CITY OF WOLVERHAMPTON COLLEGE

Minutes of the Meeting of the Audit Committee of the Board of Governors held on Wednesday 25 March 2026 at 5pm via Microsoft Teams

PRESENT

Mr John Bradford - Chair	Ms Sonia Sahnan
Mr Trevor Dutton	Mr Darren Shaw

IN ATTENDANCE

Mrs Alison Buick	Head of Governance
Mr Paul Davies	Assistant Principal Finance IT and Commercial
Mr Peter Merry – until 5.35pm	Deputy Principal and Chief Executive
Ms Clare Parkes	TIAA

The Chair thanked everyone for attending. Sonia Sahnan was welcomed to her first Audit Committee meeting since joining the Board.

16/26 DISCUSSION WITH AUDITORS

Neither TIAA nor any of the members had any matters to discuss without staff present.

17/26 APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST (ITEM 1)

Apologies were received and accepted from Dionne Barrett.

There were no declarations of interest.

18/26 MINUTES OF THE PREVIOUS MEETING AND MATTERS ARISING (ITEM 2)

Resolved:

That the minutes of the meeting held on 26 November 2025 be approved as a correct record.

The actions agreed at the last meeting were reviewed. All were complete or would be covered during the meeting.

19/26 CHAIRS'S ACTIONS (ITEM 3)

None.

20/26 CORRESPONDENCE (ITEM 4)

Governors had been provided with two documents from RSM, which related to risk appetite and emerging risks.

21/26 WMCA FUNDING AUDIT UPDATE (ITEM 5)

For reasons of confidentiality, the discussion of this item has been minuted separately.

22/26 INTERNAL AUDIT REPORTS (ITEM 6)

Clare Parkes, Manager at TIAA, presented the reports that had been finalised since the last meeting. A draft report on Health and Safety had been issued and was awaiting management responses. This would be finalised for the next committee meeting in June 2026.

Strategic Control 2025/26
The overall conclusion gave substantial assurance over the design and application of the controls to manage risks in this area. There were three low risk recommendations made, all of which management had accepted. The scope of the audit had covered the role and operation of:
• The Board, committees and senior management groups; including the key areas of:

- Constitution and composition of the Board of Governors and committees.
- Essential functions of the Board and Chair.
- Board skills and training, and
- Renewal and review.

The scope of the review did not include the appropriateness of decisions taken by the Board.

The Chair was pleased to see the substantial level of assurance in this area.

Summary Internal Controls Report
This was the progress report provided by TIAA and showed updates since the last Audit Committee. It was confirmed that there had been no changes to the agreed internal audit programme for 2025/26. The report included an appendix on developments in governance, risk and control, with links to further reading if of interest. Information had been provided on Eco Smart, an assessment tool developed by TIAA.

The Committee noted scheduled dates for remaining audit work. Management had timed these from term 2 onwards to avoid staff overload in term 1 during the transition period into CLQ. There had also been some re-scheduling due to staff sickness on both sides. No problems in completing the necessary work were anticipated at this time.

The Committee noted the reports.

23/26 AUDIT RECOMMNENDATION TRACKING REPORT (ITEM 7)

The Assistant Principal Finance IT & Commercial had provided a report showing progress against 20 previously agreed internal audit recommendations. This was management's view of progress and would be subject to a follow up audit by TIAA later in the year.

Several of the legacy recommendations related to GDPR. The college had appointed a new 0.5 FTE manager in December. He was working through a range of issues and picking up these recommendations was a part of his priorities. A short explanation of his work to date was given, including setting up information asset registers and the need to improve the collective knowledge of data protection for managers across the college.

On other outstanding recommendations, Governors noted:

- A recent disaster recovery audit had picked up some elements of business continuity planning. There was more work to do in this area.
- The majority of the estates management actions were complete.

- Progress had been made on recommendations on student financial support. Risks around bursary management had been added to the risk register.

There was a discussion about the use of the document and it was confirmed that actions would be removed once agreed as complete by TIAA. This would ensure that the report remained manageable.

A Governor commented that it would be helpful to have an extra column to show the date when actions were due for completion. This was agreed and would be added.

Governors were pleased to see the appointment of the GDPR Manager and hoped that this would enable a transfer of further knowledge of data protection across the management team.

