

# **TERMS OF REFERENCE**

## **FINANCIAL AUDIT OF**

**Workers Resources Centre (WRC) for the period from  
1st January 2020 to 31st December 2020**

**And**

**1st January 2021 to 31st December 2021**

### **Background**

The ILO through Social Dialogue and Industrial (SDIR) Project supported by Governments of Sweden and Denmark entered the Implementing Agreement (IA) with Workers Resource Centre (WRC), a joint platform between National Coordination Committee for Workers Education (NCCWE) and IndustriALL Bangladesh Council (IBC). The agreement of the partnership aims to build trade union institutional capacity and cohesion in Bangladesh and contribute to reduce labour disputes at the RMG sector. The agreement was made with a reference to the WRC trust deed (Article 10 on Audits) that the account of Trust must be audited by a qualified auditor(s) to be appointed by the Board annually. Against the background, the term of reference for financial auditors formulated.

### **1. Fundamental principles**

- 1.1 The financial review of projects (“financial review”) is to be carried out by an independent auditor (“the auditor”), having the required professional competence and experience, and in accordance with generally accepted international auditing standards.
- 1.2 These Terms of Reference (“TOR”) define the mandate of the auditor in connection with the financial review of projects/programs of cooperation/implementing partner (“the partner”), financed by the ILO’s Social Dialogue and Industrial Relations (SDIR) project, funded by the Governments of Sweden and Denmark (the Donors). The financial review is based on the professional requirements and guidelines governing the professional work to be undertaken by an auditor in relation to an agreed-upon procedures engagement.
- 1.3 In planning, conducting and reporting on the financial review, the auditor shall be given due considerations to the following auditing and other standards promulgated by international professional bodies:

ISA - International Standards on Auditing,

IFAC – International Federation of Accountants

In addition, the relevant standards of the local accounting profession as well as the local legislation on accounting and reporting in force in the country in which the financial review is carried out need to be taken into consideration by the auditor.

### **2. Overall principles of the financial review**

The auditor is required to plan, execute and report on the financial review engagement in order to form a professional judgment on the following matters relating to the activities and the organization of the partner:

#### **2.1 Principles of orderliness (financial regularity)**

2.2 Existence, adequacy and effectiveness of the Internal Control System (ICS)

2.3 Conformity with the project objectives and adherence to the contract conditions

2.4 Economical conduct of business and effective use of financial resources

### **3. Documents of reference**

The following documents and matters are to be considered by the auditor as basic references for performing the financial review:

- Legislation: International Financial Reporting Standards (IFRS)
- Project/program: Cooperation agreement relative to the project or to the partner organisation;

Project Document / Terms of Reference (TOR),

Budgets, financing plans, programs of project activities; Project management procedures;

- Accounting: Accounting documents subject to the financial review; Financial and operational reports concerning the project/program.
- Auditor: The present terms of reference and the related mandate for financial review;

Prior internal and external audit reports of the partner; any other information requested from the partner by the auditor

### **4. Planning the financial review**

The auditor shall adequately plan the financial review engagement well in advance of the work and ensure the execution of the financial review of highest professional quality in an economical and efficient manner and within the agreed timetable.

On the basis of the information received during the planning phase, including his review risk assessment, the auditor shall determine:

- the type of transactions to be reviewed and the review method (full or random sample);
- the type of physical verifications and the sites to be selected;
- the number of site visits to be planned.

The auditor undertakes to ensure continuity in the review approach of the financial review engagement and the review team, even if there is a change in the leader of the review team from the prior year.

### **5. Place of financial review**

The financial review is to be carried out within the project environment (administrative offices and/or decentralized sites, if applicable).

### **6. Management representation of full disclosure**

The auditor shall obtain a management representation letter signed by the management of the reviewed organization, certifying:

- a) the acknowledgement of the organization's responsibility for the keeping of accounts and financial documents that are correct, complete, fair, representing the true facts, in conformity with the objectives of the project, the documents of reference (description of the project, contracts, budgets, etc.) and national legislation
- b) that all accounting records, supporting and other documents, minutes and any other pertinent information necessary for the review be at the disposal of the auditor
- c) the completeness of information concerning property and goods
- d) the completeness of information concerning financing received or due and own financing concerning the reviewed period, for the project being examined
- e) the availability of any information and explanations, either orally or by written confirmation, which might be required by the auditor in the execution of his mandate.
- f) In the case of contributions to local NGOs, the declaration has to certify the completeness of information concerning financing received or due and own financing concerning the reviewed period, for the project being reviewed. The consolidated financial statements, including balance sheets and profit and loss statements of the project are to be annexed to the declaration and form an integral part thereof. This declaration shall be included in the financial review report.

