



MidKent College

GOVERNING BODY

GROUP RISK & AUDIT COMMITTEE

Minutes of the meeting of the Group Risk & Audit Committee held on Tuesday 11 June 2024 at 17.30hrs at the Medway Campus. A Closed Session took place at 17.00hrs.

Present:	Mr C Reynolds	Chair
	Mr M Abdel-Maguid	
	Mrs J Dyakova	
	Mr M Prentis	
	Mrs C Richardson	
	Mrs L Snedden	
In attendance:	Ms C Burkin	Clerk to the Governing Body
	Ms C Bushell	Mazars – External Auditors
	Mr S Cook	Principal/CEO
	Mr P Cox	MKCTS for item 7
	Mrs H Foreman	For item 5 only
	Mr L Glover	Validera – Internal Auditors
	Mr M Peat	Exec Director of Finance & Estates
	Ms H Knowles	Mazars – External Auditors

A meeting was held before the main Committee meeting to carry out the Auditor assessment GBGR&A23/647 and 648, plus the usual closed session.

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

No apologies were received. Members reflected on the loss of the fellow Committee member James Williams who sadly passed away.

The Chair welcomed Helen Knowles the new Engagement Partner replacing Nicola Wakefield who has undertaken the role with the College for 10 years. Members noted to comply with Mazars internal rules, they change the Partner after this time period.

The Chair also acknowledge that this is the last Committee meeting for Claire Richardson, as she is leaving the Board and members thanked her for her valuable contributions.

3 Minutes of the meeting held on 8 February 2024

The minutes of the meeting held on 8 February 2024, Paper GBGR&A23/646, were accepted as a true record by the Committee.

4 Matters Arising and Outstanding Matters Report

Members discussed Paper GBGR&A23/649, the Outstanding Matters Report.

- No 1. ETF have taken this in house and new instructions will be circulated to members when available. **Ongoing.**
- No 2. Follow Up document noted under item 10 – **Ongoing.**
- No 3. Adjusting the Risk Register format – M Peat reported that this will be completed for the new academic year, therefore the current register covers the 2023/24 year with no changes and revisions will commence the new year version. **Ongoing.**
- No 4. Risk Register - as above - No progress but to be considered for the 2024/25 operational risk register. M Peat and L Glover to work action over the summer period. **Ongoing BF September 2024.**
- No 5. Meeting local employer needs S Cook offered to share an employer's engagement chart to give further assurance. **Complete.**
- No 6. Risk Policy – approved by Governing Body – **Complete.**

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

5 Information Security Report (GDPR) – Paper GBGR&A23/650

Hazel Foreman joined the meeting and presented the report which provided an overview of the number of requests recently received and the number of identified data breaches, plus assurances about how the College is fulfilling its data protection obligations.

Members challenged her on the details of the breaches and were assured by the actions and mitigation taken. They were satisfied that proper process had been followed and lessons learned. They raised some concerns regarding the error in the new People Services (HR) system but were assured that this will be continuously monitored.

The Committee discussed with H Foreman the work undertaken in the last year, as noted in the Annual Report and she explained in detail lessons learned and improvement made.

Members thanked H Foreman for the update, and [she left the meeting.](#)

6 Strategic Risk Management Report - Paper GBGR&A23/651

Simon Cook presented the risk management report paper GBGR&A23/651 which summarised the current Strategic Risk register.

S Cook highlighted that since the last meeting three risks had been removed as they were no longer risks and also changes made to the scoring of two risks, resulting in a difference to the ranking order of risks. Members noted that the Executive will undertake a full review over summer prior to the September meeting.

Action: S Cook/Exec

Members discussed the threat of competition and agreed this would be worth further discussion as a deep dive topic. The Committee also discussed the upcoming General Election and the impact it could have on the College and FE sector. They were assured that the College is ready to adapt as required but recognised the possible risks in policy change.

Action: S Cook Deep Dive

Members thanked S Cook for the report.

7 Annual Review of Risk Registers:

MKC full operational risk register – Martin Peat presented the Operational College Risk Register. He explained a full review and slightly revised format will be undertaken in July ready for the 2024/25 operational risk register.

Members noted there are currently 2 high rated risks on the register which are under constant review:

- Risk 15 related to the student attendance and punctuality
- Risk 5 related to the recruitment, retention and performance of high-quality staff.

M Peat explained the movement in scoring and noted Risk 3 has a zero score as the College currently has no subcontractor works. The risk has not been deleted as there is a potential proposal in the new business plan, to undertake a new subcontract.

Members reflected on the previous item and any required adjustments to the Risk register in response to changes in the sector and in preparation for inspection. Exec agreed to reflect and amend as required.

Action: M Peat/S Cook

They asked how the risk register is used in the College and were pleased to note that it is constantly monitored and discussed at team meetings.

Members thanked M Peat for the annual update and noted the register is available to all Governors on Board Intelligence.

Peter Cox joined the meeting.

MKCTS Risk Register – Peter Cox presented the paper explaining the current high residual risks for MKCTS:

- Loss of income from reduced size of the British Army, pressure on MOD budgets and low recruitment.
- Loss of income from Benchmarking in 2026 or 2027
- Change risks from major “Evolution” change programme.

