

Minutes

AUDIT COMMITTEE MEETING

Date:	1 December 2025	Time:	3 PM
Chairperson:	Russell Shackleton	Location:	The Hart Room & Teams

Present	Name	Role
Membership	Russell Shackleton (RS)	External Member & Chair
	Chris Wilson (CWi)	External Member & Vice Chair
	Stuart Compton (SC)	External Member
	Julian Cooper (JC)	External Member
Apologies:	Lee Jamieson (LJ)	Deputy Principal (DP)
In Attendance:	Jo Houghton	Executive Director, Governance, Standards & Projects (EDGSP) Governance Professional (GP)
	Louise Muijen (LM)	External Member
	Sally Osmond (SO)	External Member and Chair of Corporation
	Lee Probert (LP)	Principal and Chief Executive (PCE)
	Julian Tucker (JT)	Executive Director, Finance (EDF)
	Cathy Wright	Executive Director Corporate Services (EDCS)
By invite:	Chris Rising	MHA (Internal Auditors)
	Chris Mantel	Alliotts (External Auditors)
Quorum:	Three Members required	Meeting quorate

Item No.		Reports
	RS accepted apologies for lateness from SC and CWi. SC arrived 15:12 Meeting started 15:13 and was quorate.	
1.	Pre-meet of External Members only	Verbal
2.	Pre-meet with SLT without internal and external auditors It was reported that there were clean audits that went smoothly	Verbal
3.	APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST The Committee received and accepted apologies for absence for Lee Jamieson. There were no declarations of any pecuniary, conflict or business interests in any of the agenda items.	Verbal
4.	MATTERS OF FRAUD OR POTENTIAL FRAUD PCE and EDF reported that there were none that they were aware of.	Verbal

5.	<p>NOTIFICATION OF ANY URGENT BUSINESS There were no items of urgent business.</p>	Verbal
6	<p>MINUTES OF PREVIOUS MEETING The Committee agreed to approve the Audit Committee Minutes of 9th June 2025, with the Action below addressed. P3. It was questioned whether the term ‘complete’ referenced ‘complete as of now’ or ‘complete as of meeting in July 2025’. The Chair confirmed it referenced the latter. Action: To remove the ‘5’ that is randomly in the section of the Committee being informed. Point 11 – correction to Committee Action.</p> <p>The Committee approved the Confidential Audit Committee Minutes of 9th June 2025.</p>	Paper – p1
7	<p>MATTERS ARISING FROM THE MINUTES The Committee reviewed the Action Tracker.</p> <p>PCE was questioned about the College use of AI and advised that staff were being directed to CoPilot rather than Open-Source AI portals.</p> <p>PCE was questioned about Business Continuity and advised that the College will operate a mock event in the Spring term to assess staff and students’ responsiveness to the Business Continuity plan.</p> <p>EDGSP confirmed that the College was prepared in relation to ‘fire’ and ‘food hygiene’ inspections and that the College had gained the highest food hygiene certification in the previous annual visits.</p>	Paper – page 8
8	<p>Financial Statements Audit (FSA) Plan 2024/25</p> <p>Financial Statements Year Ended 31 July 2025</p> <ul style="list-style-type: none"> To review the Audit Management Report and accept its findings and recommendations. <p>The regularities report issued a clean opinion. A robust report with controls operating effectively. No fundamental issues were raised and there were minimal recommendations. Only items to draw to the Committee’s attention: going concern and Land Sale.</p> <p>Depreciation was questioned, nothing fundamental. Internal auditors reported ILR controls systems reported a number of recommendations and asked whether that had been triangulated by the external auditors. External auditors responded that unless there is a DfE audit you would not expect to see funding adjustments from audits in the accounts. The recommendations provided in an internal audit would give teams time to correct any fundamental errors in year. Material issues would have been found in the internal audit.</p> <p>The Committee reviewed the Audit Management Report and accepted its findings and recommendations.</p>	

