

# INTERNAL AUDIT OFFICE CHARTER

## **Purpose and Mission**

The purpose of West Virginia University's (WVU's or University's) Internal Audit Office is to provide independent, objective assurance and consulting services designed to add value and improve the University's operations. The mission of Internal Audit is to enhance and protect organizational value by providing risk-based and objective assurance, advice, and insight. The Internal Audit Office mandate is to assist the WVU Board of Governors (BOG) and University management accomplish their objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of governance, risk management, and control processes.

## **Standards for the Professional Practice of Internal Auditing**

The Internal Audit Office will govern itself by adherence to the mandatory elements of The Institute of Internal Auditors' International Professional Practices Framework, including the Core Principles for the Professional Practice of Internal Auditing, the Code of Ethics, the International Standards for the Professional Practice of Internal Auditing, and the Definition of Internal Auditing. The Director will report periodically to senior management and the BOG's Audit Committee regarding the Internal Audit Office's conformance to the Code of Ethics and the Standards.

## **Authority**

The Director of Internal Audit will report functionally to the Audit Committee and administratively (i.e., day-to-day operations) to the WVU President's Office. The Director of Internal Audit will have unrestricted access to, and communicate and interact directly with, the Audit Committee, including in private meetings without management present.

The Audit Committee authorizes the Internal Audit Office to:

- Establish, maintain, and manage a comprehensive auditing program; this program includes financial, management, compliance, information systems, and investigative audits.
- Coordinate external audit activities on all University campuses.
- Have full, free, and unrestricted access to all WVU (including WVU Research Corporation, WVU Innovation Corporation and all WVU campuses) functions, records, property, and personnel pertinent to carrying out any engagement, subject to accountability for confidentiality and safeguarding of records and information.
- Allocate resources, set frequencies, select subjects, determine scopes of work, apply techniques required to accomplish audit objectives, and issue reports.
- Obtain assistance from the necessary personnel of WVU, as well as other specialized services from within or outside the University, in order to complete the engagement.

The WVU Internal Audit Office provides the BOG and University officials with analyses, appraisals, recommendations, and guidance concerning the activities reviewed. These reports and recommendations are advisory in nature. The University administration continues to be responsible for establishing and maintaining an adequate internal control structure.

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## Independence and Objectivity

The Director of Internal Audit will ensure that the Internal Audit Office remains free from all conditions that threaten the ability of Internal Auditors to carry out their responsibilities in an unbiased manner, including matters of audit selection, scope, procedures, frequency, timing, and report content. If the Director of Internal Audit determines that independence or objectivity may be impaired in fact or appearance, the details of impairment will be disclosed to appropriate parties.

Internal Auditors will maintain an unbiased mental attitude that allows them to perform engagements objectively and in such a manner that they believe in their work product, that no quality compromises are made, and that they do not subordinate their judgment on audit matters to others.

Internal auditors will have no direct operational responsibility or authority over any of the activities audited. Accordingly, Internal Auditors will not implement internal controls, develop procedures, install systems, prepare records, or engage in any other activity that may impair their judgment, including:

- Assessing specific operations for which they had responsibility within the previous year.
- Performing any operational duties for WVU or its affiliates.
- Initiating or approving transactions external to the Internal Audit Office.
- Directing the activities of any University employee not employed by the Internal Audit Office, except to the extent that such employees have been appropriately assigned to auditing teams or to otherwise assist Internal Auditors.

Where the Director of Internal Audit has or is expected to have roles and/or responsibilities that fall outside of Internal Auditing, safeguards will be established to limit impairments to independence or objectivity.

Internal auditors will:

- Disclose any impairment of independence or objectivity, in fact or appearance, to appropriate parties.
- Exhibit professional objectivity in gathering, evaluating, and communicating information about the activity or process being examined.
- Make balanced assessments of all available and relevant facts and circumstances.
- Take necessary precautions to avoid being unduly influenced by their own interests or by others in forming judgments.

The Director of Internal Audit will confirm to the Audit Committee, at least annually, the organizational independence of the Internal Audit Office.

The Director of Internal Audit will disclose to the Audit Committee any interference and related implications in determining the scope of Internal Auditing, performing work, and/or communicating results.

