

[Confidential in respect of Minutes 22/03-22/10, 22/14-15]

MINUTES OF THE MEETING OF AUDIT COMMITTEE ON WEDNESDAY 22 FEBRUARY 2022 VIA TEAMS

Present

Philip de Klerk	Independent Governor & Audit Chair
Don Iro	Independent Governor
Harry Mears	Co-opted Committee Member

In attendance

Kerrie Clark	Financial Controller
Paul Colbran	Chief Operations Officer
Jim Irving	University Secretary & Registrar
Eran Kochlany	Chief Financial Officer
Andrea Thompson	Deputy Vice-Chancellor (Resources)
David I'Anson	External Audit Partner, BDO
Ben Connor	Internal Auditor, PwC
Bridget Woolven	Clerk to the Governors
Professor Nona McDuff OBE	Pro Vice-Chancellor (Students & Teaching) (Mins 22/08 and 22/09 only)

22/01 Welcome & Apologies

- i. Philip de Klerk welcomed everyone to the meeting and particularly Jim Irving, University Secretary and Registrar, who was attending Audit Committee for the first time.
- ii. Apologies: Paul Cox and Professor Karen Stanton.
- iii. Philip noted that Lena Samuels had left the Board, and Audit Committee, from 31 December 2021 to take up the Chair at London Metropolitan University. The Committee thanked Lena for her excellent support to the Committee.
- iv. The Committee was quorate throughout.

22/02 Conflict of Interests

- i. Don Iro declared that his company had a business relationship with the University's ICT Team, however this was not related to the actions being taken in response to the Cyber Security audit.
- ii. Harry Mears declared his employment with KPMG which had authored the review of TRAC.
- iii. No other conflicts of interest were declared.

22/03 Minutes of the Audit Committee meeting on 17 November 2021	Confidential
22/04 Matters Arising	Confidential
22/05 Report on Pre-Meeting discussion	Confidential

22/06 Internal Audit Recommendations Progress Report Paper 22/AC/01
Data Quality
Presented by: Jim Irving, University Secretary & Registrar Confidential

This minute is confidential.

22/07 Internal Audit Recommendations Progress Report Paper 22/AC/02
Cyber Security
Presented by: Paul Colbran, Chief Operations Officer Confidential

This minute is confidential.

(Professor Nona McDuff joined the meeting.)

22/08 Key Risk Update Oral Report
Presented by: Eran Kochlany, Chief Financial Officer Confidential

This minute is confidential.

22/09 Internal Audit Reports Paper 22/AC/03
Presented by: Ben Connor, PwC Confidential

This minute is confidential.

(Professor Nona McDuff left the meeting.)

22/10 TRAC Update - Review of TRAC Paper 22/AC/04
Presented by: Eran Kochlany Confidential

This minute is confidential.

22/11 Complaints received under the Public Information Disclosure Act and the University's Fraud Policy

The Committee noted that, since the last meeting,

- No complaints had been received either by the University Secretary or Chair of the Board under the Public Information Disclosure Act.

22/12 Serious and Reportable Incidents

The Committee noted that since the last meeting:

- a) No serious incident(s), or suspicion or allegation thereof, as defined as reportable to the OfS by the Charity Commission and outlined in the University's Financial Regulations, had been reported to the Chief Financial Officer or the University Secretary.
- b) Since the last meeting of the Board, there had been the following reportable event(s), as defined by the OfS, that 'could materially affect or materially effects the provider's legal form of business model and/or its willingness or ability to comply with its conditions of registration'.
None.

22/13 Meeting Dates - 2021/2022:

Wednesday 30 March 2022: Cancelled - with Committee approval.
Wednesday 8 June 2022

The meetings will commence at 17:30 hrs, preceded by pre-meeting discussion by Governors at 17:00hrs.

(The internal and external auditors left the meeting.)

Neither of the following items had yet been discussed with PwC or BDO.

22/14 Exernal Audit Contract **Paper 22/AC/05**
Presented by: Kerrie Clark, Financial Controller **Confidential**

This minute is confidential.

22/15 Internal Audit Contract **Paper 22/AC/06**
Presented by: Jim Irving **Confidential**

This minute is confidential.

The meeting ended at 18.35 hrs.