

Southampton Solent University

Audit Committee

Minutes of the meeting held on Monday 25 November 2024 at 17:15hrs on Teams

Present

Philip de Klerk, Independent Governor & Committee Chair
Philip Ouma, External Committee Member
Fay Quayle, Independent Governor
Dr Alan Whitehead, Independent Governor

In attendance

Kerrie Clark, Director of Finance
Jim Irving, Pro Vice-Chancellor Students and Governance
Professor James Knowles, Vice-Chancellor
Eran Kochlany, Chief Financial & Operating Officer
Bridget Woolven, Clerk to the Governors
Kushal Chowan, PwC, internal audit
Ben Connor, PwC, internal audit
David I'Anson, BDO, external audit
Jamie Pipkin, Head of International (24/47 only)
Gareth Roberts, Director of Digital Transformation (24/47 only)

24/37 Welcome and Apologies

1. The Chair welcomed the new audit committee members, Fay Quayle and Dr Alan Whitehead, and that it was agreed that Fay and Alan would represent the Audit Committee at the upcoming BoG.
2. There were apologies from Mike Gaston, Don Iro and Reena Bajaj.
3. Members noted that the meeting would be conducted in a manner consistent with the University's statement of commitment to Equality, Diversity, and Inclusion (EDI).
4. The Chair thanked the team for all the work in preparation of the meeting and gave a special mention of the Value for Money report.
5. The meeting was quorate.

24/38 Conflicts of Interest

1. There were no conflicts of interest.

24/39 Minutes

Decision

1. The minutes of the meeting held on 3 June 2024 were approved as an accurate record.

24/40 Matters Arising

Paper 24/AC/20
Confidential Unreserved

24/41 Report of Pre Meeting with Auditors

**Oral Report
Confidential Unreserved**

24/42 Committee's term of reference & standing orders

**Paper 24/AC/21
Open**

1. The Committee:
 - a) noted the standing orders;
 - b) confirmed that the current terms of reference of the Committee did not require any revisions for BoG approval.

24/43 External Auditors' report

**Paper 24/AC/22
Confidential Unreserved**

24/44 Draft annual financial statements 2023/24 & going concern

**Paper 24/AC/23
Confidential Unreserved**

24/45 Audit Committee's report to BoG 2023/24

**Paper 24/AC/24
Confidential Unreserved**

24/46 Risk Management Group report & risk register

**Paper 24/AC/25
Confidential Unreserved**

24/47 Internal Audit

**Paper 24/AC/26
Confidential Unreserved**

(Jamie Pipkin, Head of International, joined the meeting.)

1. UK student recruitment

(Jamie Pipkin left the meeting.)

2. Financial forecasting and payroll

(Gareth Roberts, Director of Digital Transformation, joined the meeting.)

3. Cyber follow Up 2024

(Gareth Roberts left the meeting.)

4. Internal audit annual report 2023/24

5. Internal audit risk assessment and plan 2024/25

24/48 TRAC Process

**Paper 24/AC/27
Open**

1. The Committee noted the paper which had been agreed by the TRAC oversight group.

End of Part 1

Part 2: for noting or taken as approved

24/49 Non audit services from internal and external auditors **Paper 24/AC/28**
Confidential Unreserved

24/50 Value for Money (VfM) report 2023/24 **Paper 24/AC/29**
Confidential Unreserved

24/51 Bribery Act annual report 2023/24 **Paper 24/AC/30**
Confidential Unreserved

24/52 Insurance report **Paper 24/AC/31**
Confidential Unreserved

24/53 Modern Slavery statement **Paper 24/AC/32**
Confidential Unreserved

24/54 Office for Students (OfS) accounts direction **Paper 24/AC/33**
Open

1. The Committee had reviewed and noted the paper.

24/55 Public Information Disclosure Act and the University's Fraud policy **Confidential Unreserved**

24/56 Reports from the National Audit Office (NAO) or Office for Students (OfS) **Open**

Links to these had been provided to members.

24/57 Serious and reportable incidents **Confidential Unreserved**

24/58 Whistleblowing report **Confidential Unreserved**

(Internal and External Auditors left the meeting at this point.)

End of Part 2

Part 3:

24/59 External audit contract **Paper 24/AC/34**
Confidential Unreserved

24/60 Next meetings in 2024/25

Monday 24 March 2025 17:00hrs - Teams

[Document status: Unconfirmed]

Monday 2 June 2025 17:00hrs – On campus: Silver Birch Suite, Spark Building

The meeting closed at 19:00 hrs.