

SNV Terms of Reference for 2023 Audit

FINANCIAL AUDIT

SNV is seeking an external auditor to carry out the following audits:

- (i) SNV Zimbabwe Corporate financial statements (i.e. the consolidated annual statutory statements which combines all the 6 projects that were in place in the 2023 financial year (1 January 2023 to 31 December 2023)). The five (5) projects in place during the year were:

- OYE Sida Project – From 1 January 2023 to 30 April 2023
- OYE SDC Project – From 1 January 2023 to 31 December 2023
- ICRM Project funded by WFP - From 1 January 2023 to 31 December 2023
- Zambuko Project - From 25 June 2023 to 25 October 2023, then 15 November 2023 to 31 December 2023
- OYE SDC regional Project - From 1 January 2023 to 31 December 2023
- UNOPS Project – From 20 November 2023 to 31 December 2023

Please note the statutory audit has all the above projects on trial balance, and will have them audited as such (that is one entity)

- (ii) The Consolidated OYE Project to be reported to the SDC (Swiss Development Cooperation).

The Consolidated OYE Project for the period 1 January 2023 to 31 December 2023 consists of funds from the SDC (Swiss Development Cooperation) channelled through 3 distinct projects namely:

- a) Zimbabwe OYE Project (SDC funded) – 1 January to 31 December 2023 – Approximately USD370,000
- b) Zambia OYE Project (SDC funded) – 1 January to 31 December 2023- Approximately USD 360,000
- c) Zimbabwe OYE Regional Project (SDC funded)- Approximately USD258,000 – 1 January to 31 December 2023, plus other Projects funded by other donors namely:
- d) Zambia INCREASE Project funded by Sida Zambia- – 1 January to 31 December 2023 – approximately EUR2 million
- e) Zimbabwe OYE Project funded by Sida – 1 January to 30 April 2023 - USD 276,000

The consolidated Project will have these 5 trial balances audited and reported in one consolidated report to the SDC.

The Consolidated Audit will be guided by terms of reference from the SDC.

- (iii) The Sida Zambia INCREASE project specific audit with expenditure of EUR 2 million for the period 1 January 20223 to 31 December 2023

The Zambia INCREASE Project will have a separate set of financial statements and an audit opinion reported to Sida Zambia. It will have Terms of Reference guiding the audit for the purpose of reporting Sida Zambia.

The Financial Information of the project/program shall be audited in accordance with International Standards on Auditing (ISA 805) "Special Considerations Audits of Single Financial Statements and Specific Elements, Accounts or Items of a Financial Statement" and

1. Fundamental principles

1.1 The financial audit of projects ("financial audit") is to be carried out by an independent auditor ("the auditor"), having the required professional competence and experience (e.g. Certification by National Audit Oversight Authority), and in accordance with International Standards on Auditing (ISA).

1.2 These Terms of Reference ("TOR") define the mandate of the auditor in connection with the financial audit of projects/programs of the cooperation partner, financed by SIDA and the Federal Department of Foreign Affairs (FDFA). The financial audit is based on the professional requirements and guidelines governing the professional work to be undertaken by an auditor.

1.3 In planning, conducting and reporting on the financial audit, the auditor has to follow the ISA 805.

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 audit is carried out need to be taken into consideration by the auditor.

2. Overall principles of the procedures to be performed

The auditor is required to plan, execute and report on the financial audit engagement in order to conclude on the following matter:

- **2.1 Principles of orderliness (financial regularity/reporting)**

Furthermore, the auditor is required to assess whether the partner has adequate policies and procedures in place relating to the following matters (those matters are not covered by the audit engagement in accordance with ISA as mentioned above):

- **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**

In order to respect these principles, the auditor has to analyse the questions mentioned in the annexed Questionnaire (Annex 1). While item 2.1 will be reflected in the audit report prepared in accordance with ISA, items 2.2 to 2.4 will be reflected by the answers of the auditor to the Questionnaire in the Annex 1. Recommendations to the management shall be formulated according to Annex 2 (Management Letter).

3. Documents of reference

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

Legislation:	National law
Project/program:	Agreement between FDFA and the partner relative to the project; SDC Project Document / TOR; SIDA Project Document/TOR for the INCREASE Project – Sida Zambia Budgets, financing plans, programs of project activities; Project management procedures; Any other documents concerning the project/program.
Accounting:	Accounting documents subject to the financial audit; Financial and operational reports concerning the project/program.