	<ul style="list-style-type: none"> • To review the Annual Report and Financial Statements for accuracy, in particular with respect to the declarations regarding internal controls and risks, and to recommend them for signing by the Corporation. <p>Accounts showing significant deficit. Minor point raised that some American English spelling used. Report needs checking with regards to dates, ensuring updated to 2025. Action: P46: Amend SC’s attendance to 4</p> <p>Annual Report and Financial Statements checked for accuracy, in particular with respect to the declarations regarding internal controls and risks and recommended by the committee for signing by the Corporation.</p> <ul style="list-style-type: none"> • To review the Letter of Representation and recommend it for signing by the Corporation. <p>Both letters were presented by external auditor.</p> <p>Committee members asked the following questions:</p> <p>P81 – Special Payments sectioned was questioned as to why this was not applicable, and questioned whether numbers are under threshold. External auditor confirmed that is the case as the threshold is above £50K.</p> <p>It was questioned whether the accounts could be signed off before the Emergency Funding (EF) is signed off. External auditor confirmed that wording would need to be changed in accounts if EF not signed off before accounts being signed. It was advised that the EF is due to be signed 12th December 2025.</p> <p>Members questioned whether the land sale proceeds for tranche 1 were in the accounts for last year, it was confirmed that it was as it was believed at the time that the land was sold.</p> <p>A member questioned whether the College could ever not be a going concern? The external auditor advised that the possibility was remote as the College is part of the Public Sector. This is the reason for instigating the Structure and Prospects Appraisal. The role of governors is to make decisions in the best interests for the College. If the College was to become part of a merger and no longer a going concern, that is the only time that the accounts would be on that basis.</p> <p>Both Letters of Representation were reviewed and recommended to the Corporation Board for signing.</p> <ul style="list-style-type: none"> • To review the Regularity Self-Assessment Questionnaire and recommend it for signing by the Corporation. <p>It was confirmed that money was spent in accordance with terms given.</p> <p>The Regularity Self-Assessment Questionnaire was reviewed and recommended to the Corporation for signing.</p>	
9	SIGNIFICANT INCIDENT REPORTS	

	<p>To consider any significant incidents since the last meeting.</p> <p>The Committee were advised of two incidents:</p> <ol style="list-style-type: none"> 1. An anonymous disclosure under the public interest had been reported. The College commissioned an external expert to investigate and provide a report of the allegation. The report outlined a small number of actions for improvement, but the main points of the allegation were unsubstantiated. College leaders are meeting the DfE 2/12/2025 to provide feedback. 2. Increased level of student fights outside of the College. One incident led to two formal exclusions. Recordings were identified on social media and removed immediately. <p>Members considered that the incidents had been dealt with appropriately. The Safeguarding link governor was kept well informed and the DfE and Ofsted were informed due to the nature of the disclosure.</p> <p>It was considered that College staff responded rapidly to these issues and reported appropriately.</p>	
<p>10</p>	<p>ANNUAL CYBER SECURITY REPORT INCLUDING ANNUAL GDPR REQUEST AND RESOLUTION REPORT</p> <p>This is a new report presented to this committee.</p> <p>EDCS advised that the College had received eight Freedom of Information (Fol) requests.</p> <p>Members requested more information on what was being asked for and what was being reported.</p> <p>Concern was expressed regarding the resourcing required to comply with these requests and the committee asked to be kept informed. Fol have been received requesting to know how much our land sales have generated. This was responded to as commercially sensitive information.</p> <p>Members asked whether you can ‘push back’ if it is considered that excessive information is being requested. It was confirmed that this is the case.</p> <p>Fol requests generated with the assistance of AI are starting to come through.</p> <p>The IT Risk Register was presented. Members questioned whether ‘phishing’ was included and it was confirmed that this was on p.102 and 105.</p> <p>Mock phishing messages are sent to staff by the IT department and additional training is provided for anyone not passing the test.</p> <p>Members questioned the College readiness and response to a cyber-attack. Jisc support is in place, and the College would apply its Business Continuity Plan if there were a cyber-attack.</p> <p>Members requested sight of the College insurance for cyber-attacks and ransom demands. College leaders were also asked to check that the correct systems and processes are in place to ensure that the insurance is valid.</p>	

