

SCHOOL BOARD OF BROWARD COUNTY, FLORIDA
AUDIT COMMITTEE
BYLAWS

ARTICLE I: NAME

The name of this committee shall be the Audit Committee of the School Board of Broward County, Florida.

ARTICLE II: PURPOSE

The general purpose of the Audit Committee is to assist and advise The School Board of Broward County, Florida, and its Superintendent in matters pertaining to the fiscal management of the School System:

Section 1. The Audit Committee is advisory in nature. Its recommendations will be provided in writing to the School Board and to the Superintendent. The Superintendent or his/her staff will arrange for clerical services to assist the Committee. All books, records, reports, documents, tapes, minutes and other information, including special analyses, requested by the Committee will be promptly provided by the Superintendent or his/her staff.

The Audit Committee is empowered to investigate any financial matters which are of concern to the Committee. Additionally, the Committee may be requested by the School Board or the Superintendent to investigate and report on other financial matters.

The following listing of duties is not intended to be all inclusive and other duties may be subsequently added by the School Board:

- a) Review in depth the financial reports prepared by the staff of the Associate Superintendent, Financial Management & Support Services and prepare appropriate commentary to assist the Board in interpreting these reports.
- b) Review and evaluate the format of financial reports and make recommendations for changes that will enhance the effectiveness of financial reporting.
- c) Participate in the selection of independent auditing firms, determine areas to be emphasized in the external audits, review proposals by competing firms, prepare appropriate comments for the Board to consider, and assist in the development of the audit contract with the firm selected by the Board.
- d) Review the Office of the Chief Auditor's plan for the annual audits and make recommendations concerning areas to be emphasized.
- e) Review the independent accountant's annual management letter recommendations on internal control and accounting procedures; and hold timely meetings with the Superintendent and his/her staff

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as needed. Determine which audit findings should be corrected and the time and/or funding required, and make appropriate recommendations to the Superintendent and the Board.

- f) Review all reports from the Chief Auditor of the Office of the Chief Auditor; hold timely meetings with the Superintendent and his/her staff as needed; discuss any deficiencies noted and ascertain the timeline and action plan as well as any funding required to correct the problem; and make appropriate recommendations or comments to the Superintendent and the Board.
- g) Periodically evaluate the effectiveness of the Internal Audit Plan from the standpoint of how effectively the Office of the Chief Auditor's available time is being utilized and make appropriate recommendations to the Superintendent and the Board.
- h) Monitor corrective action agreed to be taken on internal and external audit recommendations; and advise the Board of any deviations, the reasons therefore, and the possible consequences.
- i) Review policies and procedures affecting the financial areas, and make recommendations to the Superintendent and the Board, as deemed appropriate.
- j) Provide an effective communications link between the external, internal auditors and the School Board.

The responsibilities and duties of the Audit Committee will be in accordance with Florida State Statutes and Broward County School Board Policy.

ARTICLE III: COMMITTEE MEMBERSHIP

The Committee consists of twelve appointees. The nine School Board Members each selected one appointee. **THE SCHOOL BOARD MEMBERS' APPOINTEES TO THE AUDIT COMMITTEE DO NOT NEED TO RESIDE WITHIN THEIR ELECTED DISTRICT.** The Superintendent selects one appointee and the District Advisory Committee (DAC) and Broward County Council of PTA each appoint one committee member. Appointees shall be independent* of Broward County Public Schools. *Not receiving any compensation, including any consulting, advisory or other compensatory fee.

The Audit Committee shall be representative of the ethnic diversity of the school's/district's student population. In order to satisfy this requirement, the minimum standards for representation shall be as follows:

- Section 1. Voting: When a consensus cannot be reached, a vote of the membership will be taken. All members of the Audit Committee shall have one vote

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each. A voting member must be present to vote. (See Article VI. Meetings, Section 9 for official voting rules.)

Section 2. Terms of Membership: Members of the Audit Committee should attend meetings on a regular basis. A member will be removed from membership after three (3) consecutive unexcused absences in one calendar year from properly noticed meetings. Vacancies will be filled as per School Board policy.

Section 3. Length of Term: Board appointees shall serve two year terms, for the Board member's tenure. The two at-large members shall serve two year terms, based upon reappointment by the DAC and/or PTA. The Chairperson and Vice-Chairperson shall serve a two-year term, with the option of continuing in this position. All members may be reappointed indefinitely. The following may be used as a guide in selecting the Committee Members:

Experienced Business persons, Accountants, Representatives from financial institutions, Consultants from management consulting firms (including management consulting divisions of CPA firms), Attorneys, Internal Auditors (from major firms), Data processing professionals, At-large members from Broward County Council of PTA and District Advisory Council. Committee members selected may have backgrounds different from those listed above.

