Audit Panel

Tuesday, 10th June, 2014

MEETING OF AUDIT PANEL

Members present: Alderman Rodgers (Chairman);

Councillors Jones and Mullan;

and Mr. D. Bell.

In attendance: Mr. R. Cregan, Director of Finance and Resources;

Mr. M. McBride, Head of Finance and Performance; Mr. A. Harrison, Acting Head of Audit, Governance

and Risk Services;

Ms. C. O'Prey, Audit, Governance and Risk

Services Manager;

Mr. T. Wallace, Financial Accounting Manager;

Mr. R. Allen, Director, Northern Ireland Audit Office; and

Mr. B. Flynn, Democratic Services Officer.

Apologies

Apologies were reported on behalf of Alderman Campbell and Councillors Hutchinson and Magee.

Minutes

The minutes of the meeting of 11th March were taken as read and signed as correct.

Declarations of Interest

No declarations of interest were reported.

Council's Assurance Framework

The Director of Finance and Resources reminded the Panel that the Council was required to produce an annual set of accounts for external review, together with a Governance Statement which outlined the arrangements which had been put in place to ensure that the organisation oversaw effectively the management of its statutory requirements. He pointed out that that process ensured that both Members and senior officers continued to have an effective oversight of the Council's governance and assurance arrangements. He reviewed for the Panel the contents of the Assurance Framework and outlined how it related to the various aspects of the Council's overall control arrangements. He advised the Panel that the Framework would be presented to the Strategic Policy and Resources Committee on 19th June.

Noted.

Financial Accounts 2013/2014

The Panel considered the undernoted report:

The Financial Accounts are an important element of the Council's overall corporate governance framework as they provide assurance to Members and ratepayers on the stewardship of the council's finances and its financial position. The Financial Report and accounts for the year ended 31 March 2014, as attached, have been prepared in line with the Code of Practice on Local Authority Accounting in the United Kingdom 2013/14 based on International Financial Reporting Standards and the Department of the Environment Accounts Direction, Circular LG 11/14 dated 7th April 2014.

I can confirm that the Statement of Accounts for the year ended 31st March, 2014 has been prepared in the form directed by the Department of the Environment and in my opinion the Statement of Accounts give a true and fair view of the income and expenditure and cash flows for the financial year and the financial position as at the end of the financial year.

Key Issues

Reserves

The credit balance on the General Fund has increased to £21,506,240 (of which £7,276,074 relates to specified reserves). The movement on the reserves balance is summarised below:

Summary of Reserves Position

Opening Balance	£20.6m
In year movement in reserves	£ 0.9m
Closing Balance	£21.5m
Specified Reserves at year end	£ 7.3m
Balance Available	£14.2m

General Fund £21,506,240

The General Fund Reserves can be used to supplement income and unexpected expenditure in future years. Of the £21,506,240, £7,276,074 relates to expenditure committed at year-end.

Capital Fund £23,402,740

The capital Fund is made up of the City Investment Fund (£18,986,319). The fund has been created to support key partnership projects to regenerate Belfast and help lever

substantial funds from other sources, and the Local Investment Fund (£4,416,421) to fund smaller local regeneration projects.

Capital Receipts Reserve £943,065

These are capital receipts which have originated primarily from the sale of assets and which have not yet been used to finance capital expenditure. This amount relates mainly to the sale of land & buildings at Loop River (£860,000).

Other Fund Balances and Reserves £8,551,992

This relates to the Election Reserve (£520,785) which has been set up to smooth the cost of running council elections and a Sinking Fund (£8,031,207) which has been set up to repay interest only loans relating to housing stock that transferred to the NIHE. The NIHE currently pay principal and interest on these loans to BCC, with the sinking fund being to repay the principal on maturity.

Debt

The overall level of trade debtors had decreased steadily over the previous 6 years, reducing from £10m at 31st March 2008 to £3.7m at 31st March 2014. An analysis of trade debtors, inclusive of VAT, for the last two years is shown below:

	31 March 2013	31 March 2014
Less than three months	£3,015,062	£2,339,223
Three to six months	£84,508	£236,153
Six months to one year	£226,735	£302,390
More than one year	£883,437	£854,286
Total	4,209,742	£3,732,052

Creditors

The Department of the Environment has set councils a target of paying invoices within 30 days. During the year the council paid 60,395 invoices totalling £110,577,429. The average time taken to pay creditor invoices was 23 days for the year ended 31 March 2014. The Council paid 25,026 invoices within 10 days, 51,048 invoices within 30 days, and 9,347 invoices outside of 30 days. The Council endeavours to process invoices as quickly as possible and has an improvement plan to support this process. Payment timescales are also monitored and reported to the Strategic Policy and Resources Committee on a regular basis."

