

**MINUTES OF THE MEETING OF AUDIT COMMITTEE ON MONDAY 3 JUNE 2024
AT 17:00HRS ON TEAMS**

Present

Philip de Klerk	Independent Governor & Audit Chair
Mike Gaston	FE Co-opted Governor
Don Iro	Independent Governor
Philip Ouma	Co-opted Committee Member (from Min 24/22)

In attendance

Reena Bajaj	Internal Audit - PwC
Andrew Bird	Chief Marketing Officer
Kerrie Clark	Director of Finance
Kushal Chowhan	Internal Audit - PwC
Jim Irving	Pro Vice-Chancellor Students & Governance
Professor James Knowles	Vice-Chancellor
Eran Kochlany	Chief Financial & Operating Officer
Ben Connor	Internal Audit- PwC (via Teams)
Bridget Woolven	Clerk to the Committee
Katarzyna Gleadell	(via Teams – 24/24 only)
Jonathan Ridley	Associate Provost (via Teams – 24/25 only)
Gareth Roberts	Director of Digital Transformation (via Teams 24/23 only)

24/18 Welcome & Apologies

- i. The Chair welcomed Mike Gaston, new Audit Committee member, to the meeting.
- ii. Absent: Noreen Biddle Shah.
- iii. The Committee was quorate throughout.

24/19 Conflict of Interests

No conflicts of interest in items relating to this meeting were declared.

**24/20 Minutes of the Audit Committee meeting on
25 March 2024****Confidential Unreserved**

Approved.

24/21 Matters Arising**Confidential Unreserved****PART 1:**

24/22 Risk Management Group Report & Risk Register
Presented by: Eran Kochlany,
Chief Financial & Operating Officer

Paper 24/AC/10
Confidential
Unreserved

(Philip Ouma joined the meeting.)

(Gareth Roberts joined the meeting.)

24/23 Cyber Security Report **Paper 24/AC/11**
Presented by: Gareth Roberts, Director of Digital Transformation **Confidential**

(Gareth Roberts left the meeting. Katarzyna Gleadell joined the meeting.)

24/24 HEIF AMS (KPMG Report) **Paper 24/AC/12**
Presented by: Katarzyna Gleadell, **Confidential Unreserved**
Head of Knowledge Exchange

(Katarzyna Gleadell left the meeting.)

24/25 Internal Audit Reports **Paper 24/AC/13**
Presented by: Reena Bajaj, PwC **Confidential Unreserved**

(Jonathan Ridley joined the meeting.)

(Jonathan Ridley left the meeting.)

24/26 Internal Audit Plan 2024/25 **Paper 24/AC/14**
Presented by: Ben Connor, PwC **Confidential Unreserved**

24/27 External Audit Planning Report **Paper 24/AC/15**
Presented by: David I'Anson, BDO **Confidential Unreserved**

24/28 GDPR and FOI Annual Report **Paper 24/AC/16**
Presented by: Jim Irving, **Open**
Pro Vice-Chancellor, Students and Governance

- i. The Committee noted that reporting of data breaches had improved in 2023/24.
- ii. External Auditor, BDO, confirmed it had no concerns regarding the current level of data breaches.
- iii. The annual report was noted.

24/29 Terms of Reference annual review **Paper 24/AC/17**
Presented by: Jim Irving, **Open**
Pro Vice-Chancellor Students and Governance

- i. The University's policies on Whistleblowing and Counter Fraud, the Financial Regulations and the Office of Students (OfS) guidance on reportable events had been circulated to members in advance of the meeting.
- ii. It was noted that although reports of any incidences of whistleblowing were a standing item on the Committee's agenda, the Whistleblowing policy did not record the requirement to report incidences to the Board of Governors via Audit Committee's annual report as is outlined in the Counter Fraud policy. **ACTION: CHIEF PEOPLE & CULTURE OFFICER TO AMEND THE WHISTLEBLOWING POLICY.**
- iii. The Committee noted the terms of reference and had no changes to recommend.

24/30 Committee's annual self-evaluation **Paper 24/AC/18**
Presented by: Jim Irving **Open**

- i. The Committee approved the self-evaluation.

24/31 Order of Business 2024/25 **Paper 24/AC/19**
Presented by: Jim Irving **Open**

- i. The Committee requested that the following be tabled annually for review by the Committee: Whistleblowing and Counter Fraud policies, the Financial Regulations and the Office of Students (OfS) guidance on reportable events.
- ii. A deep dive presentation on the top three risks would be added to the business for the Spring meeting annually.
- iii. **ACTION: CLERK TO ADD BOTH ITEMS TO ORDER OF BUSINESS FOR 2024/25.**

24/32 Complaints received under the Public Information Disclosure Act and the University's Fraud Policy **Confidential**

24/33 National Audit Office reports **Open**

The Committee noted that since the last meeting, no relevant reports had been received from the National Audit Office (NAO), the Office for Students and other organisations.

24/34 Office for Students (OfS) Reportable Incidents **Confidential**

24/35 Whistleblowing **Confidential**

24/36 Next Meeting Date:

Monday 25 November 2024 on Teams.

Meeting will commence at 17:30hrs and will be preceded by a private meeting of members with the internal and external auditors at 17:00hrs.

The meeting ended at 18:25 hrs.