

**PUBLIC MINUTES OF THE  
AUDIT COMMITTEE  
28 FEBRUARY 2024**

**Present:**

Mr A Dover (External Board Member) (Chair)  
Ms G Read (External Board Member)

**In Attendance:**

Mr K Agnew, IT Systems and Security Manager - item 8/24  
Mr D Alma, Health and Safety Manager – item 7/24  
Mr A Bates, Chief Financial Officer  
Mr J Billingham, Director of IT and Estates - items 7/24 and 8/24  
Mr M Burgess, Principal  
Ms J Cosson, Governance Professional/Clerk to the Board  
Mr S Harvey (External Board Member) – item 8/24 via Teams  
Ms L Tweedie, RSM  
Mr I Valvona, Rockborn (External Governance Reviewer) – observing via Teams

**Apologies:**

Mr M Fabian (External Board Member)  
Mr P Lachecki (External Board Member)  
Mr S Lawrence, Hazlewoods

**Attendance: 50%**

**1/24 Opportunity for Private Business (including with Auditors)**

Members were given the opportunity to meet with the Auditors in the absence of the Executive. Members and Auditors confirmed that there were no matters of concern that they wished to raise in the absence of the Executive.

**2/24 Apologies**

Apologies were noted and received as above.

PL and MF had submitted comments/questions on the papers which AD raised on their behalf during the meeting.

**3/24 Declarations of Interest**

None, other than those standing declarations currently recorded on the Register of Interests.

**4/24 Confidentiality of Items**

As marked, due to their commercially sensitive nature, for a period of two years.

**5/24 Minutes of the meeting of 29 November 2023**

The minutes of the meeting were approved and signed as a true record by the Chair.

**6/24 Matters Arising from the Minutes and Actions Matrix (C)**

Members reviewed the actions matrix and noted the status update of each item.

**7/24 Health and Safety Update (C)**

JB and DA presented the Health and Safety Update to December 2024.

DA confirmed that he had met with AD prior to the meeting in AD's role as Health and Safety Link Governor.

Since the report was written, there has been an incident at Alexandra Warehouse involving the fire brigade due to smoke from cooking. Measures have been taken to remove the equipment that has the potential to cause smoke/fire so that it cannot happen again.

There has also been an issue with a sub-contractor using a petrol cutter in a confined space on the Cheltenham Construction Centre site, which set off the fire alarm and resulted in an evacuation of the college building. The incident was dealt with to the College's satisfaction by the main contractor (the subcontractor was removed from site and retraining was carried out the following day) and has been reported to the EWG.

With regard to incidents and accidents, PL had commented in advance that he was very pleased to see First Aid calls had been split out into college and non-college activities and thanked DA. However, acknowledging that an encouragement to report is an entirely plausible reason for the continuing year on year increases, he would like to see a few deep dives put in place to assure the Committee that there is nothing other than this underlying. He suggested the following areas: Catering, Construction, Hair and Beauty. MB advised that the audits of curriculum areas will look at this. The audit schedule was included in the papers.

DA added that discussions are ongoing with departments because they are still not declaring everything e.g., seizures are not always reported as a H&S event although they are logged on ProMonitor. He expects the figures to continue to go up therefore while the College attempts to capture more incidents.

DA took Members through the audit schedule. The third external management audit has begun and two insurance audits have taken place. The formal reports will be brought to the Committee when they are available.



Looking at the findings from the December observations, AD noted that, although there was an improvement in fire doors being left open, there was an issue with staff bringing in portable heaters and wondered how this had been dealt with. DA explained that the College's policy discourages their use. Any portable heaters must be provided by the College and PAT tested. The audit had recovered any unauthorised heaters.

PL had noted in advance that it was good to see the fire evacuation drills in place and asked if the College measures the time for evacuation as one of the metrics. If so, what do these numbers show over the last six drills? DA answered that it does and that the time taken over the last six drills was 6-8 minutes, with the last drill being 8 minutes. The target is 6 minutes.

Members asked why the last fire drill was slower. DA believes it is due to a change in staff who, although trained, are not used to the drills, and to new signage being put up. More training will be carried out with the Estates Team in March, followed by dry runs. MB added that the College is looking, in particular, at the evacuation procedures for those with mobility issues in Alexandra Warehouse.

JC reported that she had sent details of the Fire Act 2023 to DA, as set out in the Regulatory Developments paper. DA had responded that this was of relevance to colleges and universities with accommodation.