Members noted an increasing risk in ensuring timing of investment in growth matches, additional income and profitability. They also discussed the benchmarking process.

It was noted that the MKCTS Risk Register is presented to its Board as part of the Managing Directors report but in the future the MKCTS Board will have its own Risk Committee that will feed into the GR&A Committee.

Members thanked P Cox for attending and [he left the meeting](#).

8 Deep Dive – Leadership Capacity – Paper GBGR&A23/654

Simon Cook presented the paper which summarised the current leadership capacity for The Group and any associated risks to consider.

Members were reminded that informal performance reviews are undertaken by Remuneration Committee on behalf of the Governing Body annual with the Senior Post Holders (SPH).

The following were noted to impact workload for next academic year:

- Student growth – impact on internal departments.
- Inspection – impact on whole College.
- Strategy refresh with Governing Body and new Chair – impact SPH.
- Continued projects – impact on SPH.
- Managing Director post for MKCTS – impact SPH.

Recognising the above, members fed back that during their Link visits they had received positive comments from staff regarding the communication and support from the SPH.

S Cook reminded members of the Inspiring Managers course run by the College and its success in training and succession planning. Members also noted the all the Senior Leadership Team have an independent coach.

Members concluded that the current leadership capacity is in a good position but not taken for granted. The current search for a new Managing Director for MKCTS causes a challenge and risk however, the SPH team are effective and stable with a good balance of experience to ensure the College continues to grow and improve.

Members thanked S Cook for the report.

9 Policies for Review

The following policies were reviewed by the owners and only had minor amendments so were not required to be presented to the Committee.

- Health & Safety
- ICT Disaster Recovery Plan

Members noted that these are available on request.

10 Internal Audit Reports – Paper GBGR&A23/655

Lee Glover, Validera introduced the following reports from a teams link:

Curriculum Planning – received adequate assurance with one area for improvement, and three areas of good practice. Management responses were positive, and solutions sought.

Student Records – received substantial assurance with one area for improvement and four areas of good practice. A good sample was used resulting in a solid review.

Progress Report – informed members of the current position and reports due to the next meeting. Over the summer the College and Internal Auditors will discuss and amend the plan. Members are invited to contribute if they wish through the Chair.

Action: Committee Governors

L Glover reminded the Committee that the Draft Report for Follow Up 22/23 was issued in December 2023, is awaiting formal management response. This is the only outstanding report from 2022/23. M Peat informed Governors that this is in the final stages of completion.

Action: M Peat/L Glover

Member thanks Validera for the update.

11 External Audit Planning Strategy - Paper GBGR&A23/656

Helen Knowles, the new Engagement Partner from Mazars introduced the paper. She stated that following the planning meeting held on 23 May 2024 with the College, Mazars agreed the audit planning strategy presented.

Members noted that Mazars are aware of the timeline for the approval meetings, i.e. Joint GR&A and F&R Committee and consideration has been made in the Governing Body meeting schedule. H Knowles assured the Committee that the staffing issues of 2023 have been resolved with numerous appointments successfully undertaken.

Members noted there are no major changes to the audit strategy from last year and the fees are detailed on page 18 of the report. The report did highlight however the actions to be taken if leases increased and this was noted as a possible future internal audit.

Members thanked H Knowles for attending the meeting in person and presenting the plan which was accepted.

12 GR&A Committee Self – Assessment 2023/24 - Paper GBGR&A23/657

GR&A Committee Draft improvement plan - Paper GBGR&A23/658

The Chair and Clerk introduced the item for consideration.

The Committee members had completed a self-assessment questionnaire, and the results were reflected in the improvement plan.

The Committee reviewed and **agreed** the strengths and improvement with the following amendments:

Strengths:

Deep Dives – owner changed to Exec Lead.

Group thinking – changed to Challenging and diverse thinking.

Improvement

The added improvement re membership was changed to – ‘ensure the Committee has sufficient experience within its membership’.

The Improvement plan was agreed with the above amendments and will be recommend to the Governing Body in July 2024.

Action: C Reynolds

13 Review of Committee Terms of Reference - Paper GBGR&A23/659

The Chair presented the amended Terms of Reference which included minor amendments as tracked changes.

Members noted it is good practice to review these annually to ensure they are fit for purpose.

Members **approved** the amended version for recommendation to the Governing Body in July 2024.

Action: C Reynolds

14 Any Other Business

There were no items.

The agenda for 19 September 2024 was agreed with the addition of a Deep Dive into Competitors S Cook and Review of the Operational Risk Register format – M Peat.

15 Review of the meeting

Members were asked to feedback any comments to the Chair.

16 Date of 2024/25 meetings

- 19 September 2024
- 14 November 2024
- 27 November 2024 (Joint meeting with F&R - amended)
- 13 February 2025
- 11 June 2025 (Wednesday)

The meetings will be held on Thursdays at 5pm on teams (unless stated).

The meeting closed at 19.46hrs.