



STATE OF WISCONSIN
Department of Employee Trust Funds
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SECRETARY

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Correspondence Memorandum

Date: November 16, 2018
To: Audit Committee
From: Yikchau Sze, Director
Office of Internal Audit (OIA)
Subject: Approve Updates to the OIA Charter

Staff recommends the Committee approve updates to the OIA Charter.

The current OIA Charter was the result of a significant revision in 2017 that reflected the improved OIA governance and the expended service OIA provided to ETF management and the Audit Committee. As the result of a recently completed external quality assessment, further updates to the charter were proposed to better align with the Institute of Internal Auditors' International Professional Practice Framework.

For ease of review, I have included the revised charter showing the proposed changes and a clean copy of the charter with the changes.

I will be at the Audit Committee meeting to answer any questions.

Attachment A: Original Charter; Revised Charter with changes marked
B: Revised Charter with changes incorporated

Board	Mtg Date	Item #
AUD	12.13.18	5

**CHARTER
DEPARTMENT OF EMPLOYEE TRUST FUNDS
OFFICE OF INTERNAL AUDIT**

Adopted: December 12, 2008

**Amended Date: December 5, 2013, Last Revised: December ~~1014~~,
20152017**

Definition and Mission

Internal auditing is an independent, objective assurance and consulting activity designed to add value and improve the Department of Employee Trust Funds (ETF) operations. It helps ETF accomplish its objectives by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes in ETF.

The mission of the Department of Employee Trust Funds Office of Internal Audit (OIA) is to enhance and protect ETF's values by providing risk-based and objective assurance, advice, and insight.

Objective and Scope

Objectives of Assurance Services

The objectives of the OIA's assurance services are to provide independent assurance to management and the Audit Committee that ETF's assets are safeguarded, operating efficiency is achieved, and that compliance is maintained with prescribed laws, and ETF's policies. The assurance services objectives also include independent assessment of ETF's governance, risk management, and control processes.

Objectives of Consulting and Advisory Services

The objectives of the OIA's consulting and advisory services are to provide assessments and advice for improving ETF's governance, risk management, and control without the OIA assuming management responsibility. The nature and scope of OIA's consulting and advisory services will be agreed with management.

Scope

The scope of work of the OIA is to determine whether ETF's framework of risk management, control, and governance processes, as designed and represented by management, is adequate and functioning to ensure:

- Programs are operating within fiduciary standards and are in compliance with laws, regulations, and ETF's policy and procedures.

- Risks within and outside the organization are appropriately identified and managed.
- Programs and processes are consistent with industry best practice where practical.
- Operations, processes, and programs are consistent with established missions, objectives, and goals; and whether they are being carried out as planned.
- Ethics-related programs and activities are effective.
- Significant financial, managerial, and operating information is accurate, reliable, and timely.
- Resources are acquired economically, used efficiently, and adequately protected.
- Quality service and continuous improvement are fostered in the organization's control process.
- Significant legislative or regulatory issues impacting the organization are recognized and addressed appropriately.
- Contractors, including third-party administrators, are meeting the objectives of the contracts, while in conformance with applicable laws, regulations, policies, procedures and best practices.

Authority

The OIA is created through the administrative authority of the ETF Secretary under Wis. Stat. §§ 40.03 (2), 15.04, and 15.05. The Board appoints the ETF Secretary under Wis. Stat. § 40.03 (1) (c).

The OIA, with strict accountability for confidentiality and safeguarding records and information, is authorized full, free, and unrestricted access to all ETF divisions, offices, personnel, activities, confidential and non-confidential data and records, information systems, physical property, and contractors relevant to the performance of engagements.

Reporting Relationship

The OIA Director reports ~~functionally and~~ administratively to the ETF Secretary, ~~and functionally with an indirect functional reporting relationship~~ to the Audit Committee.

Standards of Audit Practice

The OIA shall ~~govern itself by adherence to follow~~ the Institute of Internal Auditors' (IIA) mandatory guidance, which includes the Definition of Internal Auditing, the Code of Ethics, the Core Principles, and International Standards for the Professional Practice of Internal Auditing. This mandatory guidance constitutes essential fundamental requirements for the professional practice of internal auditing and for evaluating the effectiveness of the internal audit activity's performance. As appropriate, the OIA will also comply with the applicable standards outlined within:

- General Accepted Auditing Standards of the American Institute of Certified Public Accountants
- Governmental Auditing Standards of the Government Accountability Office

Independence and Objectivity

- The OIA will remain free from interference by any element in ETF, including matters of audit selection, scope, procedures, frequency, timing, or report content to permit maintenance of a necessary independent and objective mental attitude. However, the OIA will work collaboratively with the Secretary and others within ETF while planning and performing audit functions.
- Internal auditors will have no direct operational responsibility or authority over any of the activities audited. Accordingly, they will not implement internal controls, develop procedures, install systems, prepare records, or engage in any other activity that may impair internal auditor's judgment.
- Internal auditors will exhibit the highest level of professional objectivity in gathering, evaluating, and communicating information about the activity or process being examined. Internal auditors will make a balanced assessment of all the relevant circumstances and not be unduly influenced by their own interests or by others in forming judgments.
- The Director, Office of Internal Audit, will confirm to the Audit Committee, at least annually, the organizational independence of the internal audit function.

Responsibility

The OIA is responsible for the following in order to meet the mission, objectives and scope of this charter:

- Establish Auditing Manual for conducting OIA's activities according to the professional standards.
- Submit a flexible, risk-based, biennial internal audit plan to the Secretary's Office and the Audit Committee for their review and approval.
- Implement the approved audit plan including appropriate plan amendments, and special projects requested by management and the Audit Committee. Performance of the audit plan will be periodically reviewed and reported to the Audit Committee. Any significant deviation from the approved internal audit plan will be communicated to the Secretary's Office and the Audit Committee through periodic activity reports.
- Assess the adequacy and effectiveness of the organization's processes for controlling its activities and managing its risks in the areas set forth under the mission and scope of this charter.
- Prepare written report following the conclusion of each audit assignment and distribute the report as appropriate. Discuss the results of audits and special projects with the Secretary's Office and the Audit Committee.
- Issue periodic report to the Audit Committee summarizing internal audit activities and the status of follow-up relating to prior audit recommendations.
- Report significant risk exposures and control issues, governance issues, and management's acceptance of risks that may be unacceptable to the organization.
- Maintain an effective quality assurance and improvement program to include supervision, training, internal reviews and external assessments. Obtain external assessment at least every five years. Results of the quality assurance and improvement program should be reported to the Audit Committee and the Secretary's Office.
- Provide assistance and coordination of activities with external auditors to minimize duplication and redundancy. Report to the Audit Committee the results of work performed by the external audit firms.
- Assist in the deterrence of fraud by examining and evaluating the adequacy and the effectiveness of the system of internal controls and the administration of the internal fraud hotline.
- Immediately report any known incident of fraud and/or unethical activity to the Audit Committee, in conjunction with the Secretary's Office as appropriate.

- Select, train, develop, and/or retain professional audit staff who collectively have the knowledge, skills, experience, expertise, and professional certifications to meet the requirement of this charter.
- Keep the Audit Committee and management informed of emerging trends and successful practice through training or other forms of communication.

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