After discussion, the Panel noted the information which had been provided and noted further that the accounts would be presented to the Strategic Policy and Resources Committee.

Corporate Risk Management – Year End Report

The Panel considered the undernoted report:

1. Corporate Risk Review

The quarterly review of the corporate risks by Chief Officers gave rise to the following main updates:

Risk 2 – Failure to manage the city's waste within available resources in accordance with statutory duties, targets and public expectations a

Since the last risk review, the contractor responsible for treating our residual waste has secured the necessary licences and the amount of waste treated by the contractor was increased to 70% (with the remaining 30% being sent directly to landfill). As a result of the licence issue being addressed, and the resultant increase in the amount of waste being treated, management has decreased the risk assessment from High (Likelihood 4 / Impact 4) to Major (Likelihood 3 / Impact 4). However this remains a key corporate risk and will continue to be managed closely.

Risk 11 - Failure to attract EU / other external funding and manage and deliver designated capital projects within deadlines and in compliance with funding requirements

The management of this risk is shared between the Director of Development who is responsible for getting the remaining letters of offer in place for the 4 key capital projects with significant external / EU funding and the Director of Property and Projects who is responsible for the delivery of the 6 key capital projects by the prescribed deadline and within the terms and conditions of the letters of offer.

The Directors have recommended that the risk assessment is increased from Major (Likelihood 3 / Impact 4) to Severe (Likelihood 4 / Impact 5), for two main reasons:

As at April 2014, 4 high profile capital projects are noted as 'schemes at risk', that is, without letter of offer in place. These are the North Foreshore, Innovation Centre, Creative Hub and Olympia Regeneration projects. Delays in receipt of these letters of offer impacts on the Council's ability to ensure delivery of these projects within the prescribed timeframes and related to this, to ensure expenditure is recoverable from funders.

Letters of offer have recently been received for the Belfast Waterfront and Girdwood Hub projects, however, these are

complex projects to be delivered within tight timescales prescribed by the funding body. In addition the Council needs to take appropriate action to ensure that specific conditions in the letter of offer for the Waterfront re operating model and sales levels are fulfilled.

Also, the Director of Property and Projects has widened the focus of the corporate risk from the 6 key projects to include all capital projects that are subject to external funding and which must be delivered in compliance with the terms and conditions of the letters of offer and which have tight delivery deadlines for the build.

<u>Risk 14 – Fail to sustain and enhance the rate base and manage the rate setting process for the shadow Council</u>

A new risk cause has been identified regarding the late receipt of information on the revaluation of non-domestic properties which makes financial planning and the setting of the rate for 15-16 more difficult. Management continue to liaise with the relevant parties to ensure as far as possible that information is provided to us in a timely way.

<u>Risk 15 – Inability to deliver the Leisure Transformation Programme</u> (LTP)

A risk action plan to manage this corporate risk has been developed, which has considered, in greater detail, more specific risk causes which are set out in the corporate risk register at appendix 1. In addition a separate programme risk register and supporting risk action plans have been established and management have confirmed that these will be monitored monthly by the LTP Delivery Board and quarterly by the LTP Oversight Board.

Good Relations / Peace III

The comprehensive review and update of the operational risk registers in place for Good Relations and Peace III has been delayed pending the completion of the 'due diligence' review by AGRS of the financial position and control environment for all significant Good Relations / Peace III grants and projects, which is due to be completed shortly. The results of this review will directly inform the review and update of the risk registers, during which management will consider whether any risks require escalation.

Corporate Risk Register

The updated corporate risk register is available on Council's Mod.gov site.

2. Assurance on the Management of Risk

Management Assurance

Each of the 15 risks in the corporate risk register has a Risk Owner who is responsible for ensuring that the risk is managed effectively and evidenced as such in the risk action plan.