A Member asked if the Terrorism (Protection of Premises) Bill (also known as Martyn's Law), which is currently out for consultation and which proposes proportionate requirements to protect and prepare publicly accessible premises from possible terrorist attacks, will affect the College and, if so, how the College is preparing for it. MB replied that, until the consultation is complete and the detail of the legislation known, it is unclear how it will affect educational institutions. But the College will, of course, meet any obligations arising. This week MB and DK attended an event hosted by Gloucestershire Police for schools and colleges across the county to reflect on learning from the incident that took place at Tewkesbury School last year. While, in the view of the presenters, the likelihood of such a thing happening is incredibly low, the College will be reviewing its processes for serious incidents, including lock-down and updating staff at a College Development Day in the near future, as well as informing the College's tenants.

**RESOLVED: The Committee noted the report and the current assessment of the College's Health and Safety arrangements.**

*DA left the meeting.*

## **8/24 Cyber Security Update (C)**

KA presented the Cyber Security Update for the period between 16/11/23 and 19/02/24. SH attended for this item. He had met with KA earlier in the month in his role as Cyber Link Governor.

There have been no cyber incidents of significance identified on college infrastructure. SH informed Members that he and KA had discussed the criteria for an incident to be classed as 'significant' and the escalation route for it to be reported to the Committee and/or the Board.

In terms of training, KA reported that all college staff were given dedicated time before the Christmas break to complete any mandatory outstanding training and this has resulted in an increase in completion. KA showed Members an example of a recent phishing simulation email sent to staff. Three phishing simulation emails have also been sent to each Governor account.

Members were referred to the statistics for the Boxphish training schedules for Governor accounts. PL had commented in advance that Board members should be leading by example in all relevant areas and asked if Governors who have not completed Boxphish training could be approached and reminded to do it.

KA provided an update on progress with external assurance. He mentioned the data protection audit for which he was asked to demonstrate some of the College's technical access controls to the auditors. This would be discussed later on the agenda.

If the requirement for HE and FE organisations by the DfE to undertake a ITHC (Information Technology Health Check) turns out to be compulsory, the College may carry out the ITHC instead of an annual penetration test as there is some overlap and they are both expensive.

Members were pleased to learn that, following successful Cyber Essentials accreditation in August 2023, the College achieved Cyber Essentials Plus accreditation in October 2023. The College is now assessing its position and strategy going forward to see if it can achieve Cyber Essentials accreditation again in October 2024. The College is working through the changes in the criteria which would require a change in some of its practices in order to see if it is viable.

The Cyber Incident Response Plan is now a live document and an exercise is scheduled for the annual test of the plan. SH added that details of the exercise are still to be confirmed but he will be involved.

SH also confirmed that he and KA have discussed the Cyber Link Governor role. There is a recognition that the remit is too narrow and needs to broaden to encompass AI and wider digital technology matters. This will be considered at the next GRS meeting.

Members reviewed the updated Cyber Security Risk Register.

KA provided an update on the action to review out of hours cover.



A Member noted the risk relating to the emergence of AI and referred to the recent debate about AI at the Board's February Strategy Meeting. They asked what KA considers to be the key risks to the College's cyber security posed by AI. KA replied that the risks are developing and changing all the time and are likely to become more and more sophisticated e.g., voice impersonation, social engineering. The College is using all the tools it can and will need to use AI to combat the threats from AI.

Members agreed that the most important consideration is the College's response to threats and the arrangements for recovery and mitigation of damage.

**ACTION: KA to let JC have details of Governor completion of Boxphish training so that those who have not completed it can be followed up.**

**KA to add GR to the Boxphish training account.**

**RESOLVED: Members noted the Cyber Security Update.**

*SH, J and KA left the meeting.*

## **9/24 Internal Audit Reports (C)**

LT presented the following final internal audit reports together with the report showing progress against the internal audit schedule.

### **Final Report – Human Resources Controls - Betaris**

This was a positive outcome with Substantial Assurance and 2 recommendations.

AD confirmed that the Betaris Board had met before the meeting and he had complimented the managing directors on a good report. MB added that the College's HR team were pleased to see the report too.

### **Final Report – Data Protection Compliance Framework**

This was an advisory report looking at documentation and training. Most of the recommendations focused on training. LT commented that the College's processes are better than she has seen at many other colleges.

**RESOLVED: Members noted the Internal Audit Reports.**

### **Progress Report**

LT provided an update on progress with the Internal Audit Plan for the current year. The February audit visits have begun. The next four audit reports will be presented to the June meeting.

AB reminded LT that the funding report needs to be completed sooner than it was last year. LT will ensure that an experienced auditor carries out the audit and that it is delivered on time.

Appended to the Progress Report was the RSM Emerging Risk Radar and a Report on protecting Students from Harassment and Sexual Misconduct – outcomes from RSM internal audit reviews across HE providers.

