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| **Present:**  N Hainsworth (NH) - Chair  K Robinson (KR)  P Riley (PR)  **Apologies:**  S Tinsley (ST) | **In Attendance:**  D Carter (DC) - Director of Governance  J Flaherty (JF) - Vice Principal Finance and Planning  Tausif Taj (TT) - TIAA |
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|  | Meeting commenced at:6.00pm | **Action** |
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| 1 | **Welcome, Apologies for absence, Disclosure of financial and/or personal interest**  NH welcomed everyone to the meeting. Apologies were received from ST. There were no disclosures of interests. |  |
| 2 | **To agree agenda and order of business as circulated**  Agreed |  |
| 3 | **To approve the minutes of the meeting held on 3rd December 2024**  The minutes were approved as a true and accurate record of the meeting. |  |
| 4 | **Matters arising:**  It was noted the approval of the Audit Committee Annual Report was agreed by email in December and shared with all members of the Corporation.  The vacancy of Vice Chair has not yet been filled, NH will be absent for the 24th June and 2nd December meeting therefore DC/JF will look at alternative plans/dates for these meetings. | DC/JF |
| 5 | **To consider a review of the key performance indicators for Auditors**  A discussion took place around the reports. Members agreed they were both complementary and gave no cause for concern. JF stated the working relationship works really well with both internal and external auditors. Members appreciate the strong relationship with both TIAA and Mazars. |  |
| 6 | **To further consider the scope of work of Internal Auditors for 24/25 including TIAA Draft Plan**  TT reported the plan is in line with what was agreed last year. It includes eight days covering two main areas, Recruitment and Data compliance, including the follow up, annual planning, report and general supporting capacity. Areas covered under these were discussed. Members agreed this is in line with those highlighted by the Risk Register.  A question was asked around the process for choosing the focus areas, members discussed how this has worked in the past and the role of the committee in choosing and finalising the focus of the internal auditors. The long term plan was discussed and what areas may be a focus next year.  TT explained how other areas can be brought into the focus, if required. The reasoning behind next year’s areas of focus was also discussed. |  |
| 7 | **To consider the GDPR annual review to 31/12/24**  It was noted there were three minor incidents, which were human error. A question was asked about the numbers last year, and a discussion took place around these incidents.  JF explained the Data Protection Officer (DPO) is Ian Durham - Director of Physical Resources.  ***Post meeting note:*** *Last year's report showed 10 incidents therefore there is a significant decrease this year.* |  |
| 8 | **To Monitor recommendations made by Auditors/Assurers**:  The report shows two recommendations for Estates and no findings for the Safeguarding audit. Members state this is impressive and pass congratulations to Shoeb Desai.  A discussion took place around the Estates report and it was agreed JF would liaise between PR and ID to meet in connection with fire safety. | JF |
| 9 | **To give Auditors the opportunity, if necessary, to go into a confidential session without Management/ Observers in attendance**  TT confirmed this was not needed.  *TT left the meeting at 6.21pm* |  |
| 10 | **To receive a progress report on the Risk Register**  JF highlighted the changes for members' attention.  5a. Currently in a better position than first thought.  No other major changes.  2a/2b/2c - SLT have discussed the high chance of an imminent Ofsted inspection, the impact of the risks is as high as it can be.  3c. JF still feels this is an issue. Would like a systems review by internal audit next year.  A member asked a question around WYCA claw backs, JF explained this is a contract adjustment and already reflected in the numbers. It has been confirmed this is for one year only.  A discussion took place around staff turnover and the rate in comparison to other colleges. It was noted this is a sector wide average. Agency costs were discussed.  Members discussed that, although not for this committee, it would be helpful to get a report on staffing. JF confirmed the HR report will go to C&Q next week and then be shared at Corporation for all governors.  JF briefly explained some of the work that is happening around staffing including the recent results of the wellbeing survey and the actions from this. |  |
| 11 | **To consider the progress on the agreement of fees and the extension of the External Financial Auditors**  It was confirmed the college has one more year with Mazars. The tendering process needs to start ready for the period following that.  JF noted audit fees will increase due to Shipley College Development Ltd no longer being dormant due to the Towns Fund project.  A discussion took place around the tendering process of Towns Fund and the professional fees included, there are none.  Once the Mazars quote comes through for this year it will be shared.  A question was asked around the financial advisor role advertised and JF explained the rationale behind the new position, although proving difficult to fill. |  |
| 12 | **Any Other Business**  None raised. |  |
|  | **Dates of meetings to December 2025**   * Tuesday 24 June 2025 at 6.00pm * Tuesday 2 December 2025 at 6.00pm   As noted above, JF and DC to look at moving June meeting date. | JF/DC |

Meeting ended at: 6.46pm

**Decision and Action Tracker**

| Date /Item | **Decision**/*Action* | Person responsible |
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| 110325 item 3 | **The minutes were approved as a true and accurate record of the meeting on the 3rd of December 2024.** |  |
| 110325 item 4 | *The vacancy of Vice Chair has not yet been filled, NH will be absent on 24th June and 2nd December meeting therefore DC/JF will look at alternative plans for these meetings.* | DC / JF agenda |
| 110325 item 8 | *JF to liaise between PR and ID to meet.* | JF |