## **7. Detailed financial review procedures**

Appropriate review procedures are to be applied by the auditor in order to form a professional judgment on the matters outlined below. These procedures applied, either on a full scope or random basis, may include: controls, checking, evaluation, inspection, interview, analysis and other review techniques. When selecting the review procedures, the auditor shall give consideration to the results of his review risk assessment (during planning stage and during the course of the review work).

Accordingly, he must define and carry out suitable review tasks in order to obtain an overview of the aforementioned aspects before he assesses the individual findings and reaches a final independent decision on the review. The auditor is expected to select and apply

any other review procedures that he may consider necessary in the professional execution of the financial review engagement.

Upon receipt of the financial review report, the Donors or any third persons designated by the Donors reserve the right to request other review procedures to cope with the change in

circumstances in the project or of the organisation of the partner.

Examples of possible review procedures are:

### **7.1 Principles of orderliness (financial regularity)-principle2.1**

#### **Project related matters:**

- a) Authorizations/approvals of expenditures and validity with supporting documents,
- b) Only effective costs (actual) are charged to the project and no provisions made at the end of the period
- c) Details of funds received for the project and reconciliation with the information supplied by the donor(s),
- d) Physical existence and movements of the goods representing the property of the project (fixed assets, inventory items, current assets);
- e) Allocation of expenditures in conformity with the agreed budget(s),
- f) Conformity of local contracts with local legislation currently in force,
- g) Disposition and implementation of observations, adjustments and recommendations resulting from previous financial review reports.

### **Accounting related matters:**

- h) Arithmetic exactitude of the accounts, supporting documents and financial statements and reports,
- i) Correctness of the accounting entries,
- j) Timeliness of recording economic events and transactions in the general ledger accounts,
- k) Financial statements and report information in agreement with the general ledger accounts,
- l) Adequacy and completeness of revenues, revenues are booked correctly
- m) Assessment of accounts receivable and advances; justification for overdue/unpaid amounts in excess of one month,
- n) Reconciliation of balances of cash in hand and in banks with the general ledger accounts,
- o) Disposition and implementation of observations and recommendations as well as adjustments and recommendations resulting from previous financial review and/or audit reports.

### **7.2 Existence, adequacy and effectiveness of the Internal Control System (ICS) - Principle 2.2**

- a) Adequacy of the internal organization (structures, functions, tasks, authority, responsibilities, methods, procedures, segregation of duties etc.),
- b) Effectiveness of project and financial accounting and reporting processes,
- c) Adherence to applicable laws, regulations and instructions,
- d) Physical safeguard of assets,
- e) Prevention of accounting errors and financial fraud,
- f) Adequacy and completeness of information and financial reporting system.

### **7.3 Conformity with the project objectives and adherence to the contract conditions – Principle 2.3**

- a) Agreement of transactions, expenditures and receipts by comparison with the basic project documents (project description, programs of activities, contracts, terms of reference, budgets etc.);
- b) Verification that goods purchased with allocated funds are utilized within the defined objectives and are still available or have been disposed/sold in conformity with the procedures defined in the project agreement/contract;
- c) Verification whether the clauses of the project agreement/contract have been respected;
- d) Verification that the annual and accumulated expenditures correspond to the agreed budgets. Analysis of deviations between budgeted and actual expenses and substantiation of major budget variations (+/-10% of the budget).

### **7.4 Economical conduct of business and effective use of financial resources – Principle 2.4**

- a) Financial resources are utilized for the activities, as stipulated in the project agreement, contract with the consultant /implementer and terms of reference, always ensuring an appropriate level of cost and benefits;
- b) Existence and application of adequate measures in the internal control system (ICS) in respect of the utilization of committed resources:
- c) Application of the management procedures relative to the various project transactions. In particular, adequate segregation of duties for vital functions and processes, like entering commitments, authorizing and accounting of expenditures, reconciliation of cash on hand and in banks, follow-up on long outstanding debtors and creditors, physical control over inventories, etc.);
- d) Expenditures are in line with the agreed budget positions;
- e) Any deviations of actual expenses from the agreed budget are reasonably explained and adequately documented by the project management

- f) Existence of adequate bid and purchasing procedures. E.g. best cost/benefit ratio for materials and services, conformity of price offers with local practices and cost levels;
- g) Confirmation that prices and rates are subject to regular verification and that the accounting system in use is adequate to the requirements of a management tool, particularly as it concerns cost analysis;
- h) Review and substantiation of expenditures of local and foreign experts/consultants (rent, travel expenses, accommodations, allowances etc.);
- i) Review and substantiation of expenditures related to national staff (gross salary, social and pension contributions, income taxes etc.);
- j) Existence of the vehicle logbook and verification that private use of vehicles has been invoiced and paid;

### **7.5. Findings and recommendations**

In his financial review report, the auditor is expected to

- explain and quantify any adjusting and/or reclassification entries, and to
- formulate recommendations for the improvement of the internal control system (ICS) as well as of project and accounting procedures.

