BUSINESS SUPPORT & AUDIT COMMITTEE
TERMS OF REFERENCE

PURPOSE

The Business Support & Audit Committee (the Committee) has the delegated authority to oversee St Basils' finances, internal and external audit arrangements and other business support functions. The Committee shall advise the Board on St Basils' finance and governance position, including compliance with the Regulator of Social Housing's Economic Standards. The committee will monitor the financial and human resource planning of the organisation and ensure Value for Money (VfM) is maintained throughout planning and decisions. The committee oversees the external audit plan and will hold the SLT to account on internal audit report outcomes and actions. The committee is also responsible for monitoring St Basils' risk management framework and ensuring it is operating effectively.

Membership and Quorum

As per clause 35.7 of St Basils' Articles, to be quorate, the Committee meeting must include two Board Directors. The Standing Orders state this must be two Ordinary Directors for the Business Support & Audit Committee, and therefore the Chief Executive **cannot** form part of quorum.

The membership of the Committee will be reviewed annually by the Board of Directors. Membership is based on member's skills and knowledge relevant to the Committee's responsibilities.

Committee members may be Co-Opted at the discretion of the Board of Directors, according to relevant specific skills and experience they can bring. Appointment of Co-Opted Committee Members will be for a period of one year at a time.

There is no maximum number of Committee members defined in St Basils' Articles of Association or Standing Orders, however there needs to be consideration for the membership requirements of the other main sub-committee, the Service Delivery & Development Committee.

If a meeting is not quorate, the members at the meeting will either agree a new date at which a quorum can be achieved or will complete the meeting with the minutes to be approved unanimously by all committee members by email.

Meetings and Decision Making

The Committee will meet at least four times a year, either virtually or in person.

Decisions will be taken by majority vote. If there is no majority, the Chair will have the casting vote.

Decisions on matters to be considered and/or approved by the Committee may be taken by email, if agreed by the Chair, but email decisions must be unanimous for formal decisions.

Minutes will be taken at every meeting and shared with committee members for approval. Actions arising from meetings will be logged on a Matters Arising sheet, which is shared with all members and meeting attendees who have an action assigned to them. Both the minutes of the previous meeting and any outstanding Matters Arising are standing agenda items for Committee meetings. All meeting minutes are reviewed by the Board of Directors.

RESPONSIBILITIES OF THE COMMITTEE

All Board and Committee members are expected to comply with St Basils' chosen Code of Governance, the NHF Code of Governance 2020. In addition, members should familiarise themselves with their requirements under the RACE Equality Code of Governance, which St Basils has also adopted.

The specific responsibilities of the Committee are detailed below.

Business Support

The Committee shall:

- Monitor St Basils financial viability in line with the Regulator of Social Housing's Governance & Financial Viability Standard.
- Consider the annual revenue and capital budgets and make recommendations to the Board for their approval.
- Review the most recent management accounts available at each meeting, including financial KPIs and the Golden Rules.
- Consider and approve the annual increase in rents and service charges and ensure these are in line with the Regulator of Social Housing's Rent Standard.
- Consider any proposed alterations to the management structure of the company and to the terms and conditions of service of staff and make recommendations to the Board.
- Consider any proposed alterations to the establishment which would involve additional expenditure, and which cannot be met from within the overall establishment budget and make recommendations to the Board.
- Ensure that the business contingency plan is in place and is routinely tested.
- Approve the VfM Strategy and assessment and monitor periodic reports on VfM, including the management accounts and procurement update reports, to ensure St Basils' compliance with the Regulator of Social Housing's VfM Standard and Code of Practice.
- Review and monitor St Basils' Strategic Priorities:
    - 4 (*A good place to work*)

    - 5 (*Challenging discrimination and promoting equality, equity, diversity and cohesion through employment, service delivery and community engagement*)
    - 6 *(Optimising resources to achieve our strategic objectives)*
- Monitor the Equality, Diversity & Inclusion (EDI) strategy and review Business Support related policies to ensure EDI and race equality are considered at all levels.
- Consider the annual financial statements for recommendation to the Board for their approval.
- Monitor relevant KPIs at each meeting, such as those relating to employee vacancy and absence rates and the status of key income contracts.
- Annually review the insurance arrangements for St Basils.
- Oversee Information Governance arrangements and review the annual report before it is presented to the Board.

Audit

The Committee shall:

- Approve the annual external audit and internal audit plans.
- Keep the appointment of auditors, both internal and external, under review, and make recommendations to the Board for their continuance or replacement as appropriate.
- Review the performance of the internal audit and external audit service on an annual basis.
- Meet with St Basils' external auditors as and when required, without St Basils' staff being present (meet 'in camera').
- Review the responses of management to internal audit recommendations and ensure that they are appropriate, timely and acted on accordingly.
- Review the design and effectiveness of the control mechanisms in place for the management of risk and risks themselves, including the SLT managing of those risks.
- Prepare an annual assurance report for the Board on the adequacy and effectiveness of St Basil's system of internal control, risk management and value for money, being informed by:
    - the work of its auditors
    - the work of other auditors or regulators
    - assurance received from other sources, including management reports
- Review reports on fraud and whistleblowing incidents and consider the appropriateness of management's response.
- Ensure the SLT are maintaining an adequate Assets & Liability Register in accordance with Regulator requirements.
- Approve the annual write-off off tenant debts in accordance with the relevant approved policies.

Responsibility for Policy Approval

The Committee will have the responsibility for approving the following policies:

- Business Continuity Policy
- Capability Policy
- CCTV Policy
- Confidentiality Policy
- Cyber Security Policy
- Dignity and Respect Policy
- Disciplinary Policy
- Disclosure & Barring Policy
- E-Safety Policy
- Ethical Fundraising Policy
- Expenses Policy
- Flexible Working Policy
- Grievance Policy
- Information Security Policy
- Internal Mobility Policy
- Learning and Development Policy
- Leave Policy
- Media Policy
- Recruitment and Selection Policy
- Redeployment and Transfer Policy
- Rent Setting Policy
- Tenant Recharge Policy
- Volunteer Policy

The Committee has responsibility for recommending the following policies for approval by the Board:

- Anti-Fraud Policy
- Data Protection Policy
- Financial Regulations
- Probity Policy
- Reserves and Treasury Management Policy
- Risk Management Policy
- Subcontracting of Services for Young People Policy
- Whistleblowing Policy

BSAC Approved: 20th November 2025

Board Approved: 8th December 2025