

The Roles and Responsibilities of the Governing Body, Senior Management, and the Internal Audit Function



GOVERNING BODY

- Holds responsibility for the overall strategic direction and success of the organization (e.g., board of directors, board of trustees, city council, etc.)
- Establishes and oversees an independent, objective, properly resourced, and competent internal audit function
- Approves the internal audit charter, which defines the function's authority, role, and responsibilities
- Maintains accountability for management activities, including compliance with legal, regulatory, and ethical expectations



SENIOR MANAGEMENT

- Leads and directs the execution of organizational objectives set forth by the governing body
- Establishes and maintains appropriate structures and processes for the management of operations and risk (e.g., CEO, CFO, CTO, senior management team, etc.)



INTERNAL AUDIT

- Maintains direct accountability to the governing body (or its audit committee) and independence from management
- Provides independent and objective assurance over internal controls and strategic advice to promote the improvement and achievement of organizational objectives
- Led by the chief audit executive or an internal auditor with a similar title/role

Key: |  Accountability, reporting |  Delegation, direction, resources, oversight |  Alignment, communication, coordination, collaboration