

MEETING OF THE AUDIT AND RISK COMMITTEE

MINUTES

Date	Wednesday 28th February 2024
Time	17:45 to 19:00
Location	Via MS Teams
Present (Governors):	Chair: Andrew Gilchrist Adam Herriott James Measures Rick Parish – co-opted member
In attendance (officers)	Christine Ricketts (Principal and CEO) Allan Tyrer (Chief Operating Officer) Melissa Drayson (Director of Governance)
In attendance (auditors)	Kevin Moloney (TIAA)
Observers	None
Apologies for absence	None received
Quorum (3)	The meeting was quorate throughout

Items identified as confidential on the grounds of commercial or personal sensitivity are highlighted within these minutes and will be redacted from the published version.

Item	Action lead
<p>1. Preliminary items</p> <p>Members gave consent for the meeting to be recorded and shared with the external governance reviewer who was unable to attend in person.</p> <p>1.1 Apologies for Absence and welcomes</p> <p>Apologies were received from Mary Hughes. James Measures and Adam Herriott were welcomed to their first committee meeting as members.</p> <p>A training session on the role of the Audit Committee in FE would be provided at the end of the meeting.</p> <p>1.2 Declarations of interest</p> <p>There were no new declarations of interest relating to matters on the agenda. Previously declared interests were carried forward.</p> <p>1.3 Urgent other business notified in advance</p> <p>No urgent matters of other business had been notified in advance.</p>	
<p>2. Minutes</p>	

2.1 Minutes of the meetings on 29th November 2023

The Minutes of the Audit Committee were **APPROVED** as an accurate record of the meeting and confidential sections were confirmed.

The Minutes of the Joint Audit Committee and Resources Committee were **APPROVED** as an accurate record.

2.2 Matters Arising

The Committee noted the completion of actions and those not yet due and requested an update on any that were still in progress.

It was noted that all procurement procedures were being followed scrupulously and that a termly assurance report would be provided to the Finance and Resources Committee on contracts and tenders over £30k. The Internal Auditors confirmed that all six recommendations from their audit of those procedures had been implemented successfully.

The timing of the annual Value for Money report was discussed. It was agreed that this would be prepared for the first meeting of the academic year, to inform the Audit Committee annual report. Members asked that this should cover procurement and other VFM measures such as staff and space utilisation.

AGREED: That the Committee Chair and Chief Operating Officer would meet to discuss the scope of the annual VFM report

AG/AT

3. Internal Audit 2022-23: Final Learner Numbers Audit Report *Supporting papers by the Internal Auditors, TIAA*

The Committee noted that there had been a significant improvement in apprenticeship records. A couple of errors had been identified in 16-18 learner agreements, particularly in that some course change documents had not been signed by staff. Governors asked management to confirm that swift action was being taken to ensure that all were now being signed. It was reported that the senior team had discussed the matter and believed that it had been rectified, but it would be monitored to ensure ongoing compliance.

It was noted that some colleges used electronic forms that prompted signatures. Management confirmed that this was the intention at Brooklands once work to move the learner records system onto its own server had been completed. In response to governors' questions, it was confirmed that the college had escalated the matter with Civica for a rapid resolution.

4. Internal Audit 2023-24 *Supporting papers presented by TIAA*

4.1 SICA (Summary Internal Controls Assurance) progress report

Members noted progress against the plan and the proposal for the Governance Audit to be deferred due to the external governance review that was currently in progress. It was suggested, instead that the days should be used to review an element of the capital programme.

Other planned audits would be starting imminently, including an earlier start for the annual learner numbers audit.

Members noted the progress on implementing previous audit recommendations. Five were overdue and included three requests to extend the due date. These were agreed on condition that all were completed before the next Audit and Risk Committee meeting. Management confirmed that all were on track to do so.

4.2 Draft cyber-security audit report (confidential report)

Redacted from the published minutes

5. External Audit retendering proposals

Supporting paper by the Chief Operating Officer

The Committee noted the proposal that the contract with Buzzacott should be extended so they could undertake the 2023-24 audit. The reasons for this were mainly to retain corporate memory, as the Chief Operating Officer was new in post. It was anticipated that the current year would be complex in terms of the sale of land and the treatment of the ESFA repayment.

RESOLVED: To recommend to the Corporation that Buzzacott be retained for a further year to undertake the financial statements and regularity audit for 2023-24

6. Risk Management

Supporting paper by the Chief Operating Officer

The risk register had been reviewed by the COO and SLT and remained largely the same as the previous version. The section on the estate project would be rewritten once final planning approval was granted following the sign-off of the Section 106 agreement. It was noted that the risk relating to Ofsted had been changed following the December inspection.

The Committee noted the updated risk register and commended this to the Corporation.

7. Anti-Fraud and Corruption Policies Review

The Committee noted that the Anti-Bribery Policy had been updated to reflect changes in job titles. The Anti-Fraud policy had, however, undergone a more comprehensive review to ensure full compliance with the requirement within the Post 16 Audit Code of Practice for a Counter-Fraud Policy that sets out measures to prevent and detect fraud (including staff training and awareness of responsibilities), as well as those for its investigation.

The need for a money laundering policy within FE Colleges was queried. The gifts and hospitalities register would be checked to ensure that it was up to date.

AGREED:

- (i) **That the draft Anti-Bribery and Counter Fraud policies would go through the internal policy review process and would be brought back to the Committee for approval in May** **COO**
- (ii) **The need for a Money Laundering policy would be checked** **COO**
- (iii) **The gifts and hospitalities register would be checked to ensure that it was up to date** **COO**

8. Termly Report on any reportable Fraud, Whistleblowing, Data or Cyber Security and FOIA events

Supporting paper presented by the Chief Operating Officer

It was confirmed that there had been no reportable events since the previous meeting. It was, however, considered unusual for a college to receive no FOIA requests. The email inbox would, therefore, be checked to ensure that all was operating as it should be. **COO**

9. Other Urgent Business

The Director of Governance flagged that the initial contract period for the Internal Audit was due to end in August. It was believed that the contract allowed for a year-on-year extension but this would be checked. **COO**

AGREED: That it would be recommended to the Corporation that TIAA be appointed for a further year if their contractual terms allow.

10. Date of Future Meetings
Wednesday 22nd May 2024

11. Audit Committee training
After the meeting, the Director of Governance and Chief Operating Officer provided a 30-minute overview of the role of the Audit Committee in further education.

Signed **(Chair)**

Date