Auditor: Prior internal and external audit reports of the partner;
Any other information requested from the partner by the auditor.

4. Planning the financial audit

The auditor shall adequately plan the financial audit engagement well in advance of the work and ensure the execution of the financial audit of highest professional quality in an economical and efficient manner as agreed upon in the respective mandate in the name of the partner and the auditor.

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

- the type of transactions to be audited and the audit methods (full audit or sample selections);
- the type of physical counts or examination and the sites to be selected;
- the number of site visits to be planned.

The auditor ensures continuity in the audit approach of the financial audit engagement and the audit team, even if there is a change in the leader of the engagement team from the prior year.

5. Place of financial audit

The financial audit is to be carried out at the project/program environment (administrative offices and/or decentralised sites, if applicable).

6. Management representation of full disclosure

The auditor shall obtain a management representation letter signed by the management of the partner 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 audit 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 audited 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 audit period, for the project being audited **and** for the examination of the consolidated financial statements of the organization. The consolidated financial information, including balance sheets and profit and loss statements of the project are to be attached to the declaration and form an integral part thereof. This declaration shall be provided together with the financial audit report.

7.0 Detailed financial audit procedures

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

Accordingly, the auditor must define and carry out suitable audit procedures in order to obtain an overview of the aforementioned aspects before the auditor assesses the individual findings and reaches a final independent opinion on the audit.

The auditor is expected to select and apply any other audit procedures that the auditor may consider necessary in the professional execution of the financial audit engagement.

Upon receipt of the financial audit report, SIDA and the FDFA or any third persons designated by SIDA or the FDFA reserve the right to request other audit procedures to cope with the change in circumstances in the project or of the organisation of the cooperation partner.

In addition, in order to respect the principles mentioned under Art. 2 above, the auditor has to analyse the questions in the annexed Questionnaire (Template Annex 1). Any answers with "no" have to be taken up as recommendations in the Management Letter (Template Annex 2).

7.1 Additional assignment; according to agreed upon procedures ISRS 4400, review the following areas in accordance with the Terms of reference below. (Please note this will be applicable to the Project INCREASE audit – Sida Zambia only.)

Mandatory assignments for the that must be include:

1. Observe whether the financial report is structured in a way that allows for direct comparison with the latest approved budget.
2. Follow up whether salary costs debited to the project/programme are recorded throughout the duration of the year in a systemized way and examine whether the salary costs can be verified by sufficient supporting documentation.
3. Examine whether the financial report includes a comparison, for every budget item, between the actual costs/expenditures of activities and the budgeted costs/expenditures as approved by Sida for the period.
4. Based on materiality and risk the auditor shall examine whether there is supporting documentation related to incurred costs. Regardless of materiality of the findings the auditor shall quantify the amount for costs lacking sufficient supporting documentation.
5. Examine whether foreign exchange gains/losses are disclosed as a separate item in the financial report as well as disclosed in accordance with what is stipulated in the agreement including appendices and generally accepted accounting principles.
6. The cooperation partner's compliance with the applicable tax legislation with regard to taxes (e.g. PAYE)¹ and social security fees.
7. Follow up whether the cooperation partner has adhered to the procurement guidelines annexed or referred to in the agreement.
8. Review if outgoing balance for previous period is the same as incoming balance for the current period.
9. If the cooperation partner applies modified cash basis as accounting principle, the auditor shall describe used method and motivate whether the applied accounting principle is acceptable for this type of financial report.
10.) Inspect and confirm that the unspent fund balance (according to the financial report) at the end of the financial year is in line with information provided in the accounting system and/or bank account.
11. Verify the unspent balance that shall be repaid to Sida in the final report of the last agreement year. (Only applicable in the final report of the last agreement year)

8. Closing meeting

After the completion of the financial audit 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 (directors) and the staff responsible for accounting and reporting. The meeting shall address the results of the audit, 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).

9. Financial audit deliverables

The audit report of the auditor shall provide an opinion on the financial information of the following as per ISA (Template Annex 3).

