Date: 5th June 2025 | Time: 4.30 pm

Location: Via Teams

Present:	Mr C Breckenridge - Chair Mr E Unuigbe	Mrs S Smith Mrs L Court
In attendance:	Mr A Scott - Principal Miss F McIntyre - Clerk Mr C Inwood - Forvis Mazars	Mr D Wade - Vice Principal Mr J Marchant - Forvis Mazars Mr K Maloney - TIAA

1 Apologies

The Chair welcomed everyone to the meeting. No apologies as all expected present. DS is taking a break from the governor role and may return later in the year.

2 Declarations of interest

There were no new declarations of interest.

3 Minutes of the last meetings – March 2025

Minutes were reviewed as a correct record.
KM clarified that the Key Financial controls report was reviewed but remained at reasonable assurance.

Q: Is the boiler work progressing?
A: Starts on 10th July with a meeting shortly to finalise.

Q: Is there timescale for IT migration to cloud?
A: Not yet.

4 External Audit Plan

4.1 JM introduced Ci who would be the Audit Manager for the coming year. There is continuity in the team below Audit Manager which will ensure it is a smooth process. There are no changes to the timetable.

4.2 Approach will be similar with scrutiny where risks are which is two main areas:

1. Cut off for grants and grants income.
   Will examine the building project which was close to year end and look at timings of grant income.
2. Entitlement to finding
   Will scrutinise if teaching eligible students. Majority of students are at 16-19 and the eligibility is straight forward. Work on adult education is more complicated but a relatively small number. Rules can be more difficult to apply.

4.3 Other areas which will be looked at include:

- Enrollment
- Manual override controls - unusual transactions outside normal business
- Regularity

4.4 The approach for Pension fund scrutiny will remain unchanged looking at fund asset confirmation and also liability around the judgements made.

4.5 The Governors made aware of the proposed fee inflation increase detailed at the back of the document with sector information. It was highlighted that accounting standards are changing in July 2027 which will have an impact on Financial statements.

4.6 DW confirmed he was happy with the timescale.

4.7 Governor questions:
Q: It is a robust plan to address key risks, Would the actuary process involve input from your actuaries as well? What is testing approach and strategy for dealing with manual override plan?
A: Will do testing in journal and understanding the manual entries into the system. Judgements or estimates can be challenged in the financial statements.
Q: Changing lease if only recognising depreciation in the asset should not have an impact?
A: Currently have an asset and liability in place. Would have had a monthly expense and this would be replaced with monthly interest charge but interest would be a reducing profile. There will be a different profile profit and could have an impact on bank covenants.
Comfortable that a team properly briefed will identify issues.

JM and CI left 5pm

5 Internal Auditors

5.1 Cyber Security report was circulated but did not have a response on recommendations to the draft report. Reasonable assurance was given.
There were three priority two recommendations.

1. Incident management plan and training
2. Head of IT to be represented at SLT
3. No specific IT risk register

Action: DW to chase response to report

5.2 DW assured governors that head of IT is represented at SLT. DW and head of IT meet every Monday and SLT is on Tuesday so issues can be raised.
Q: How is the IT work progressing?
A: There is still a significant amount of work to be done and catching up with infrastructure.
It is known where the risks are. The mapping work has been completed. Windows 11 update will be completed before expiry at the date of October.

5.3 There are two more outstanding reports and one more audit planned.
Student recruitment field work completed and report will be issued shortly.
Curriculum planning - report issued shortly.
Business continuity - had been asked not to start till after Easter as plan was being updated. **DW will speak to KM next week to confirm dates.**

5.4 Annual report would usually be presented at this meeting but will be delayed until the November meeting. TIAA representative will be able to attend even though after the end of contract.

KM left at 520pm

6 Risk register

Document circulated prior to the meeting with comments.
The following items were highlighted:

- Ref 1.3 Internal auditors risk of governors not receiving information.
  Mitigating factor was internal auditors but this is being replaced.
  No fundamental change to likelihood only the mitigation approach.
- Section 2 financial risk 2.1 new/existing provider
  Barton Pevril merger now seems unlikely.
  No changes - just comments to note.
- Public health restriction on recruitment.
  Reduced from 2 to 1
- IT system failure
  No change to score

7 Fraud and Whistleblowing

The Principal confirmed there have been no reports.

8 Terms of reference and Calender of Business

A tracker document will be needed for governors to track recommendations from the reports from consultants instead of internal auditors.
ToR and CoB agreed.

9 AOB

Confidential Section

10 Date of next meeting – TBC