Management are responsible for ensuring that risks are properly identified, evaluated, managed and reviewed. Departmental Risk Champions co-ordinate and monitor the update of the risk registers and risk action plans within the Department. An assurance statement confirming that risks have been reviewed and are being managed is completed quarterly by each Chief Officer and the Town Solicitor.

AGRS can confirm that, for the quarter ending March 2014, all Chief Officers and the Town Solicitor have signed their Annual Assurance Statements, confirming that the corporate, departmental and operational risk registers and action plans have been reviewed and updated.

Audit Panel is asked to note that for the y/e March 2014, the Chief Executive's and the Property and Projects Departments were using the new MKinsight system for the first time to undertake their risk reviews after receiving training on the system and the new processes. AGRS are currently working with Departmental Risk Champions to ensure that any teething problems in the correct use of the system are addressed.

AGRS Review of the Management of Key Corporate Risks

See separate CMT paper available on Council's Mod.gov site.

Project Risk Management

The previous corporate risk management report for the QE Dec 2013, set out the new arrangements for managing risks on 'high risk' projects (the current list of 'high risk' projects and the associated Senior Responsible Officers is attached at Appendix 3 for information).

The new process involves the relevant Programme Managers:

- checking that the project risk registers and action plans have been reviewed and updated quarterly and
- reporting back to the Director of Property and Projects on compliance

The Director of Property and Projects has confirmed compliance with the quarterly risk review for these high risk projects.

During the risk review for the y/e March 2014, the Director of Property and Projects did not consider it necessary to escalate any specific project risks for consideration for inclusion in the Corporate Risk Register.

Project Funding Risk

At its meeting in March 2014, the Assurance Board emphasised the importance of ensuring that the funding risks associated with the 'high risk' projects are reviewed and assessed regularly and that there is evidence of this. In this regard, CMT were advised that the SRO for each of the 12 'high risk' projects is responsible for reviewing and assessing on an ongoing basis, the risk of failing to secure EU / other external funding and manage and deliver the 'high risk' capital projects within deadlines and in compliance with funding requirements.

The risk register for each of the 'high risk' projects should include a funding risk. The key actions to manage the funding risk should include as a minimum:

- a regular review of project risks and benefits, when there is 'spend at risk', and the recording of this review
- regular communication in writing between the SRO and the funding bodies setting out the projects risks and implications arising from same.

3. MK insight – Risk Management module

Further to the use of the risk management module in the Finance and Resources Dept, the system was rolled out to both the Chief Executives Dept and the Property and Projects Dept for the y/e March 2014 risk review and update. The system is being rolled out to the Health and Environmental Services Dept for the QE June 2014. Risk information for these departments will be loaded onto the system in May, with training for relevant departmental staff scheduled for June 2014.

4. Business Continuity Management - Update

Business continuity is a risk within the corporate risk register. One of the key ways that Members and Chief Officers can gain assurance over the arrangements we have in place to manage a disruption to our services, is that the Business Continuity (BC) plans are up to date and have been exercised (at least annually) to ensure their effectiveness.

An information / training session was organised for the BCM champions on 27 March 2014 with expert BCM speakers from the Department of Finance and Personnel, who gave presentations to the group on current developments including the requirements of the new ISO 22301 standard on Business Continuity Management Systems.

AGRS can confirm for the y/e March 2014 that all of the 15 critical services have undertaken an exercise of their BC plan for 13/14. Only one Exercise Report remains outstanding (Digital Services).

At the recent round of quarterly risk and audit update meetings, Directors have been asked to ensure that all critical services have submitted 'BC Exercise Planning' reports setting out the intended scope of the BC exercise for 14-15, to the relevant HOS and or Director for approval by 31st July 2014 and submitted to AGRS for monitoring purposes."

The Panel noted the information which had been provided.

Review of the Management of Key Corporate Risks

The Audit Governance and Risk Services Manager reminded the Panel that, to support its consideration of the Annual Governance Statement for 2013/2014, it had requested that independent assurance be provided on the management of a number of key corporate risks. She indicated that those risks identified had related to the following matters:

- Waste Management
- Local Government Reform
- Sustaining and Enhancing the District Rate
- Information Management
- European Union and other external funding for capital projects
- Leisure Transformation Programme

She outlined the steps which the Section had taken to review the risks and reported that, as a result:

- the risk assessment appeared 'reasonable';
- the causes of the risks had been captured correctly;
- the controls as identified within the reviews were deemed to be adequate and operating effectively based on sample testing which had been carried out; and
- the actions identified would, when implemented, assist in the achievement of the target risk rating.

