Esher Sixth Form College

**MINUTES OF THE AUDIT COMMITTEE MEETING**

Wednesday 19th November 2025 at 6.00pm
Meeting held via Microsoft Teams

**Present:**
Tom Clark, Chair
Mark Nelligan (MNE)
Natasha Meade (NME)
Sophie Cook (SCO)
Emma O'Brien (EOB)
Jane Duscherer (JDU)
Alex Davy (ADA)

Catherine Biscoe, External Auditor, Buzzacott
Kevin Moloney, Internal Auditor, Tiaa Ltd
Ashley Norman, Internal Auditor, Tiaa Ltd

Stephanie Wiles, Director of Finance and Estates, Advising Officer
Dan Hards, Principal, Advising Officer
Kate Parsons, Assistant Principal Student Services & Communication, Advising Officer, (KPA)
Peter Henning, Director of IT, Advising Officer, (PHE)
Catherine Davies, (Clerk)

1. **DECLARATIONS OF INTEREST**
   There were no declarations of business interest.

2. **APOLOGIES FOR ABSENCE**
   All Trustees were present.

3. **DRAFT REPORT AND FINANCIAL STATEMENTS FOR FINANCIAL YEAR ENDED 31ST AUGUST 2025**
   The Chair updated the Committee that comments have already been sent to the Director of Finance and Estates from both himself, and the Chair of the Board and the Chair of Finance and Estates will be sending in comments shortly.
   Any additional minor amendments from Committee members should be sent to the Director of Finance and Estates.

   The Chair gave an overview of the Report headings and there were no comments from the Trustees.

   The Chair thanked the Director of Finance and Estates and her team for their hard work.

   The Committee recommended the draft Report and Financial Statements for the financial year ended 31st August 2025 to the Board of Trustees.

4. **POST AUDIT MANAGEMENT REPORT AND LETTER OF REPRESENTATION 31ST AUGUST 2025**
   The External Auditor, Catherine Biscoe, introduced the Post Audit Management Report and thanked the Director of Finance and Estates and her team for their assistance in the smooth audit process. She made the following points:

- The audit ran smoothly and the timetable for overall completion was met.
- The strong reserves were noted and there are no concerns with regard preparing the accounts on a going concern basis.
- Regarding the amount capitalised this year, checks were made, and treatment was deemed appropriate.
- Regarding income recognition, a detailed analytical review took place, and no issues were identified.
- Regarding related party transactions, the External Auditor noted the requirement for each Trustee, Member and member of the Senior Leader Management Team to update their interests annually and declare any interest they have at the commencement of business meetings. Following the Trust informing the auditor of a declaration not being informed in a timely manner a review took place, and no transactions had occurred between the Trust and the newly declared interest.
- Regarding Accounting Estimates, the LGPS was in surplus and has been capped at nil on the balance sheet.
- Under the Professional Ethics heading, the External Auditor noted that as of today the College has asked for VAT assistance and if this service is to go ahead then it will be included in the post audit report.
  The Director of Finance and Estates added that the request for more information from HMRC was received today following the submissions of the Form 126 VAT in September. The External Auditor added that her colleague specialising in VAT had seen a request for more information sent to many Trusts recently.
- Under Audit Adjustments, the pension report prepared by the Actuary was received after the completion of the audit fieldwork, consequently an amendment to the figures presented for audit was required. This amendment was made by the Trust and audited by Buzzacott.
- The operating position and revenue reserves carried forward were noted.

There was 1 B grade recommendation made regarding the completeness of the Register of Interest.

The External Auditor asked the Committee if there were aware of any irregularities regarding fraud or suspected fraud and the Chair replied that he was not aware of any allegations of fraud.

The Director of Finance and Estates added that she will update the Governance Statement to record the change of Chair of the Board of Trustees.

The Chair asked for more information regarding how the College will ensure the Register of Interests is updated regularly and the Director replied that the Clerk ensures that each set of Board or Committee meeting papers includes an email reminder and link for Trustees and those attending meetings to both check the current Register of Interests and a link to update any changes. The External Auditor agreed with this process and noted it is the responsibility of a Trustee to update the Register when they have change or new interest.