24/26 REVIEW OF INTERNAL AUDIT PLAN (ITEM 8)

The Assistant Principal Finance IT and Commercial noted that the internal audit plan for 2026/27 would be considered at the next committee meeting in June. However, in preparation for this, a table had been provided to detail the historical audits carried out together with the current year plan and future audits for the next two years. The Audit Committee had previously requested that any audits with partial assurance be revisited within two years.

Committee members were asked to review this plan and provide any comments ahead of the planning meeting with TIAA. EMT had already reviewed and had no comments at this stage.

Governors were pleased to see the inclusion of GDPR and cyber as topics for 2026/27.

A Governor asked how audit areas were identified and how work was planned. The TIAA manager explained this.

There were no specific comments at this time.

25/26 RISK MANAGEMENT UPDATE (ITEM 9)

The Assistant Principal Finance IT and Commercial confirmed that the strategic and operational risk registers had all been fully reviewed with the designated senior management leads.

Following discussion with RSM, a new column had been added to the strategic risk register to indicate the effectiveness of the operation of the identified control.

The risk heat map did not have any changes to the inherent or residual risks, so the college risk profile was stable.

The most significant risk remained reliance on partnership income. However, some planned changes meant that this risk was expected to reduce over the next few years. The improving position of college based activities and better control of overheads was driving an increase to profitability.

Another key risk was the expected Ofsted review. Although there were no concerns this was an inherently risky activity.

A Governor noted that the documents provided were comprehensive and asked if managers had needed training and upskilling. The Assistant Principal explained the training and support provided, which had varied between managers. The previous risk register had sat within EMT so there had been a shift to ownership across the wider SMT.

The Chair added that this was the first year of the new reporting format. Much work had been done to develop the approach, including with some input from RSM. He had attended the training session provided, which had been very informative.

A Governor asked about specific risks around staff retention and whether this had improved. It was confirmed that staff turnover was around 12%. The issue identified was more related to recording of data. Overall retention was good but there were a number of hard to fill roles. There were also risks related to finance as there were currently a number of senior roles being filled by interim agency staff. It was agreed that the college average staff turnover rate would be useful to know. The Assistant Principal would bring this detail back to the next meeting. Action: Assistant Principal Finance IT and Commercial.

A Governor asked about longevity of service. This data was not to hand but it was confirmed that there was a weekly meeting to discuss staffing and vacancies.

The Chair asked how any items on the risk register that were deemed to be partially effective were related to the internal audit plan. It was confirmed that if there were any long term concerns about partially effective controls they would be considered as a topic for internal audit review.

The Assistant Principal noted the risk appetite paper. This had been re-mapped to the college's five strategic aims. Content was the same, just re-aligned. The campus transformation element was to be reviewed at EMT. Now that CLQ was open, the detail of this needed to be updated. There continued to be estates related risks, including the timescale for disposal of Paget Road.

26/26 GDPR UPDATE (ITEM 10)

The newly appointed GDPR Manager had provided a report that showed that the college was well-positioned to significantly strengthen its data protection maturity through a series of targeted improvements. The current assessment highlighted a number of areas where modernisation and alignment with UK GDPR and the Data Protection Act 2018 would provide substantial organisational benefits. Work was ongoing to update key governance documents and implement clearer operational frameworks. This would support enhanced compliance, improved staff confidence, and stronger institutional resilience.

The workstreams planned were noted. It was expected that the new framework would be fully in place for the autumn term.

Governors were pleased to see progress and agreed that the outlined approach was very good. There were comments that the process needed to be manageable and that the college should not implement too many policies and controls that could make processes unwieldy. The Assistant Principal agreed. There had been similar discussions with EMT. However, there was agreement that compliance with legislation was critical but that controls needed to be proportionate, cost effective and operationally manageable. A Governor added that they needed to link to the strategic risk register.

There was a short discussion about Subject Access Requests and how these were managed. Data was held in a variety of formats and the need for a suitable

Retention policy had been identified. This needed to link to legislative requirements on holding data related to HR and finance. The college needed to ensure it minimised its risk exposure for SAR requests.

27/26 <u>CONFIDENTIALITY</u>
It was agreed that discussions relating to the ongoing WMCA funding review would remain confidential.

28/26 <u>DATE AND TIME OF NEXT MEETING</u>
Wednesday 24 June 2026 at 5pm.

The meeting ended at 6.30pm