She added that, in certain cases, the identified planned actions had not as yet been implemented in line with the original timeframes. She drew the Panel's attention to the management of the corporate risks which related to Local Government Reform,

Information Management and European Union external funding. In addition, she indicated that senior management had been advised that additional controls should be incorporated within Risk Action Plans and that, where relevant, the Section had recommended that departments undertake additional reviews of their assurance sources and that more emphasis be given to performance and progress reports.

Noted.

Code of Governance – Annual Review

The Panel considered the contents of an updated Code of Governance for the Council. The Audit, Governance and Risk Services Manager explained that the annual review and associated update enabled the Section to prepare effectively the Annual Governance Statement. She reported that the summary version of the Code had been incorporated within the main body of the Statement since it set out in a concise manner the full range of systems and processes which were in place to ensure that the Council complied with the six principles of good governance. She referred to the more detailed version of the Code, as appended to the report, and pointed out that it captured all of the improvement actions which would be implemented to enhance further the governance arrangements and that these would be tracked through the 'CORVU' performance-management system. It was reported that the Code reflected a number of new initiatives and she pointed out that the principal updates therein related to:

- the establishment of an updated process for monitoring corporate complaints, comments and compliments;
- the completion of a compliance review to ensure that the Council conformed with the CIPFA Statement on the role of the Head of Internal Audit;
- the imminent issuing of the NI Code of Local Government Conduct for Members which was mandatory;
- the implementation of an integrated system for action tracking and risk management;
- the development of a Health and Safety Assurance Framework; and
- the update of the Council's external website to improve communications and to meet the information requirements of users.

The Panel noted the information which had been provided and endorsed the updated Code of Governance.

Annual Assurance Statement - 2013/2014

The Panel noted the contents of the Acting Head of Audit, Governance and Risk Services' Annual Assurance Statement for 2013/2014. The Statement represented his professional opinion on the adequacy and effectiveness of the Council's internal control mechanisms. The Statement related to the administration of risk management, governance arrangements, together with the outcome of audit work which had been undertaken during 2013/2014, and was linked also to future projects which would assist in providing improvements to internal control procedures.

During discussion, the Panel emphasised the importance of ensuring that the Service was sufficiently resourced to complete its assurance work as outlined within the annual audit plan.

Arising from discussion in the foregoing matter, the Panel agreed that reports be submitted to the September meeting in respect of the following:

- the progress achieved in the implementation of the recommendations as contained within the Good Relations' PEACE III internal audit report; and
- the progress achieved in the implementation of the findings as contained within the Property Maintenance internal audit report.

The Panel considered also the Council's policies and procedures relating to members of staff which had been suspended from duty – particularly the length of time involved in conducting investigative work – and requested that a review of those arrangements be undertaken and a report submitted in this regard.

Annual Governance Statement 2013/2014

The Panel considered the undernoted report:

"Background Information

The Council has a statutory responsibility to annually prepare and publish an Annual Governance Statement (AGS) as part of the Financial Report. As required, the statement for the year 2013/2014 has been prepared in line with the template outlined in the Accounts Directive provided by Department of the Environment (DOE). The AGS is consistent with the principles of the CIPFA/SOLACE Framework 'Delivering Good Governance in Local Government'. In addition, the AGS contains declarations on compliance with the 2010 CIPFA Statement on the Role of the Chief Financial Officer in Local Government and CIPFA Statement on the Role of the Head of Internal Audit.

The AGS explains how the Council has complied with their statutory duties under the 2005 Order and also meets the relevant requirements of Regulation 2A of the Local Government Accounts and Audit (Amendment) Regulations (Northern Ireland 2006).

Specifically the AGS sets out:

- Scope of responsibility of the Council in relation to governance
- The purpose of the governance framework
- The governance framework in place
- Review of effectiveness of the governance framework
- Significant governance issues to be disclosed.

Reference has also been made in the AGS to the work that is ongoing as part of the governance and legislation work stream to ensure the effective implementation of Local Government Reform. The format of the AGS has been updated for 2013/2014 to take account of guidance issued by the NIAO which, while not directly relevant to local government, represents best practice in terms of the AGS. Changes to the format include summarising and presenting the Council's governance framework in a more reader friendly manner, and consistent with the Council's Code of Governance, and the use of diagrams to illustrate the political governance arrangements.