The Chair thanked the External Auditor for the report.

The Committee approved the Post Audit Management Report and Letter of Representation.

**Action:** Director of Finance and Estates to update the Governance Statement to record the change of Chair of the Board of Trustees.

*(Catherine Biscoe left the meeting).*

**5. MINUTES OF THE LAST MEETING HELD ON 10 JUNE 2025**

The Minutes of the previous meeting of 10th June 2025 were approved as an accurate record.

**6. MATTERS ARISING**

The Matters Arising were covered in Item 14.2.

**7. WYLIE BISSET INTERNAL AUDIT REPORTS:**

Health and Safety – The updated Management Report regarding guidance for completing a Risk Assessment was noted. The Internal Auditors added they will ensure the outstanding Recommendation is implemented.

The Committee approved the Internal Audit Report: Health and Safety

Bursary & Free Meals – The Chair noted the 3 report recommendations have been met by the implementation of new software, "Pay my Student" which manages student payments based on attendance and receipts.

Trustee (MNE) added that the report lacked consideration for this sensitive subject. The Director for Student Services (KPA) replied that the bursary is discretionary and so exceptions can be made by the College; students have adapted well to the new system and are able to upload their travel receipts.

The Committee approved the Internal Audit Report: Bursary and Free Meals.

**8. AUDIT COMMITTEE INTERNAL AUDIT SCRUTINY REPORT**

The Chair noted the College has a lower number of recommendations in comparison with the colleges it has been benchmarked against.

The Committee approved the Internal Audit Scrutiny Report.

**9 INDICATIVE AUDIT STRATEGY 2025/28 AND ANNUAL PLAN 2025/26**

The new Internal Auditors introduced themselves to the Committee
Ashley Norman introduced the delivery schedule, and Kevin Moloney took the Committee through the Rolling Strategic Plan and Annual Plan 2025/26. The proposed audits for 2025/26 are:

- Insurance
- Estates Management
- Safeguarding

The reports will be completed in time for the June 2026 Audit Committee Meeting.

The Chair commented on the List of Key Areas for Consideration when planning internal audit coverage and added the addition of the new Ofsted Framework, curriculum reform and the possibility of industrial action were areas highlighted by the Risk Register. The Internal Auditor replied that areas included in the Risk Register can be added to the rolling strategic plan. The Principal noted that the 3 audits proposed for 2025/26 are the correct focuses for this year and the new Ofsted Framework and curriculum reform can be proposed in future years due to the current high level of change.

Trustee (JDU) asked for more information regarding an internal audit of Cyber Security and the Principal replied that proposal of an audit in 2026/27 fits in with the renewal of Cyber Essentials. The Director of IT (PHE) agreed that with the rapidly changing landscape regular reviews are essential. PHE added that a free cybersecurity review is being provided via the Insurance Company in the coming months. The Chair asked PHE if the combination of the free review via the Insurance company in 2025 and an audit from September 2026 were sufficient and he agreed.

The Committee approved the annual audit plan for 2025/26.

*(Ashley Norman and Kevin Moloney left the meeting)*

**10 STRATEGIC RISK REGISTER**

The Principal introduced the Risk Register and noted a Strategic Aim from the Strategic Plan 2025-28 has been added to each Risk.

Risk 1 - Failure to response to new Ofsted Framework. The likelihood of an inspection is now from September 2026 (1 year forward from the previous plan), the Committee agreed to increase the scores.

Risk 2 – College over-recruits for 2026. As the new classroom block is in use and the roll of 2130 students is being accommodated, the Committee agreed to reduce the scores.

Risk 3 – Curriculum and Assessment review. The Committee agreed to increase the scores because the changes mooted by the DfE such as V levels (vocational) which will be equal to 1 x A Level. V levels will have an impact on offering Btecs and AAQ's (bought in this year).

Risk 5 – Increasing number of SEN Students and impact of resources of Access Arrangements. The Committee agreed to increase the scores due to the number of EHCP students on roll increasing and changes made to access arrangements in exams by JCQ which impacts resources including staffing and estate.