## Scope of Internal Audit Activities

The scope of Internal Audit activities encompasses, but is not limited to, objective examinations of evidence for the purpose of providing independent assessments to the Audit Committee, management, and outside parties on the adequacy and effectiveness of governance, risk management, and control processes for WVU. Internal Audit assessments include evaluating whether:

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- Risks relating to the achievement of WVU's strategic objectives are appropriately identified and managed.
- The actions of the University's officers, directors, employees, and contractors are in compliance with WVU's policies, procedures, and applicable laws, regulations, and governance standards.
- The results of operations or programs are consistent with established goals and objectives.
- Operations or programs are being carried out effectively and efficiently.
- Established processes and systems enable compliance with the policies, procedures, laws, and regulations that could significantly impact the University.
- Information and the means used to identify, measure, analyze, classify, and report such information are reliable and have integrity.
- Resources and assets are acquired economically, used efficiently, and protected adequately.

The Director of Internal Audit will report periodically to senior management and the Audit Committee regarding:

- The Internal Audit Office's purpose, authority, and responsibility.
- The Internal Audit Office's plan and performance relative to its plan.
- The Internal Audit Office's conformance with The IIA's Code of Ethics and Standards, and action plans to address any significant conformance issues.
- Significant risk exposures and control issues, including fraud risks, governance issues, and other matters requiring the attention of, or requested by, the Audit Committee.
- Results of audit engagements or other activities.
- Resource requirements.
- Any response to risk by management that may be unacceptable to the University.

The Director of Internal Audit also coordinates activities, where possible, and considers relying upon the work of other internal and external assurance and consulting service providers as needed. The Internal Audit Office may perform advisory and related client service activities, the nature and scope of which will be agreed with the client, provided the Internal Audit Office does not assume management responsibility.

Opportunities for improving the efficiency of governance, risk management, and control processes may be identified during engagements. These opportunities will be communicated to the appropriate level of management.

### **Responsibility**

The Director of Internal Audit has the responsibility to:

- Submit, at least annually, to senior management and the Audit Committee a risk-based Internal Audit plan for review and approval.
- Communicate to senior management and the Audit Committee the impact of resource limitations on the Internal Audit plan.
- Review and adjust the Internal Audit plan, as necessary, in response to changes in WVU's business, risks, operations, programs, systems, and controls.
- Communicate to senior management and the Audit Committee any significant interim changes to the Internal Audit plan.

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- Ensure each engagement of the Internal Audit plan is executed, including the establishment of objectives and scope, the assignment of appropriate and adequately supervised resources, the documentation of work programs and testing results, and the communication of engagement results with applicable conclusions and recommendations to appropriate parties.
- Follow up on engagement findings and corrective actions, and report periodically to senior management and the Audit Committee any corrective actions not effectively implemented.
- Ensure the principles of integrity, objectivity, confidentiality, and competency are applied and upheld.
- Ensure the Internal Audit Office collectively possesses or obtains the knowledge, skills, and other competencies needed to meet the requirements of the Internal Audit charter.
- Ensure trends and emerging issues that could impact the University are considered and communicated to senior management and the as appropriate.
- Ensure emerging trends and successful practices in Internal Auditing are considered.
- Establish and ensure adherence to policies and procedures designed to guide the Internal Audit Office.
- Ensure adherence to WVU's relevant policies and procedures, unless such policies and procedures conflict with the Internal Audit charter. Any such conflicts will be resolved or otherwise communicated to senior management and the Audit Committee.
- Ensure conformance of the Internal Audit Office with the Standards, with the following qualifications:
  - If the Internal Audit Office is prohibited by law or regulation from conformance with certain parts of the Standards, the Director of Internal Audit will ensure appropriate disclosures and will ensure conformance with all other parts of the Standards.

### Quality Assurance and Improvement Program

The Internal Audit Office will maintain a quality assurance and improvement program that covers all aspects of the Internal Audit Office. The program will include an evaluation of the Internal Audit Office's conformance with the Standards and an evaluation of whether internal auditors apply The IIA's Code of Ethics. The program will also assess the efficiency and effectiveness of the Internal Audit Office and identify opportunities for improvement.


The Director of Internal Audit will communicate to senior management and the Audit Committee on the Internal Audit Office's quality assurance and improvement program, including results of internal assessments (both ongoing and periodic) and external assessments conducted at least once every five years by a qualified, independent assessor or assessment team from outside the University.

Approval/Signatures

  
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Bryan D. Shaver

6-16-17

Director of Internal Audit Date

  
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William Wilmoth

6/16/17

Audit Committee Chair Date