- 1) SNV Zimbabwe Corporate financial statements (ie the consolidated annual statutory statements which combines all the 6 projects that were in place in the 2023 financial year (1 January 2023 to 31 December 2023). Indicative expenditure is EUR 1,500,000 . The reporting currency will be EUR

- 2) The Consolidated OYE Project Audit (which combines OYE Sida Zimbabwe,OYE SDC Zimbabwe , OYE SDC Zimbabwe Regional Project ,OYE SDC Zambia and Zambia INCREASE Project . This project consolidates the 5 projects into one report for the period 1 January 2023 to 31 December 2023. The reporting currency will be USD

- 3) The Sida Zambia INCREASE project specific audit with expenditure of EUR 2. million for the period 1 January 2023 to 31 December 2023. This audit comes with agreed upon procedures with regard to 3 questions specified by the donor in section 7.1. The reporting currency will be EUR

- 4) A management report of findings is expected for each of the 3 reports above

- 5) The 2 project audits (OYE Consolidated Project and Sida Zambia Increase will each have own reporting format as specified in own Terms of Reference

- 6) The Questionnaire in Annex 1 will apply to the Consolidated OYE Project only

The answers to the Questionnaire (Template Annex 1) and recommendations to the management (Management Letter according to Template Annex 2) as well as the management representation letter shall be provided as separate deliverables together with the audit report.

9.1. Currency and language of the financial audit report

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

9.2. Signature

The financial audit report is to be signed by the leader of the audit team. The financial reporting subject to audit shall be signed by a representative of the management of the partner.

Place and date: _____
 For the partner: _____
 For the auditor: _____



- Annex 1: Questionnaire on the Overall principles of the procedures to be performed (2.2, 2.3 and 2.4)
- Annex 2: Management Letter
- Annex 3: Independent auditors' report (Basis: ISA 805)

QUESTIONNAIRE

Instruction to the auditor: If the answer is „no“ to one of these questions, further explanation is required in the form of a management letter point.

Questions	Yes	No	n/a	Comments
Existence, adequacy and effectiveness of the Internal Control System (ICS) – Principle 2.2				
1. Is the internal organization (structures, functions, tasks, competencies, responsibilities, methods, procedures, segregation of duties etc.), based on your impression, adequate to the size and operations of the partner?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
2. Are duties for vital functions and processes sufficiently segregated (e.g. entering commitments, entering and signing of contracts/agreements, authorizing and accounting of expenditures, reconciliation of cash on hand and in banks, follow-up on long outstanding debtors and creditors, etc.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
3. Do you obtain comfort that the ICS of the organization is in adequacy with its size and type of activities?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
4. Is the ICS known, applied and documented?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
5. Do you obtain comfort on compliance with applicable laws, regulations and instructions (e.g. taxes, salaries, social contributions etc.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
6. Is an Organization Manual with local context specific regulations (threshold in amount and number of offers to be solicited for local procurements of goods and services, cash limit, etc.) in place and are they followed? Are they in line with local legislation?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
7. Did you obtain an understanding of the design of the information and financial reporting system?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
8. Has the Partner advised staff, beneficiaries etc. to whom to report any suspect of fraud, misuse, or waste of resources or property?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

Questions	Yes	No	n/a	Comments
Conformity with the project objectives and adherence to the contract conditions – Principle 2.3				
9. Is it ensured that signed project agreements (FDFA with partner and/or partner with subcontractor/s) exist before any payments are made?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
10. Are the payments within your audit / review scope in accordance with the contract conditions and the agreed budget?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
11. Is the classification of expenses and income in accordance with the agreed contractual budget?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
12. Are approvals for variations from the budget/work plan required in advance of commitment of expenditure?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
13. Is the financial reporting in accordance with the project agreement?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
14. Is the financial reporting of the period under audit / review in line with the reporting timetable?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
15. Do project responsible (operational and finance staff) visit field activities and are the findings of these visits documented?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
16. Is a written confirmation of the balance of the FDFA advances available at project year end?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
17. Are the management letter points by the project auditor brought up in past years resolved adequately and/or properly monitored by the management?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
18. Is it ensured that any significant issues (e.g. fraud, management override of controls, etc.) noted in a review / audit report has been communicated to FDFA?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
19. Are the partner and any subcontractor/s familiar with regard to VAT and any other tax regulation procedures on the procurement of material and services for the activities funded by FDFA?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