Trustee (MNE) asked for the scores of Risk 7 (changes to staff terms and conditions could impact morale) to be considered and the Principal provided more context behind the scores. The Committee agreed to keep the scores unchanged.

The Committee approved the Strategic Risk Register.

**11 DISASTER RECOVERY REPORT OCTOBER 2025**

PHE reported that were no notable hardware or software failures during the period of the report. A full database restoration took place at the start of the term with no issues raised.
The increased use of cloud-based storage has led to a significant drop in requests from staff and students to recover deleted files. There was 1 data access request during the period of the report and all requested documents were recovered and there were no cyber attacks that were of any direct significance to the College.

**12 DATA PROTECTION REPORT OCTOBER 2024**

KPA (Data Protection Officer) updated the Committee on recent updates including the induction process for new staff now incorporates Data Protection training. The Schedule of Processing Data will be updated this year and Privacy Notices reviewed.
Subject Access Requests and Freedom of Information requests have been received and actioned. The Data Protection breeches have been low level and the 1 report made to the ICO was closed with no further action taken.

**13 POLICIES**

Data Protection Policy 2025
KPA gave an overview of the minor changes.
The Committee approved the Data Protection Policy 2025.

IT Security Policy 2025
PHE gave an overview of the amendments including the prohibition of paying ransomware demands (as outlined in the Academy Trust Handbook 2025). A new item has been added to ensure the College's IT security arrangements align with the National Cyber Security Centre, DfE, and JCQ requirements for cyber resilience and examination security.
The Committee approved the IT Security Policy 2025.

IT Disaster Recovery Policy 2025
PHE updated the Committee that substantial changes have been made to the Policy since it was approved in June; the old style back up servers have been replaced with a completely cloud based back up system. The Policy includes objectives used to select the new cloud-based system.

The Committee approved the IT Disaster Recovery Policy 2025.

(*Stephanie Wiles, Kate Parsons, Peter Henning and Emma O'Brien left the meeting)*.

14 **ANY OTHER BUSINESS**

14.1 The Principal gave an update regarding the change to the ATH 2025 made on 22nd October 2025 regarding severance payments. The Committee reviewed the new guidance and discussed updating the Term of Reference of the Audit Committee to delegate the responsibility of approving special staff severance payments outside of a staff member's contractual entitlement to the Audit Committee, with the requirement that the outcome is reported to the full Trust Board at the next board meeting.

The Committee asked the Clerk to seek more guidance from the legal team.

14.2 Matters Arising from Minutes of 10.06.2025
A2-003 Clerk to send on-line cyber security training course details to Jane Duscherer
**JDU updated the Committee that she has completed the on-line course, and the College was compliant with the guidance provided at the training.**

A2-002 Principal to feedback to the Committee following the next planned lockdown drill.
**The Principal updated the Committee that the Op Dev team took part in a business continuity scenario organised by the insurance company last week. A test of the audiebant system and a lockdown drill will take place soon**

**Action:** The Committee asked the Clerk to seek more guidance from the legal team regarding amending the Terms of Reference for the Audit Committee.

**15 WHAT ARE THE THREE THINGS WE HAVE DONE IN THIS MEETING THAT HAVE MADE A POSITIVE CONTRIBUTION TO THE COLLEGE?**

- Reviewed and approved the Post Audit Management Report to ensure the College's financial position and processes are robust.
- Agreed on the areas for internal audit in 2025/26.
- Approved 3 policies to ensure the IT and Data Protection processes at the College are both meeting legal requirements and best practice.

**16 DATE OF NEXT MEETING:** Tuesday 16th June 2026

*The meeting closed at 7.34pm*
*Attendance was 100 %*

Signed and Date ...........................................................

**SUMMARY OF ACTIONS:**

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| **A1-001** | Director of Finance and Estates to update the Governance Statement to record the change of Chair of the Board of Trustees. |
| **A1-002** | The Committee asked the Clerk to seek more guidance from the legal team regarding amending the Terms of Reference for the Audit Committee. |