



**PUBLIC MINUTES OF THE AUDIT COMMITTEE
12 JUNE 2018
BOARDROOM, CHELTENHAM CAMPUS**

Present: Mr C Baldwin (Chair) (External Board Member)
Mr P Head (External Board Member)
Mr A Dover (Co-opted)
Ms E Morrison (Co-opted)
Ms K Randall (Co-opted)

In Attendance: Mr A Bates Chief Financial Officer
Mr S Winter ICCA
Ms J Cosson Clerk to Governors

Apologies Mr M Burgess Principal
Mr S Lawrence Hazlewoods

Attendance: 100%

		ACTION
MEMBERS ONLY ITEM		
18/18	Update on Audit Tender Process and Approval of Preferred Bidder (in absence of Auditors) (C)	
	Members received a paper reporting on the outcome of the tender process and recommending a preferred bidder for approval by the Committee and recommendation to the Board in June.	
PRELIMINARIES		
19/18	Private Business with Auditors (C)	
	Members met with the Internal Auditors in the absence of members of the Executive.	
20/18	Apologies	
	Noted as above.	
21/18	Declarations of Interest	
	None, other than those standing declarations currently recorded on the Register of Interests.	
22/18	Confidentiality of Items (C)	



	As marked, due to their commercially sensitive nature, for a period of two years.	
23/18	Minutes of the meeting of 27 February 2018	
	The minutes of the meeting were approved and signed as a true record by the Chair.	
24/18	Matters Arising from the Minutes and Actions Matrix	
	Members were provided with an Actions Matrix and noted the status of each item.	
KEY BUSINESS		
25/18	Internal Audit Reports (C)	
	Members reviewed the following Internal Audit Reports: Student Tracking and Monitoring Learner Records and Funding Internal Audit Progress Report Members discussed the timing of the Internal Audit Plan for 2018-19 (which would usually have been presented in draft to this meeting) in view of the ongoing tender process.	
26/18	Value for Money Annual Report (C)	
	AB presented an annual report on the College's arrangements for securing Value for Money including a review of the major activities undertaken in 2017-18. RESOLVED: The Value for Money Annual Report was noted.	
27/18	GDPR Implementation Update (C)	
	AB presented an update setting out the College's current position in relation to GDPR preparation now that the regulation has come into force as of 25 May 2018. The paper summarised the actions taken and processes, policies and procedures in place for GDPR. Further detail was also included on the update to the Audit Recommendations Register.	



	<p>RESOLVED: Members noted the progress report and commended the College on the work carried out to prepare for the new regulation and to achieve the deadline of 25 May.</p> <p>ACTION: It was noted that compliance will be ongoing and it was agreed that this would take place through the Management Update on Reportable Events provided at each meeting.</p>	AB/JC
	ROUTINE BUSINESS	
28/18	Risk Management Update and Review of Risk Register (C)	
	<p>AB presented the Risk Management Update and Review of the Risk Register.</p> <p>The paper had been prepared in response to a request from the Audit Committee to understand better the control environment in place at the College, focusing on key activity areas.</p> <p>MB and CB have spent time reviewing the purpose and format of the Risk Management Plan and Risk Register with the intention of linking it to the Board committees with responsibility for oversight and monitoring of the Operating Plan in a particular area of risk and making sure the appropriate controls are in place within the College.</p> <p>RESOLVED: The Committee noted the update to the Risk Register.</p>	
29/18	Review of Audit Recommendations Register (C)	
	<p>Members reviewed the Audit Recommendations Register and received updates from AB as to the current status of each item.</p> <p>RESOLVED: The Update to the ARR was noted. Members commented that completion of action items and date setting has improved.</p>	
30/18	Management Update on Reportable Events: fraud; litigation; grievances; whistleblowing; control weakness (C)	
	<p>AB confirmed that, since the last meeting, there had been no reportable events.</p> <p>JC drew members' attention to the new Charity Commission fraud guidance referred to under Regulatory Developments.</p> <p>RESOLVED: The Management Update on Reportable Events was noted.</p>	



	ACTION: In future, the report will also cover data breaches under the GDPR and any other significant data protection concerns by way of ensuring ongoing monitoring of GDPR by the Committee.	AB/JC
31/18	Approval of Data Protection and IT Security Policy (C)	
	<p>Members reviewed the policy, which had been substantially rewritten in accordance with the new GDPR. It was noted that the policy had been approved by BRC and would be recommended by BRC to the Board for approval in June.</p> <p>The revised policy was well received. Members raised some questions and observations.</p> <p>RESOLVED: The revised policy was noted.</p> <p>ACTION: JC to refer comments/queries to the author.</p>	JC
32/18	Regulatory Developments	
	<p>JC reported on the following regulatory/governance developments and proposed action in relation to each item:</p> <ol style="list-style-type: none">1. New ACOP and Audit Committee Requirements2. Safeguarding – KCSIE, Sexual Violence and Sexual Harassment, Charity Commission3. HE – OfS Registration, Quality, Remuneration Code, Complaints4. Careers Guidance5. GDPR in force6. Gender Pay Gap Reporting7. Changes to Ofsted inspections8. Changes to Rules on Automatic Disqualification of Charity Trustees (incl. senior management)9. Charity Commission – fraud and cyber security guidance10. New UK Corporate Governance Code <p>RESOLVED: The Regularity Update was noted and would be reported to the full Board meeting.</p>	
33/18	Committee Matters	
	Audit Committee Self-Assessment A revised form of Self-Assessment is being considered and will be sent out to members following the meeting for completion.	



	<p>Terms of Reference, Business Cycle</p> <p>Members reviewed the revised Terms of Reference (which had been updated in accordance with the new ACOP March 2018) and updated Agenda Cycle for 2018-19.</p> <p>Members made some suggestions for minor amendments, which the Clerk would incorporate before presenting to the Board for approval in June.</p> <p>The Committee agreed that the update to the Audit Recommendations Register would be provided at the Autumn 1 meeting but not the Autumn 2 meeting (with the exception of any items where an update is specifically requested).</p> <p>The Committee discussed the proposal to report on insurances, which was included in the agenda cycle. The contract for insurances expires in July. It was agreed to undertake a review of the key policies including the key exclusions as part of the review.</p> <p>RESOLVED: The Terms of Reference and Agenda Cycle were approved for recommendation to the Board, subject to minor amendment.</p> <p>ACTION: ToR/Agenda Cycle to be amended and presented to June Board meeting for approval.</p> <p>JC to update the relevant member of staff on the discussion regarding insurances.</p> <p>Appointment of Chair and Vice Chair</p> <p>RESOLVED/ACTION: It was agreed that CB be appointed as Chair and PH as Vice-Chair of the Committee for 2018-19, subject to full Board approval.</p>	<p>JC</p> <p>JC</p> <p>JC</p>
34/18	Key Items for GC Board	
	The Key Items for Board Report was completed noting the risks to be added/highlighted on the Risk Register.	
OTHER		
35/18	Any Other Business	
36/18	Date and time of next meeting: 2 October 2018 at 5.00pm, Cheltenham	



gloucestershire college

--	--	--

Signed.....*[Handwritten Signature]*.....

Date.....2-10-18.....