



MidKent College

GOVERNING BODY

GROUP RISK & AUDIT COMMITTEE

Minutes of the meeting of the Group Risk & Audit Committee held on Tuesday 19 September 2023 at 17.30hrs via Zoom. A Closed Session will take place at 17.00hrs.

Present:	Mr C Reynolds Mrs J Dyakova Mr M Prentis Mrs L Snedden Mr J Williams	Chair Co-opted
In attendance:	Ms C Burkin Mr S Cook Mrs H Foreman Mr J Godsmark Mr L Glover Mr M Peat	Clerk to the Governing Body Principal/CEO For item 7 & 8 only Validera – Internal Auditors Validera – Internal Auditors Exec Director of Finance & Estates
Note:	Mrs C Richardson	Sabbatical until November 2023

1 Declarations of Interest

All members' interests are numbered and referenced on the Declaration of Interest log available from the Clerk.

2 Apologies for Absence

Apologies were received from Ms C Bushel, Mazars – External Auditors and Mrs N Wakefield, Mazars – External Auditors

3 Minutes of the meeting held on 13 June 2023

The minutes of the meeting held on 13 June 2023, Paper GBGR&A22/624 and the Closed session minutes GBGR&A22/624a, were accepted as a true record by the Committee.

4 Matters Arising and Outstanding Matters Report

Members discussed Paper GBGR&A23/625, the Outstanding Matters Report.

- No 1. Training Modules – members were reminded to complete – **Ongoing**.
- No 2. Risk Policy – to be updated when the Risk Appetite Statement is agreed. – **Ongoing**.
- No 3. IA – Review of risk register/risk appetite – on agenda for approval and recommendation to the Governing Body. **Complete**
- No 4. IA – Follow up report – not yet finalised – **Outstanding**.
- No 5. Deep Dive – Government Key Policy Changes – on agenda item 6 – **Complete**.
- No 6. Risk Appetite – on agenda item 9 – To be agreed for recommendation. **Complete**.
Risk register adjustment – M Peat to explore options and bring forward – **Outstanding**.
- No 7. Strategic Risk Register – add subsidiary company – **Complete**.
The Chair asked if there was a software that could incorporate all the Group risk registers. M Peat agreed to research and bring back to the Committee – **Outstanding**.
Action: M Peat
- No 8. Strategic Risk Register – add risks from audit reports – on agenda item 5. **Complete**
- No 9. Strategic Risk Register – review student destination data – on agenda item 5. **Complete**
- No 10. Annual Review of Risk Registers – risk relating to moving the year end to 31 March – on agenda at item 5. **Complete**.
- No 11. H&S Policy – approved by Governing Body July 2023 – **Complete**.
Martin Peat informed members that Health and Safety (H&S) in the College will continue with the current contract manager but through a different company. Members were reminded that the H&S Committee of the College deal with operational matters and the Annual Report and policies come to Committee for approval.
- No 12. IA Estates Management report to be reviewed and brought back – on agenda at item 8 – **Complete**.
- No 13. GR&A SAR/Improvement plan - approved by Governing Body July 2023 – **Complete**.
- No 14. GR&A Terms of Reference - approved by Governing Body July 2023 – **Complete**.
- No 15. AOB agenda for 19 September 2023 – reviewed – **Complete**.

Members accepted the report and the recommended actions arising from it.

5 Strategic Risk Management Report - Paper GBGR&A23/626

Simon Cook presented the risk management report paper GBGR&A23/626. The report summarised the current Strategic Risk register and highlighted changes since the last meeting.

Members noted:

- The addition of two new risks 1) ONS Reclassification affecting previous freedoms and flexibilities for the Group 2) The College demonstrating it is meeting local employer needs.
- Changes to nine risks.
- Changes to the risk rank order (highest risk to lowest risk).
- Recommendations for future deep dives:
 - Risk No.8 – Student progression and positive destinations (Medium)
 - Risk No.11 – Leadership capacity (High)
 - Risk No.19 – Meeting local employer needs (Medium)
 - Risk No.18 – ONS reclassification (Medium)

Members asked where the current risk regarding the Union Ballot is recorded and S Cook explained the current position. The risk is incorporated into risk 6 regarding staffing.

He highlighted Risk 11 Leadership capacity (High) and members discussed capacity amongst the wider College management. They were assured by the ability within the management team to support each other but noted the capacity concerns. They were informed that the College is engaging with external expertise were required to supplement the current resource. Members noted that the F&R Committee receive regular updates on the establishment.

Members thanked S Cook for the update.

