



MEETING OF THE AUDIT AND RISK COMMITTEE

MINUTES

Date **Wednesday 4 June 2025**

Time 17:00 to 18:25

Location Via MS Teams

Present (Governors): Chair: Dr 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)

Apologies for absence None

Quorum (3) The meeting was quorate throughout

Item	Action lead
0. Private session without management present	
	Kevin Moloney (TIAA) confirmed that he had nothing he wished to raise without management present. The Committee members confirmed they did not have any matters they wished to discuss with TIAA without management being present.
1. Preliminary items	
1.1 Apologies for Absence and welcomes	No apologies had been received
1.2 Declarations of interest	There were no new declarations of interest relating to matters on the agenda. Previously declared interests were carried forward.
1.3 Urgent other business notified in advance.	No urgent matters of other business had been notified in advance.
2. Minutes	

2.1 Minutes of the meetings on 26 February 2025

Subject to an additional redaction agreed at the meeting, it was:

RESOLVED: That the Minutes of the Audit and Risk Committee on 26 February 2025 be APPROVED as an accurate record of the meeting and confidential sections confirmed for redaction from the public version on the grounds of commercial confidentiality.

2.2 Matters Arising

The Committee noted the completion of actions and those covered by other agenda items, and requested an update on the planned installation of some new IT equipment.

3. Internal Audit 2024-25

Supporting papers presented by TIAA

3.1 SICA (Summary Internal Controls Assurance) progress report and learner numbers audit

The Health and Safety audit fieldwork had now been finalised.

The plan had been amended to amalgamate the audits on English and Maths and attendance, as there was similar overlap between the two areas. The report would, however, be differentiated where necessary. Fieldwork was currently in progress and was on track to be completed by the deadline.

The Learning Numbers Audit was due to start on 23 June. Preliminary preparatory work had been undertaken to ensure the audit would run smoothly.

The scope for the Capital Development audit had yet to be formally agreed, but was due for completion over the summer.

Governors stressed the need for completion of all audits by mid-September, to close off the year at the September Committee meeting.

The Committee noted the update on the completion of recommendations. Of the 16, 13 had been completed, and three extensions had been requested. One related to key financial controls and the other two had been delayed because of staff changes in the People Team. Governors asked if there was a risk that the recommendation relating to the HR recruitment dashboard would be delayed further. Greater clarity was needed on what was possible using the current systems.

AGREED:

- (i) **That the revised deadlines for the completion of three outstanding recommendations be ratified by the Committee.**
- (ii) **That the COO and Interim Head of People would review the recommendation relating to the recruitment dashboard in the light of the capabilities of the HR system.**

(iii) **That a meeting would be taking place to agree the scope for the Capital Development audit.**

3.2 Health and Safety audit report

The Audit had resulted in an overall judgement of reasonable assurance, with six important and one routine recommendation. One of these, relating to the appointment of a health and safety specialist, would be removed as the current Health and Safety officer had these skills.

The Committee supported the recommendation for a reference to Health and Safety on the strategic risk register and considered that this would be a good topic for it to undertake a future 'deep dive'. The majority of other recommendations reflected the need for consistency in recording and documenting different processes, to evidence the checks undertaken and actions agreed.

The Chief Operating Officer reported that significant progress had been made in tightening up health and safety processes in the last 18 months. Risk assessments were in place but more consistency was needed.

AGREED:

- (i) **That a risk relating to safety would be added to the risk register**
- (ii) **That the Health and Safety Officer be invited to a future meeting to participate in a deep dive discussion on health and safety.**

4. Risk Management

Supporting papers by the Chief Operating Officer

4.1 Risk register

The following updates to the risk register were noted:

- Curriculum and quality continue to hold significant risks, in particular relating to pockets of poor attendance and English and Maths. The residual risk score for both of these had been increased to Red.
- Capital project risks remained, by nature, high.
- The residual risk score for cyber security also remained high as this was one of the top risks affecting the whole sector.

RESOLVED: that the risk register be recommended to the Corporation as a fair reflection of current strategic risk.

4.2 Deep dive and board assurance on a key risk: Estates Strategy

Presenting by the Chief Operating Officer

Governors were taken through a review of progress on the three phases of the redevelopment, associated risks and their mitigation.

