

## SPECIAL AUDIT COMMITTEE MEETING

### Minutes of a special meeting held from 11.15 to 11.45 on 13 April 2023 by Microsoft Teams videoconference

Present: Mrs J Clement Walters Independent Member (Chair)  
 Dr A Conn Independent Member  
 Mr M Pearmain Co-opted Member  
 Mr I Wainwright Independent Member

Attendance: 4/4 = 100% KPI 80% Quorum: 3

In Attendance: Mr P Doherty Vice Principal Finance & Resources  
 Ms J Green Director of Governance & Compliance (meeting clerk)

PRELIMINARY ITEMS		
<b>0</b>	<b>WELCOME AND INTRODUCTIONS</b>	
i	The Chair declared the meeting open and welcomed everyone, thanking Members for reading in and attending at short notice.	
<b>1</b>	<b>NOTICE AND QUORUM</b>	
i	The meeting clerk confirmed that due notice of the special meeting had been given, that the requirement for all persons participating to be able to communicate with one another was satisfied and that the meeting was quorate.	
<b>2</b>	<b>APOLOGIES FOR ABSENCE AND DECLARATIONS OF INTEREST</b>	
i	There were no apologies. The Chair invited disclosures of interests. All confirmed that, except as previously disclosed, they had no direct or indirect interest in any way in the business to be transacted which should be disclosed.	
SUBSTANTIVE ITEMS		
<b>3</b>	<b>INTERNAL AUDIT SERVICE PROVIDER PROCUREMENT</b>	
	<u>Adequacy of Procurement Process</u>	
i	The Director of Governance & Compliance Ms J Green ("JG") had circulated a report describing the tender process (which was supported by the College's procurement partner Tenet). The Chair Mrs J Clement Walters ("JCW"), a member of the selection panel (also comprising the Vice Principal Finance & Resources Mr P Doherty ("PD") and JG), expanded on the report, saying she was thoroughly impressed with both the quality and rigour of the process and the calibre of the bidders. She thanked PD for his work in organising and pulling it all together. There were no questions or concerns.	
	<u>Approval of the Selection Panel's Recommendation</u>	
ii	The selection panel had interviewed the three firms that scored the highest on the application form stage of the process. The external auditor RSM had advised that they were the names they would have expected to see on the shortlist. Following interview, the scores had been slightly adjusted to reflect the responses given to interview questions and the preferred supplier was Wylie & Bisset LLP. JCW said Wylie & Bisset LLP had scored particularly well on 'value added' (15% of the total	

	score). As one of only four firms on the Education & Skills Funding Agency's supplier framework to undertake college funding audits, they would bring a high level of expertise around the funding rules and the audit process (a significant risk area for colleges) and would be able to carry out mock audits, something the incumbent internal audit service provider could not currently offer. Being on the Agency's framework would also position the firm well in terms of horizon-scanning and sector insight and this would further benefit the College.	
iii	There was discussion about how the representations Wylie & Bisset LLP had made during the tender process would be enforced. This had been discussed with Tenet during the tender process and Tenet had confirmed that any representations made in the bid documents would be incorporated into the contract either directly or by reference to the bid documents. JCW said the main differentiator from the College's point of view was the added value that Wylie & Bisset LLP would naturally bring due to their expertise around funding audits and being well-networked in the sector.	
iv	<b>RESOLVED:</b> <b>(i) To recommend that Wylie &amp; Bisset LLP be appointed as the College's internal audit service provider for a three-year contract at a base rate of £10,750 plus VAT per year (based on 25 days' service), with the option to renew for up to 24 months.</b>	
v	<b>Corporation report:</b> By Para 3.1 of the Financial Regulations, the Corporation has reserved authority to appoint the College's internal audit service and approve their fees. As the current internal audit service contract is coming to an end, a procurement process was recently undertaken to identify a preferred successor. As required by its Terms of Reference, the Audit Committee had oversight of that process and, at a special meeting on 13 April 2023, satisfied itself that adequate assurance had been provided in respect of compliance with procurement rules and the use of appropriate selection criteria, taking account of the College's needs and interests. Accordingly, the preferred supplier, Wylie & Bisset LLP, is recommended for appointment at a base rate of £10,750 plus VAT per year (based on 25 days' service).	Report Item 1
<b>MATTERS TO NOTE FOR INFORMATION AND ADMINISTRATION</b>		
<b>4</b>	<b>DATE OF NEXT MEETING</b>  Monday 12 June 2023, 3pm	
<b>5</b>	<b>PUBLICATION OF AGENDA PAPERS</b>	
i	It was agreed that all documents marked confidential on the meeting agenda should remain confidential.	

**Items of Report for Corporation**

#	Details	Minute
1.	By Para 3.1 of the Financial Regulations, the Corporation has reserved authority to appoint the College's internal audit service and approve their fees. As the current internal audit service contract is coming to an end, a procurement process was recently undertaken to identify a preferred successor. As required by its Terms of Reference, the Audit Committee had oversight of that process and, at a special meeting on 13 April 2023, satisfied itself that adequate assurance had been provided in respect of compliance with procurement rules and the use of appropriate selection criteria, taking account of the College's needs and interests. Accordingly, the preferred supplier, Wylie & Bisset LLP, is recommended for appointment at a base rate of £10,750 plus VAT per year (based on 25 days' service).	3v