	The Action Plan (p.101) was discussed and members asked for target dates for completion to be added.	
11	<p>ANNUAL WHISTLEBLOWING REPORT 2024-25</p> <p>The report was reviewed by members with no questions raised.</p> <p>The report was accepted and approved by the Committee.</p> <p>CW arrived at 15:37</p>	Paper – page 105
12	<p>HEALTH AND SAFETY REPORT</p> <p>The Committee reviewed the H&S report. Discussion was held on knives and the use of knife arches. PCE confirmed the following:</p> <ul style="list-style-type: none"> • That he was not aware of concerns being raised about students carrying knives. • Any consideration of the use of knife arches would be in collaboration of the police. • The College has a list of trained searchers. <p>The following questions/points were raised:</p> <ul style="list-style-type: none"> • There were reports of staff injuries in Foundation Learning – what is the College doing to support staff at risk of being assaulted? Training is provided to support students positively, and specific training on individual students to spot signs. • Has anybody left Foundation Learning because of these incidents? It was confirmed that about 3 years ago a member of staff left but nothing more recently. • Have the health and safety team got the resources they need to do their jobs? It was confirmed that training is taking place and there is more planned for the future, there are no concerns but training is being increased to make it more robust. • Encouraging reporting in offsite provision. It was confirmed that the Operations Manager is very active and involved with this and making improvements there. • Where is the College regarding the introduction of barriers to the site? It was confirmed that it is not in the Capital Plan but had been discussed in both the staff forum and Airways. The cost of installing barriers, staffing them and the impact of this on students was discussed. It was confirmed that Mitie have enabled it so that in the morning people can only enter through the doors at reception, although people can exit through other doors. 	Paper – page 107
13	<p>Annual report of the work of the Audit Committee 2024/25</p> <p>To review the draft Annual Report of the work of the Audit Committee and approve for submission to the Corporation.</p> <p>The Committee recommended the report to go to the Board for approval.</p>	Paper – pg 110
14	<p>Risk Register review and Risk Management report</p> <p>To review risk impacts and mitigations.</p> <p>EDF confirmed there are two elements to the report, the first one is regarding changes to the format and scoring, the second one is to review the Risk Register.</p>	Paper – pg 111

	<p>Members were asked if they were happy with the new format – it was commented that it was too small to read and whether the format could be changed. It was noted that it was an improvement on the previous version.</p> <p>There are two elements to the Risk Register, one is that controls need to be monitored, the other is to improve the effectiveness and efficiency of controls. It was discussed that these could be separated.</p> <p>The following questions were asked/discussed:</p> <ul style="list-style-type: none"> • Where we have action plans can context be given? Such as targets for completing actions or dates. • Does it cover failure to ensure compliance? It was highlighted where this was in the Risk Register. • They were happy with the 5 x 5 matrix. • In regard to the FEC recommendation on risk, are we able to report progress? It was confirmed that the position is more positive and it is hoped this committee will recommend it to the Board on 15th December. • There was discussion regarding keeping mitigations and removing actions plans, as they could be included in mitigations. • The importance of using this as management control was discussed. • It needs to be clear who the risk owner is. It was discussed whether organising it by committee would be helpful. It is possible to have more than one committee looking a risk topic. • There is a cultural journey to go on with this – PCE stated preference for there to be a principal risk owner at both executive and committee level. This would involve Chairs fully understanding the process. • There should only be one or two key controls, as opposed to 10. They could be divided into key controls and contributory controls – split into two columns. • The Risk Register needs to be linked to the outcomes the College wants to achieve – such as financial, quality, safety etc, although it isn't there yet. • Each committee should receive the relevant section of the Risk Register. <p>Actions:</p> <ul style="list-style-type: none"> • Deep dive for future meetings. • For the whole Risk Register to be sent to members. • To change the title of how risk is reported in each committee. EDF and RS to discuss how it is reported to the Board. 	
15	<p>Internal Audit Update</p> <ul style="list-style-type: none"> • To review and accept the Audit Report on GDPR Controls Framework <p>CR presented the GDPR report. There were no areas of significant weakness, actions were enhancements rather than lack of compliance, most of which will be completed by the end of the next calendar year.</p> <p>A question was asked regarding sensitive data and where this is stored. There was discussion regarding procedures for this.</p> <p>The report was accepted by the Committee and will be recommended to the Board for approval.</p>	Paper – page 116