Section 4. One non-voting senior staff person or designee, who will work with the Chair on setting the agenda and conducting the business of the Audit Committee.

Section 5. Each new member shall receive training on the Audit Committee's history, mission, purpose, and related School Board Policy statement(s) from appropriate District staff.

Section 6. Each member shall sign off on a School Board approved statement which validates that the member accepts and will abide by proper professional conduct and the Nondiscrimination Policy Statement (4000.1). The statement will also acknowledge that the member has received training by staff on Robert's Rules of Order, Newly Revised, the Florida Sunshine Laws and School Board Policies that affect the group of which he/she is a member.

Section 7. Parliamentarian, non-voter, shall be a part of the Audit Committee.

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ARTICLE IV: OFFICERS

- Section 1. Officers of this committee will consist of a Chair and Vice Chair and any other deemed necessary by the function of the Audit Committee.
- Section 2. The officers shall be elected every two years at the June meeting.
- Section 3: Installation of new officers will be held at the first meeting of the school year.
- Section 4: If for any reason, an officer is unable to complete the term of office, a new election will be held at the next meeting.
- Section 5. Nominating Committee:
- a. To be determined by the Audit Committee.
 - b. The Nominating Committee will present a slate of candidates for each office at which time nominations from the floor will be taken.

ARTICLE V: DUTIES OF THE OFFICERS

- A. The Chair shall preside at all meetings of the Audit Committee and will be an ex-officio member of all committees except the Nominating Committee. The Chair will prepare an agenda at least 7 days in advance for all meetings. A copy of the agenda shall be provided to anyone who requests it.
- B. The Vice Chair will assume all duties of the Chair in his/her absence.

ARTICLE VI: MEETINGS

The Audit Committee shall meet regularly and the schedule of meetings for the year will be determined and published in July for the current school year. Notification of all regular meeting places will be included in the minutes.

- Section 1. Guests: All meetings are open to the public under the Florida Sunshine Law; however, nonmembers / guests may not vote on Audit Committee issues.

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- Section 2. Attendance of members will be kept for all meetings. The Secretary or a designee will take attendance. Attendance records will be kept by the Office of the Chief Auditor. Attendance records will be sent to the Audit Committee and appropriate staff.
- Section 3. Minutes of all meetings will be recorded by the Secretary or a designee. Approved minutes will be sent to the Audit Committee and kept on file at the Office of the Chief Auditor and posted for public view. Minutes of the previous meeting will be approved at the next meeting, with any additions or corrections noted.
- Minutes will reflect all motions (including: maker of the motion, person seconding and the results of the vote) and any decisions reached by consensus.
- Section 4. Special meetings may be called by the Chair or by notice of any three (3) members in writing to the Chair.
- Section 5. All scheduled meetings, meeting times, and places will be announced at least one week in advance. Any matter that is scheduled to come before the Audit Committee for a vote requires at least 3 days advance written notice to all members. Members must be advised of a change in the established date, time or location. All special meetings will require notification.
- Section 6. Seven meetings will be scheduled at times and locations convenient for all stakeholders.
- Section 7. A quorum is the minimum number of members who must be present at a meeting for business to be conducted and for voting to take place. A majority of the membership of the Audit Committee (50% plus 1) constitutes a quorum.
- Section 8. Meetings will follow the approved agenda. Each item on the agenda will be discussed to the satisfaction of the members present. Meeting discussions will be restricted to those topics on the agenda.
- Section 9. Voting will be by roll call. Official votes will become part of the minutes. Alternates and proxy votes are not permitted (per Florida's Sunshine Law).

ARTICLE VII: COMMITTEES

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The Chair shall create such committees as may be required in School Board Policy to promote the objectives of the Committee.

ARTICLE VIII: AMENDMENTS

- A. Bylaws must conform with the State of Florida Statutes and School Board Policy.
- B. Amendments to the bylaws will be approved by a majority of the Audit Committee members. Bylaws will be reviewed every two years or at such time that legislation or School Board action occurs that would require a review.
- C. All bylaws and subsequent change(s) shall require School Board approval prior to being implemented by the Audit Committee.

This item is based on the approval of the district bylaws template (11/8/05 RSBM, Item I-5) for use by all committees/councils that have School Board Member appointees and Exceptional Student Education, English for Speakers of Other Languages, Area Advisories, and School Advisory Forums.

Ratified _____
Date

Amended _____
Date