AD considered that most of the risks were, in fact, realities, and MB recognised them as the issues that keep him awake at night. However, he noted that there is one risk that is specific to the College that was not covered and that is the risk of flooding as a result of climate change. LT agreed and would feed back.

In his questions in advance, PL had asked, without undertaking the RSM Audit on Sexual Harassment Maturity, which of the areas the College thinks would be least mature and what is it currently doing about it. MB answered that the College needs to comply in full with the OfS conditions and expectations. He will ask KM to review the report and C&Q to consider this question at its next meeting. JC has already sent the report to KM, DK, MJ and LD.

Members also reviewed the RSM FE Benchmarking Report, which LT explained is not a scientific paper but is based on the findings and high priority actions from all of RSM's internal audits in 2022/23. It provides a snapshot of the College's performance against others in the sector.

AD was satisfied that most of the high priority areas are included in the College's Internal Audit Plan during the three-year cycle.

**RESOLVED: Members noted the Internal Audit Progress Report, appended reports and Benchmarking Report.**

**ACTION: JC to send Emerging Risk Radar to all Board Members.**

**JC to put the RSM Report on protecting Students from Harassment and Sexual Misconduct on the next C&Q agenda.**

#### **10/24 Risk Management Update (C)**

AB presented the Risk Management Report and Review of the Strategic Risk Register.

The changes to the Risk Register were noted. Members were reassured that the College's Risk Register covers the same themes as the RSM Risk Radar report.

**RESOLVED: Members noted the Risk Management Update and latest Principal Risk Register changes.**



### **11/24 Review of Audit Recommendations Register**

Members reviewed the Audit Recommendations Register and received an update from AB as to the current status of each item.

MF had submitted a question concerning the Final Report for the Decarbonisation Project, which was due to be completed last month. He wondered if this had been done and, if not, what the current position is. MB responded that an update will be provided in the Estates Strategy to be presented to the next Board meeting. Data will also be included in the Management Accounts.

**RESOLVED: Members noted the status of and were satisfied with the Audit Recommendations Register.**

### **12/24 Management Update on Reportable Events (C)**

There had been no such events since the last meeting.

**RESOLVED: The Update on Reportable Events was noted.**

### **13/24 Governance and Regulatory Developments**

JC presented a paper which included details of the following matters and the actions to be taken in relation to each of them:

1. Mental Health and Wellbeing
2. Legislation/Legal
3. Technology
4. Governance
5. Governor Training and Development

JC drew Members' attention to the issues of particular relevance to the Committee.

Since the Audit Committee receives an annual report on procurement activity, JC reported that the Procurement Act 2023 represents an overhaul of the UK's current procurement regulations and will come into effect in October 2024 after regulations, statutory guidance, and preparatory training initiatives, with a six-month transition period. Maximising "Public Benefit" is now an express objective as well as value for money and there must be regard to the National Procurement Policy Statement, although implicitly local public/social value priorities are likely to be more relevant. Details have been passed to the CFO and Financial Controller. There is time to plan a suitably adapted approach over the coming months.

MB asked AB to provide a paper for the next meeting setting out the changes and the implications for the College.



Gloucestershire College

**ACTION: AB/JH to prepare a paper for the next meeting setting out the changes and the implications for the College of the Procurement Act 2023.**

Members discussed the new digital leadership and governance standards for colleges issued in January and the DfE report on Generative AI in education: educator and expert views. These have been passed to the Head of IT and the IT Manager.

Members were content that the Board has already assigned a digital link role within the governing body and that discussions have taken place to broaden the current remit.

MB reported that KM is leading on AI within the College. He will ask her to set out the College's vision for AI by way of a framework to be presented to the Board as suggested as the Board Strategy Day in February when AI was debated.

**ACTION: JC to ask GRS to consider broadening the remit of the Cyber Link Governor role and to rename it Digital Technology Link Governor.**

**KM to set out the College's vision for AI by way of a framework to be presented to the Board (July or September meeting) as suggested as the Board Strategy Day in February when AI was debated.**

**AB to invite JC to join the professional services AI working group.**

JC encouraged Members to sign up for the governor training of particular relevance to the committee as set out in the paper.

**RESOLVED: The Regulatory Developments paper was noted.**

#### **14/24 Key Items for GC Board (C)**

The Key Items for Board report were discussed, noting any risks to be added/highlighted on the Risk Register.

#### **15/24 Any Other Business**

None.

#### **16/24 Date and Time of Next Meeting**

12 June 2024 at 5.00pm, C126e Gloucester Campus.



Signed.....*Andrew*.....

Date.....*11 June 24*.....