	<ul style="list-style-type: none"> • Review and accept the report on audit recommendation implementation (“Follow Up”) <p>It was discussed that there are adequate and effective controls in place. There are some high-level recommendations outstanding.</p> <ul style="list-style-type: none"> • Review and accept the Internal Auditor’s Annual Report and then recommend its adoption to the full Board. <p>Some enhancements were highlighted, mainly in learner number and audit area. These are positive and consistent with last year, no areas of concern.</p> <p>The reports were accepted by the Committee and will be recommended to the Board for approval.</p> <p>There will be three internal audits this year:</p> <ul style="list-style-type: none"> • Staff recruitment and retention – after Christmas • Curriculum planning – Spring term. • Risk – end of academic year <p>The following items were discussed:</p> <ul style="list-style-type: none"> • Results need to be linked to the budget. • Curriculum planning audit will be linked to the budget. • Would the College’s own risk process identify elements that could affect the budget? It was confirmed that any internal audit could result in a budget implication. • CR recommended the order of audits remains as above. • Members agreed for risk to be final audit in year. <p>Members approved the plan.</p>	
16	<p>Audit Recommendation Tracker</p> <ul style="list-style-type: none"> • Review the appended tracker log for satisfactory delivery of audit recommendations <p>The following points were discussed:</p> <ul style="list-style-type: none"> • This will now come to each committee. • It includes external and internal audits. • Many actions have been closed. • Green ones will come off for the next report. • Some go back that need actions. <p>This item was approved.</p>	Paper – page 131
17	<p>Inspection update and readiness</p> <p>To consider and review how Audit Committee are Ofsted Ready</p> <p>This item will appear on every committee agenda. The committee discussed that much of this had already been covered in the meeting. Other areas that have been considered include fire safety and food hygiene.</p>	Verbal
18	<p>Sustainability update</p> <p>EDCS provided the update and confirmed the following:</p> <ul style="list-style-type: none"> • There is a new roadmap in place. 	Verbal

	<ul style="list-style-type: none"> At their first committee meeting it was discussed that a waste solutions company had offered free training for staff and students. The company's name is ESWN. There is a questionnaire going out to students. 	
19	<p>Policies to review:</p> <ul style="list-style-type: none"> Environmental & Sustainability Development Policy <p>Recommended to Board with no changes</p> <ul style="list-style-type: none"> Risk Management Policy <p>Recommended to Board with no changes.</p> <ul style="list-style-type: none"> To approve Anti-Fraud Policy and Response Plan <p>The 2006 Fraud Act has a definition of Fraud, once this is added it will be approved.</p>	Paper – page 147
20	<p>Any other business</p> <p>Audit Deep Dives: Risks associated with offsite delivery – is this the next deep dive? PCE advised deferring the decision until after the Corporation Board meeting where this will be reported.</p> <p>Action: RS to send out email of suggestions for deep dives – after Corporation Board meeting</p>	Verbal
21	<p>EXTERNAL MEMBERS ONLY* Staff Members & SPH left. Subject to a Confidential Minute</p> <p>Date of next Meeting Monday 2 February 2026 at 4pm in The Hart Room</p> <p>Meeting Closed at 18:09 hours</p>	

*Confidential items

Signed:



(Chair) Date:

19/03/2026