The AGS is approved by the Chair of Strategic Policy and Resources, the Chief Executive and the Director of Finance and Resources. It is subject to review by the LGA (NIAO) as part of their annual audit.

Key Issues

The purpose of this report is to present the Audit Panel with the AGS for 2013/2014 for consideration and for recommendation to the Audit Panel, including the approval of the significant governance issues which warrant inclusion in this year's AGS.

The AGS is an important document and it is important that the Audit Panel is fully aware of its contents. CMT agreed the disclosures in the statement after considering the Council's corporate risk register, significant events / issues and the disclosures made by Chief Officers in their individual assurance statements. The statement also incorporates a summary of the Head of AGRS' annual assurance statement."

The Panel approved the contents of the associated Governance Statement and noted the comments of the Acting Head of Audit, Governance and Risk Services thereon.

Review of the Effectiveness of Internal Audit

The Panel considered the undernoted report:

"1. Background Information

1.1 The Local Government (Accounts and Audit) (Amendment) Regulations (Northern Ireland) 2006 which came into effect during 2007/08 make local government bodies explicitly responsible for their financial management, internal control and risk management systems. The Regulations place four main requirements on authorities:

- 1. Ensure financial management is adequate and effective and establish a sound system of control including arrangements for the management of risk
- 2. Conduct a review at least once a year of the effectiveness of the system of internal control
- 3. Publish a statement on internal control* as part of the statement of accounts. This statement must be considered by a committee of the local government body, or by the members of the body meeting as a whole, and following that consideration, approved by the Chief Executive
- 4. Maintain an adequate and effective system of internal audit in accordance with proper practices (and ensure an annual review of the effectiveness of the system of internal audit).
- 1.2 Regarding the fourth requirement, in practical terms, this means that the internal audit function must comply with new Public Sector Internal Audit Standards (PSIAS) which came into effect across the UK public sector in April 2013. The PSIAS indicate that compliance reviews against the standards must include regular internal assessments and periodic external assessments, with the latter required at least once every 5 years.
- 1.3 AGRS has been subject to two independent, external assessments, the most recent of which took place in 2012/13 and was reported in detail to the Assurance Board / Audit Panel. In years where external reviews do not take place, in line with NIAO advice and to meet the requirements of PSIAS, we undertake a self-assessment of compliance with professional standards. The purpose of this report is to present the results of this review to the Audit Panel for review and notation.

2. Key Issues

2.1 Annual Review of Effectiveness of internal audit 2013/14

The PSIAS e standards cover the following areas:

- Definition of internal auditing
- Code of ethics
- Attribute standards, including:
 - Purpose, authority and responsibility
 - Independence and objectivity
 - Proficiency and due professional care

- Quality assurance and improvement programme
- 1) Performance Standards
 - Managing internal audit activity
 - Nature of work
 - Engagement planning
 - Performing the engagement
 - Communicating results
 - Monitoring progress
 - Communication of acceptance of risks
- 2.2 AGRS completed a self-assessment against these standards using a detailed checklist, a copy of which is attached. Our overall conclusion is that the internal audit service is organisationally independent and has the processes / arrangements in place to conform to the standards. A small number of relatively minor issues were noted from this review, as set out below.

Attribute Standards (Purpose, authority and responsibility)

2.3 The new standards state that the internal audit charter (terms of reference), which cover the purpose, authority and responsibility of the internal audit function, should be reviewed annually. These terms of reference were last reviewed and approved by the Assurance Board and Audit Panel in March 2013 and endorsed by Council in April 2013 – i.e. within the 2013/14 financial year). We have not reviewed these again in 2013/14, as we are awaiting clarification of the Council's new governance / Committee arrangements for the Shadow and new Council to be established as arising from Local Government Reform. We will therefore review the terms of reference during 2014/15 to ensure they address / consider all the requirements of the new standards.

Performance standards (Managing Internal Audit Activity)

2.4 The standards make a number of references to documenting and communicating policies / processes to be followed the internal audit unit. Although we have an audit manual that covers such issues, it needs to be updated to reflect the PSIAS and the changes to the audit process we are currently implementing as we implement the audit management module of the MK Insight system. This issue will be addressed during 2014/2015.