6 Deep Dive - Government Key Policy Changes – Paper GBGR&A23/627

Simon Cook presented the deep dive paper GBGR&A23/627 which highlighted some of the key areas that are affected by the risks regarding Government policy changes and the impact on the Group.

Members noted a number of the key Government policies that are all considered within this Risk. The list focused on the key risks and present uncertainties.

Members discussed the political landscape and how this impacts the sector along with a number of policy changes since 2021 subsequent to the Skills for Jobs White Paper being implemented. These include Risk 19 – Meeting local employer needs (Medium) which has also been a focus at QTL Committee and Governing Body.

Members thanked S Cook for the update.

Hazel Foreman joined the meeting.

7 Information Security Report (GDPR) – Paper GBGR&A23/628

Hazel Foremen, DPO, presented the paper GBGR&A23/628 for information which aimed to provide Governors with an oversight of compliance with legal requests and an update on the most recent developments in information security at the College.

The report provided an overview of the number of requests recently received and the number of identified data breaches, plus an update on departmental changes and moves forward.

H Foreman guided the Committee through the paper highlighting the details of the recorded breaches. Members were assured by the actions taken and mitigations in place such as bespoke training.

Members noted the 100% compliance in mandatory training and the increase in risk around the growing numbers of students with additional needs.

Members thanked H Foreman for the update.

8 Internal Audit Reports - Paper GBGR&A23/629a-d

Lee Glover and James Godsmark from Validera introduced the following reports:

- a) Information Governance – gained adequate assurance with all recommendations being taking forward. H Foreman noted in her report that the IA report indicated the following:
 - Review of the data protection policy to reflect the process and formatting.
 - ROPA's flagged as continuous improvement.
 - Room audits review required.
- b) Annual Report – including the conclusion as to the adequacy and effectiveness of the College's risk management, governance and control processes as an adequate opinion.
- c) Estates Management 2022/23 (revised) – gained adequate assurance following a review with management and clearer understanding of the area of security within the College environment.
- d) draft – this included the suggested audit plan for completion in 2023/24 having been reviewed by the Chair and management prior to presentation for approval. Members felt the strategy was comprehensive and **approved** the draft with the understanding that amendments can be made in year. They requested that the Student Records Audit is completed first and that the remainder are spread equally across the academic year.

Action: Validera/ M Peat

Members noted the Follow Up review from 2022/23 is yet to be completed and is the only outstanding report from 2022/23. Validera had reported some delay in gaining responses from managers and were asked to liaise with M Peat.

Action: Validera/ M Peat

Members thanked the Internal Auditors for the reports and **approved** the Strategy for 2023/24.

Hazel Foreman left the meeting.

9 Risk Appetite Statement – Paper GBGR&A23/630

Lee Glover, Validera, introduced the item. He explained that the Internal Auditors originally prepared the College's Draft Risk Appetite Statement based upon Governor responses to a survey in December 2022. This was taken to Committee in June 2023 for approval. The Chair of Governors asked that the survey was re-run due to the time elapsed from when the exercise was performed and subsequent consideration of the Statement. The exercise was undertaken, and the survey reissued in August 2023.

Following analysis of the survey results, the revised Draft Statement was presented to the Committee for consideration. L Glover highlighted the changes in results following the re-run of the survey which showed the Board to be more risk averse. Members discussed the implications of this but agreed that a more averse statement would not stifle investment, just require more due diligence. M Peat reminded members of a similar outcome of 'cautious' when the Board looked at the risk around the investment fund.

Members thanks Validera for re-running and analysing the survey. They decided that as this is a Governing Body Risk Appetite, the debate should be held at the main Board meeting. Therefore, the statement will be discussed at the Governing Body in October.

Action: C Reynolds

Validera will liaise with the College to build the final statement into key documents and processes.

Action: Validera/M Peat

10 Any Other Business

Members noted that the Chair requested that one of the Committee meetings this year to be held in person. Clerk to liaise with members.

Action: Clerk

Agenda for 23 November 2023 was agreed.

Members considered the suggested topics from the Strategic Risk Register:

- Risk No.8 – Student progression and positive destinations (Medium)
- Risk No.11 – Leadership capacity (High)
- Risk No.19 – Meeting local employer needs (Medium)
- Risk No.18 – ONS reclassification (Medium)

Members felt Risk 8 should be the next topic but were concerned this may also be scrutinise at QTL Committee. It was agreed the Chairs can discuss at their meetings to avoid overlap with other Committees.

Action: C Reynolds

8 Date of Next Meeting

The next meeting will be held on Thursday 23 November 2023 at 17.30 on Teams following the Joint Committee meeting with F&R Committee at 17.00.

The meeting closed at 18.36hrs.