20. Board Members who are not members of the ARAC have the right of attendance at Committee meetings. Authority Members attending meetings shall be entitled to speak with the permission of the Chair of the meeting, but in no case shall they be entitled to vote.
21. If the ARAC Chair is not present at a meeting, an alternative Board member will be co-opted to chair that meeting.
22. The Chair of the Board may attend Committee meetings, say once per year and not so frequently as to compromise the independence of the Committee. A Board Member who is not a member of the ARAC may be co-opted as a member of the ARAC for a specific meeting if necessary to ensure a meeting is quorate.
23. The Chief Executive in their role as Accounting Officer (as defined in the Framework Agreement), the Director of Resources, and any other officer (at the discretion of the Chair) and Internal and External Audit (or equivalents) will also attend meetings of the Committee.
24. Up to two observers from the Department of Health and Social Care will normally be invited to attend meetings of the Committee.

25. The ARAC may ask any other officials of the Board to attend to assist it with its discussions on any particular matter.
26. The ARAC may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters by the Committee.

Frequency of meetings

27. The ARAC will meet three times per calendar year, with meetings timed to ensure effective and timely conduct of business and reporting to the Board.
28. The Chair of the ARAC may convene additional meetings as they deem necessary.
29. External Audit may request a meeting of the Committee if they consider one necessary.
30. The Accounting Officer or the Board may ask the ARAC to convene further meetings to discuss particular issues on which the Committee's advice is sought.

Secretariat responsibilities

31. The Private Office will have secretariat responsibility for the Committee.
32. The Secretary must ensure Committee meeting dates are scheduled, meeting venues are booked and that Committee members are invited to attend all meetings.
33. The Secretary will liaise with the Committee Chair to create the agenda and will be responsible for collating and distributing the papers relating to the meeting. The agenda, minutes from the last meeting and the meeting papers for consideration will be distributed to the Committee one week before each meeting.
34. The Secretary will be responsible for taking minutes of meetings and recording action points. The draft minutes and action points from each meeting will be circulated as soon as possible, within one month of the meeting. Committee members will be asked to provide any comments on accuracy of the minutes by email within a time frame set by the ARAC Chair. This will ensure the key areas of discussion and action points are captured accurately.

35. The minutes will be approved by the ARAC Chair prior to being published on the HTA website. The Secretary will be responsible for ensuring that minutes are published on the website no later than two months after each meeting.
36. The Secretary will write a short summary of the issues discussed at each meeting for publication in the next staff newsletter and e-newsletter. This note will be drafted within one week of each meeting and approved by the Committee's Chair prior to being sent to the Head of Communications for publication.

Version history

37. These Terms of Reference will be reviewed annually by the ARAC and will be approved by the Board following that review.

Latest version	Date	Comments	Reviewed by	Approved by
15.0	24 February 2015	Updated to ensure factual accuracy, update membership information and add version control.	Sue Gallone / Amy Gelsthorpe-Hill	Authority Members
15.1	18 October 2016	Amendment to secretariat and updated forward plan as per May 2016 minutes	Sue Gallone / Morounke Akingbola	
15.2	2 November 2016	Updated per November 2016 minutes	Morounke Akingbola	ARAC Members 09-11-2017
15.3	18 September 2018 (reviewed again 13 July 2020)	Amend role to Board Secretary	Morounke Akingbola	Board Members
15.4	January 2022	Updated to align with other governance documents	Morounke Akingbola	Board Members
15.5	September 2023	Reviewed with small amendments	Head of Finance and Governance	Board Members
15.6	October 2024	Reviewed with small amendments	Head of Finance and Governance	