The Panel noted the information which had been provided and noted further that the review had confirmed that the Audit, Governance and Risk Service had been

deemed to be in compliance with the Public Sector Internal Audit Standards for the period covered.

Annual Report to Strategic Policy and Resources Committee

The Panel noted the contents of the Annual Report of the Audit Panel which would be presented to the Strategic Policy and Resources Committee by the Chairman (Alderman Rodgers) at its meeting on 19th June.

Audit, Governance and Risk Services - Progress Report

The Panel noted the contents of a report which provided an update of the work of the Audit, Governance and Risk Service which had been carried out within the financial year 2013/2014.

Annual Report on Fraud and Whistle-blowing

The Acting Head of Audit, Governance and Risk Services reminded the Panel that, at its meeting on 13th December, it had endorsed updated fraud and whistle-blowing policies and it had been agreed that both policies would be reviewed on an annual basis.

In respect of the fraud policy, the Acting Head of Audit, Governance and Risk Services explained that the Council had, during 2013/2014, been subject to one major fraud incident, the details of which had been reported previously to the Panel. He highlighted also a case which, whilst not related to fraud, concerned financial irregularities in connection with a European-funded project. He pointed out that, whilst the cases mentioned had been different in nature, they both illustrated the risks posed by the actions of external bodies and organisations. He explained that the Service would work with the Council's financial staff to review the fraud risk register and associated action plan.

The Panel was informed that Council staff had been apprised of the Whistle-blowing Policy and there had arisen a significant number of associated cases. He described the process which was undertaken to investigate such cases and highlighted some of the difficulties which had arisen in relation to potentially vexatious claims, together with outlining the significant resource implications which had arisen in conducting such investigations. Accordingly, he indicated that he intended to commission an external review of the policy in 2014/2015.

The Panel noted the information which had been provided and the Acting Head of Audit, Governance and Risk Services' comments thereon.

Update on Business Continuity Management Policy

The Panel reviewed and endorsed the contents of an updated Business Continuity Management Policy, a copy of which was published on the Council's Mod.gov system.

Corporate Health and Safety - Update

The Corporate Health and Safety Manager provided the Panel with an update in relation to the Council's health and safety performance during 2013/2014. She reviewed particularly the progress which had been achieved in relation to the key performance indicators within the fourth quarter of the year, and indicated that all pre-agreed targets had been met in respect of performance.

After discussion, the Panel noted the information which had been provided.

Staff Costs 2013/2014

The Panel considered a report in respect of the staffing costs which had been incurred by the Council during the financial year 2013/2014, the principal aspects of which are set out hereunder:

- Staffing costs for 2013/2014 stood at £87,147,710, against a target of £87,301,433 representing an under spend of £153,723 of the annual budget;
- Overtime costs accounted for 5.05% or £4,397,885 of direct employee costs for 2013/2014; and
- Agency staff costs accounted for 5% or £4,354,537 of direct employee cost for 2013/14.

Noted.

Year-End Absence Figures 2013/2014

(The Assistant Chief Executive and Head of Human Resources attended in connection with this item.)

The Panel considered the contents of a report which provided information in respect of the year-end absence figures for each of the Council's departments for 2013/2014. The Assistant Chief Executive and Head of Human Resources reported that, as at 31st March, the corporate average for the number of days' sickness absence per full-time employee stood at 9.90 days. She pointed out that the Council had, therefore, achieved the target it had set for itself, i.e., to reduce sickness absence to 10.0 days, per employee, by 31st March, 2015. She informed the Panel that five of the Council's six departments had met the corporate target and that no sickness absence had been recorded against 39% of staff during that year. She outlined the steps which would be taken to continue to address sickness absence across the Council and suggested that, given the changes which would arise across the organisation as a result of the Reform of Local Government, the Panel might consider it prudent to endorse the proposed sickness absence target of ten days, per employee, by March, 2015.

The Panel noted the information which had been provided and welcomed the fact that the Council had achieved its corporate target for sickness absence. It agreed

to recommend that the Strategic Policy and Resources Committee that, at its meeting on 19th June, it endorse the target sickness absence ten days, per employee, by March, 2015.

Date of Next Meeting

The Panel agreed to meet again in September on a date to be determined in conjunction with the Chairman.

Chairman