### **8. Closing meeting**

After the completion of the financial review engagement, but before leaving the project or the premises of the partner, the auditor shall hold a closing meeting with the persons responsible for the project/program (Chairman/Vice Chairman/subcommittee members) and the staff responsible for accounting and reporting. The donors are invited to participate in this meeting. The meeting shall address the results of the project review, discuss major weaknesses in the project, administrative and financial management (including the deficiencies of individual staff members) and propose recommendations to improve the project management, the accounting procedures and the internal control system (ICS). The content of the closing meeting is to be summarized in writing and signed both by the representative of the implementing partner and the leader of the review team. These minutes shall be annexed to the financial review report (see 9.1.12).

### **9. Financial review report**

The review report of the auditor shall explicitly be responsive to the overall principles applicable to the review engagement, as stated under 2.above.

The principle of orderliness (financial regularity) and the existence of the ICS have to be positively confirmed by the auditor.

The aspects adequacy and effectiveness of ICS, the conformity with the project objectives and adherence to the contract conditions and the economical conduct of business and effective use of financial resources are to be expressed in a so called “negative confirmation” based on the executed audit actions.

We expect the following paragraph to be included in the report:

“Based on our review, nothing has come to our attention that causes us to believe that

- the Internal Control System (ICS) is not adequately or effectively organized
- the project execution is not in conformity with the project objectives and does not adhere to the contract conditions
- the business is not economically conducted and the financial resources are not effectively used.”

In reporting on the results of the financial review, the auditor shall address the following matters and follow the following structure in the review report:

#### **9.1 Content and structure of auditor’s financial review report**

- 9.1.1 Auditor’s opinion (specifically addressing the four overall principles stated under 2.above)
- 9.1.2 Name of project and partner, incl. subcontractor(s)
- 9.1.3 Brief description of relevant information on the partner (history, management, accounting system, internal control system, activities unrelated to the project sponsored by the Donors etc.)

- 9.1.4 Period covered by the financial review
- 9.1.5 Date and place of review, name of audit firm, deviations from original review programme
- 9.1.6 Description of review procedures applied and findings on financial information subject to the review
  - Balance sheet
  - Statement of income and expenses (statement of operations)
  - Receipts and payments account
  - List of proposed adjustments and reclassifications
  - Other relevant matters
- 9.1.7 Analysis of the statement of funds received from Donor, including possible interest income
- 9.1.8 Recommendations on project management, accounting procedures, internal control system (ICS)
- 9.1.9 Budget comparison of the project, including comments on major variations
- 9.1.10 List of fixed assets acquired by the project during the accounting period under review
- 9.1.11 Minutes of the closing meeting, as discussed under 8. above.
- 9.1.12 Management's general representation letter in relation to the financial review, as discussed under 6. above.

### **9.2. Currency and language of the financial review report**

The financial information contained in the financial review report of the auditor is to be expressed in the currency provided for in the contract. The financial review report of the auditor and all other documents resulting from the financial review engagement must be in English.

### **9.3. Signature**

1. The financial review report is to be signed by a representative of the auditor as well as by the Chairperson and Vice Chairperson of the WRC Board of Trustees. Four copies to be submitted to Chairperson, WRC.

### 10. Audit duration

The audit work shall be completed within 10 working days from the date of commencement of the audit .

## **11. Proposal submission**

The deadline to submit expression of interest and proposals for undertaking the audit is by CoB **Monday, 13th June 2022**. Please send an email with subject header "Independent Auditor for Workers Resource Centre (WRC)" to WRC at Email: [hq.dhaka@wrcbd.org](mailto:hq.dhaka@wrcbd.org) and CC to [chairman.wrc2021@gmail.com](mailto:chairman.wrc2021@gmail.com), [hq.wrcbd@gmail.com](mailto:hq.wrcbd@gmail.com), [vicechairman.wrc2021@gmail.com](mailto:vicechairman.wrc2021@gmail.com), [khandokersalam@gmail.com](mailto:khandokersalam@gmail.com), [ra.bfws@gmail.com](mailto:ra.bfws@gmail.com), [kalamtanneryunion@gmail.com](mailto:kalamtanneryunion@gmail.com), [ripan@wrcbd.org](mailto:ripan@wrcbd.org)

### 12. Audit fee

The audit fee will be determined through competitive bidding process.