20. Are there instructions on the approval of expenses (e.g. 4 eyes principle) and are they followed?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
21. Is the correct application of fees and allowances as per contract ensured (e.g. fees, rent, travel expenses, hotel accommodation, per diem and other allowances for project experts/consultants)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Questions	Yes	No	n/a	Comments
22. Are control procedures in place to match labor costs (hours) charged to the project with time sheets of the relevant personnel?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
23. Is it ensured that the partner has correctly accounted for his hours on the project (effectively rendered services) in order to avoid double-charging of expenses (e.g. to different projects)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
24. Are all items (fixed assets) representing property of the project maintained and safeguarded?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Economical conduct of business and effective use of financial resources – Principle 2.4				
25. Is it ensured that project specific financial resources are only utilized for the particular activities and projects?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
26. Do adequate measures and procedures in the ICS exist, to ensure economical and effective utilization of committed resources?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
27. Is it ensured that prices and rates for material, services and overheads are subject to regular verification?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
28. Is the calculation of fees (charged for services to FDFA) transparent and documented?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
29. Are all expenditures of expatriate employees reviewed and substantiated (rent, travel expenses, etc.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
30. Are all expenditures related to local staff reviewed and substantiated (gross salary, social and pension contributions, income taxes, travel expenses, rent, etc.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

31. Are there instructions on the non-use of project/program vehicles for private purposes?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
32. Are there instructions for the use of equipment after the end of the project?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
33. Are there instructions on the non-use of mobile and fix net phones for private purposes?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<i>Any other issues</i>				
34.				
35.				



Management Letter *(suggested format)*

project/programme – financial statement period of:

partner's name and address

auditor's name and address
Date and Signature



The auditor was required to assess with the enclosed questionnaire whether the partner has adequate policies and procedures in place relating to the following matters:

- **Existence, adequacy and effectiveness of the Internal Control System (ICS)**
(principle 2.2 as mentioned in the standard ToR)
- **Conformity with the project objectives and adherence to the contract conditions**
(principle 2.3 as mentioned in the standard ToR)
- **Economical conduct of business and effective use of financial resources**
(principle 2.4 as mentioned in the standard ToR)

All questions answered with a “no”, are subject of a Management Letter Point, to be risk rated by the auditor and followed up by the partner.

Risk rating of Management Letter Points

- Matters of **large or significant importance** regarding control environment, accounting policies or practices, which might entail a material loss or material reporting error shall be rated by the auditor as a **high Priority**;
- Matters of **medium importance** regarding control environment, accounting policies or practices, which would be unlikely, entail a material financial loss or reporting error shall be rated by the auditor as a **medium Priority**;
- Matters of **low importance** regarding control environment, accounting policies or practices or comments relating solely to local reporting matters shall be rated by the auditor as a **low Priority**.

Findings and Recommendations

No.	Findings	Recommendations	Priority	Management comments and proposed actions	Deadlines
Existence, adequacy and effectiveness of the Internal Control System (principle 2.2)					
Conformity with the project objectives and adherence to the contract conditions (principle 2.3)					
Economical conduct of business and effective use of financial resources (principle 2.4)					

Audit Report Template

Financial Information Audit of the Project/Program for the period of 2023

(name of project/program, project- and contract-number, period of financial statement)

Name and address of FDFA's Partner

Background of the mandated organization

Short description of the general background of the partner organization:

Project objectives

Short description of the project/program objectives:

Name and address of Auditor

Independent auditor's report

Independent auditor's report on financial information

Implementing partner's address and name of responsible person

Opinion

On the FDFA Standard Terms of Reference, we have audited the financial information for the above mentioned project, which comprise the balance sheet as at 31 December xxx and the income statement for the year [period] ended, [...], and the notes to the financial information including a summary of significant accounting policies.

In our opinion, the accompanying financial information on project xxxx for the year [period] ended xxx are prepared, in all material respects, in accordance with the accounting policies described in the notes and comply with the requirements of the FDFA Standard Terms of reference dated xxxx.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the financial information" section of our report.

We are independent of the entity in accordance with the requirements of the IESBA Code of Ethics for Professional Accountants, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the Financial Information

Management is responsible for the preparation and fair presentation of the financial information. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial information that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibilities for the audit of the financial information

Our objectives are to obtain reasonable assurance about whether the financial information as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial information.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial information, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

Auditor's signature
Date of audit report
Auditor's address

Annex: Financial Information (including notes), Questionnaire, Management Letter