Phase 1 (current phase)

- All elements were on budget and on schedule, except for a delay on completion of the Barnes Wallis refurbishment caused by the

need to redesign mechanical and electrical systems. Barnes Wallis was now expected to complete by 19 July in line with the Tower.

- The project still had a contingency, with an expected underspend which could be transferred to the Vickers project.
- There was a risk attached to vacating the catering block by the end of the month, but this coincided with the end of term, so disruption should be minimal.
- Spending was on schedule for the DfE grant and matched funding
- There was a risk related to Cala's deferred payment methodology. However, all monies to date been received on time, and a further tranche was expected in July.

The assessment of risk relating to the current stage had now decreased.

Phase 2 – demolition phase

- The roof of the Locke King link building was removed in April to ensure the bats had moved out.
- Concorde building was due to be handed over to Cala on the last day of the summer term. The expected demolition window was July to October. There would be a significant health and safety risk through this period, with demolition lorries on site. These would be permitted only at set times of the day and walked through the campus.
- A new entrance into Locke King would be built and visitors' parking moved to outside Barnes Wallis. These would remain in place until the new Sports Hall, community space and reception area were completed in June 2026. Cala was managing the Sports Hall and community hub build themselves, working closely with Fusion to ensure timescales were met.
- There would be further loss of staff and student parking, but a temporary carpark might be built on the old Talbot building site.

Phase 3 – building of New Vickers.

- Financially, this phase constituted the biggest risk with an overall budget funded by a combination of Surrey County Council and proceeds from the Cala Sale.
- The main risk was inflation in building costs. However, a contingency had been built into the budget, which would be bolstered by any underspend from the other projects.
- The tendering process was about to commence for a late 2025 start. This would be a full tendering process available to a wide pool of firms to ensure best value was achieved.

Governors asked what levers were in place to control the costs of the new Vickers building. It was confirmed that value engineering should not be necessary because of the contingency. However, if savings were needed, they would be found from the final parts of the project, such as landscaping.

There was a discussion about the need to continually review the project to ensure that it was meeting learner need. Once the link from Barnes Wallis

to the new community hub was completed, and final security measures installed, students would only be able to enter the campus through the main entrance which would strengthen safety.

In response to a further question from governors, it was confirmed that the college would be a no-smoking/vaping campus (i.e. students and staff) from September 2025. Communications would be supported by the provision of information and wellbeing initiatives. Although difficult to police outside of college grounds, staff would be deployed to check all areas to discourage breaches of the new policy and other low-level poor behaviour.

5. Termly report on fraud, whistleblowing, FOIA, data protection and cyber security events

Supporting paper by the COO and Director of Governance

There was one ongoing whistleblowing case [Redacted]. The College continued to receive routine Freedom of Information Act (FOIA) requests, mainly of a commercial nature.

6. Changes to regulatory guidance for audit and assurance

Supporting paper by the Director of Governance

The Committee noted that the Post 16 Audit Code of Practice had been withdrawn and replaced by the new assurance framework for external auditors and the Colleges Financial Handbook.

The Committee was also advised about the introduction of new fraud prevention legislation. It was agreed that this would form the subject of a future committee briefing.

Kevin Moloney, TIAA left the meeting.

7. Appointment of external and internal auditors from 1 August 2025

Supporting paper from the Director of Governance

Following a full tendering process, including interviews on 19 May, a recommendation was brought to the Committee for approval to recommend to the Corporation Board by written resolution. The Committee was assured that the process had been thorough and impartial and recorded its thanks to colleagues who had contributed.

RESOLVED: that it be recommended to the Corporation via written resolution, that:

- (i) **Buzzacott be reappointed as external auditors on an initial three-year contract.**
- (ii) **Scrutton Bland be appointed as internal auditors on an initial three-year contract.**

8. Other Urgent Business

No items of urgent other business had been raised.

9. Date of Future Meetings

Provisional meeting dates for 2025-26 were shared:
24 September 2026

3 December 2026
25 February 2026
10 June 2026

Approved as an accurate record on 24 September 2025