

Related Entries: 1.17, 6.06

Audit Committee

(1) Establishment

The School Board hereby establishes an Audit Committee, pursuant to Board Policy 1.17 to advise the School Board in fulfilling its independent audit and oversight functions.

(2) Purpose

The Committee has three purposes:

- (a) To assist the School Board in the selection of its Board Internal Auditor per Board Policy 1.17.
- (b) To assist the Board's Internal Auditor with creating the Annual Audit Plan per Board Policy 1.17.
- (c) To provide guidance and expertise to the School Board concerning audits and investigations, per Board Policy 1.17 and 6.06.

(3) Membership

- (a) The Committee shall be composed of 7 voting members and 4 non-voting members for a total of 11 members.
- (b) The Board shall elect one of its own to serve as the Board Liaison. The Board Liaison shall serve in a non-voting and advisory capacity.
- (c) Each Board Member shall select an individual to serve on the Committee. The Board Members shall take care to choose individuals with the appropriate qualifications and background to succeed in this position such as a Certified Public Accountant, Attorney or Certified Internal Auditor. The Board shall choose individuals with industry knowledge such as having a strong grasp of internal controls, be experienced with internal and external controls, understanding accounting issues and critical policies. Individuals shall be independent from the District. Independence is defined as someone who is not an employee of the District, is not an immediate family member of a District employee, does not have any financial interest in, or a business interest with the District. The Board shall make every effort to reflect the racial and ethnic composition of the current Lee County community population whenever possible.

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43 (d) The Superintendent, Chief Financial Officer and School Board Attorney or their
44 designees are non-voting members of the Committee and shall serve in an advisory
45 capacity. The District shall also provide a secretary for the Committee's use.
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47 (e) No member of another Advisory Committee may serve on the Audit Committee.
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49 (f) At the first meeting of the year, the Committee will choose a Chair and Vice Chair
50 among its voting membership.
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52 (g) All voting members of the Committee must be residents of Lee County, Florida.
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54 (h) The term of voting-members shall coincide with the term of the Board Member that
55 appointed them. The maximum term for any voting-member is 4 years, at which point
56 they may reapply.
57
58 (i) When vacancies occur on the Committee, the Board Office will notify the Board
59 Member who selected that Committee Member. The Board Member will then select
60 a replacement to be presented to the School Board for appointment.
61
62 (j) The Committee shall serve on behalf of the School Board to assist in oversight of the
63 Board's Auditor, review of the District's internal audit function, as described in Board
64 Policy 1.17 and 6.06. The Committee shall make recommendations to the School
65 Board on matters affecting the adequacy of internal controls, accounting procedures,
66 systems and controls, and financial reporting in accordance with laws and
67 regulations.

68 69 **(4) Duties and Responsibilities** 70

- 71 (a) The Audit Committee shall review and make recommendations to the School Board
72 on matters affecting the adequacy of internal controls, accounting procedures,
73 systems and controls, and financial reporting in accordance with laws and
74 regulations.
75
76 (b) The Audit Committee Shall:
77
78 1. Report Committee actions to the Board with recommendations.
79
80 2. Work with the Internal Board Auditor to develop an audit plan for approval by
81 the Board pursuant to Board Policy 1.17.
82
83 3. Review internal and external audit reports.
84
85 4. Recommend investigations and/or additional audits.

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87 5. Perform oversight responsibilities as directed by the Board.
88
89 6. Review and make recommendations to the School Board about internal and
90 external controls.
91
92 7. Annually review and assess the Board's Internal Auditor's performance and
93 make recommendations for changes to the School Board when necessary.
94
95 8. Make recommendations for operation audits to assess District process
96 efficiency and effectiveness.
97
98 (c) The Committee meetings will be conducted with a professional decorum that is
99 supportive of the School Board's mission. All Committee members will be expected
100 to conduct themselves at meetings in a manner that contributes to the Committee's
101 support of the School Board's directives. Committee members who fail to meet this
102 responsibility and whose conduct detracts from the accomplishment of the mission of
103 this Committee will be removed from membership.
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105 **(5) Meetings**

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107 (a) All meetings of this Committee and subcommittees must be noticed to the public.
108 Notice should be provided at least 7 days in advance of the meeting. Meetings cannot
109 be continued without another notice, in compliance with law. Notice is required to be
110 provided in a means effective to ensure those interested in the matters being
111 discussed at the meeting will have notice. The District's practice is to advertise all
112 Advisory Committee meetings on the District's website.
113
114 (b) All meetings of the Committee must be open to the public at all times and all minutes
115 of such meetings shall be promptly recorded and open to public inspection. The
116 Committee is subject to the Sunshine Law. The agenda shall include an opportunity
117 for public comment. The Committee may, by vote, limit the time allowed for comment
118 and the subject of comment to matters on the meeting agenda. The Committee will
119 also decide whether public comment will be at the end or beginning, or both.
120
121 (c) The Committee shall follow Roberts Rules of Order to ensure effective operation of
122 its meetings. Committee meetings shall have a physical quorum. Whenever a
123 recommendation or input is presented to the School Board, the presentation will
124 include the number of members present at the Committee meeting at which the
125 recommendation or input was provided. Whenever a recommendation of the
126 Committee on a substantive issue is reported to the School Board and the
127 recommendation was not unanimous, the basis for the majority and minority positions
128 should be brought to the attention of the School Board.
129

- 130 (d) The Committee is to meet, at minimum, on a quarterly basis. To remain a member
131 of the Committee voting members must attend at least 75% of the meetings each
132 year.
133
- 134 (e) Meeting minutes must be taken of each meeting and maintained as a public record.
135 Minutes need not be an exact verbatim accounting of what was said, but a general
136 summary of the topics that were discussed. The minutes should record the
137 attendance at the meeting and votes of each Committee member on any matter on
138 which the Committee took a vote. The minutes should be provided to the
139 Communications Department for posting on the District website as soon as completed
140 by the staff secretary assigned to the Committee. The posting will indicate the minutes
141 are in draft form subject to Committee approval. The draft minutes will be considered
142 for approval at the Committee's next meeting. The posting will then reflect that the
143 minutes have been approved.
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- 145 (f) All documents created, sent, or received in the operation of the Committee, such as
146 minutes, agendas, reports, and correspondence sent or received by the Committee,
147 must be maintained as public record.
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149 **STATUTORY AUTHORITY:** 1001.41, 1001.42, 1001.43 F.S.

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151 Adopted: 8/31/2021