Board of Management

Date of Meeting	**Wednesday 17 June 2026**
Paper No.	**BoM4-P**
Agenda Item	**5.1.5**
Subject of Paper	**Audit & Assurance Committee (26.05.26) – Draft Minutes**
FOISA Status	**Disclosable**
Primary Contact	**Marcus Walker, Associate Director of Governance & Risk**
Date of production	**01 June 2026**
Action	**For Noting**

1. Recommendations

1.1. To note the minutes of the Audit & Assurance Committee held on 26 May 2026.

2. Consultation

2.1. The draft minutes and associated cover note have been prepared by the Associate Director of Governance & Risk in consultation with the Committee Convenor, who chaired the meeting and provides assurance on the accuracy and balance of the record, and relevant Executive Leads who contributed to, or hold accountability for, the items considered.

3. Key Insights

Key Decisions and Approvals

3.1. The Committee:

- Approved the Audit & Assurance Committee Schedule of Business 2026–27, including the introduction of a standing "deep dive" item.
- Approved the updated Risk Management Policy.
- Approved the revised Assurance Framework.
- Agreed a series of follow-up actions to strengthen governance, including:
    - A future paper on compliance with the Code of Good Governance.
    - Review and clarification of year-end governance and reporting arrangements.
    - Circulation of the Fraud Prevention Policy to members (- for information).

Strategic Matters

3.2. *Risk Management Framework*. The Committee reviewed the updated Risk Management Policy, noting enhancements to risk escalation routes, alignment with business continuity arrangements and strengthened organisational expectations. The Committee also

discussed the need for continued development of the wider risk management framework and future reporting to support this.

3.3. *Assurance Framework*. The Committee considered the revised Assurance Framework and welcomed strengthened assurance across key areas including cyber security, health and safety, and performance management. The importance of organisational capability and staff competence as a source of assurance was also recognised.

Governance and Assurance

3.4. *Internal Audit*. The Committee considered internal audit reports on Budget Control and Staff Recruitment & Retention. These highlighted improved financial planning and budget management arrangements, alongside areas for further development including workforce planning, succession planning and retention strategy. The Committee noted the importance of maintaining robust financial oversight in a challenging funding environment.

3.5. *External Audit*. The Committee reviewed the External Audit Annual Plan 2025–26, noting key audit risks and the continued focus on financial sustainability. Members discussed the clarity of year-end processes and agreed that further work was required to define the role of the Joint Audit & Assurance and Finance Committee.

3.6. *Data Protection and Cyber Risk*. The Committee reviewed the Data Protection Officer's report, noting progress in strengthening data governance, increasing complexity of subject access requests and ongoing management of cyber risks. Assurance was provided that risks were being managed appropriately.

3.7. *Gillies Report Deep Dive*. The Committee considered lessons learned from the Gillies Report, noting that governance effectiveness is dependent on culture and practice, not just structure. Members reflected positively on existing arrangements while emphasising the importance of maintaining constructive challenge, transparency and ongoing Board development.

4. Impact and Implications

4.1. The discussions held at the Audit & Assurance Committee reflect a continued focus on strengthening governance, risk management and assurance arrangements, with particular emphasis on:

- Enhancing the effectiveness and maturity of risk management frameworks
- Strengthening alignment between audit activity, risk oversight and strategic priorities
- Improving clarity and robustness of governance, reporting and assurance processes
- Supporting effective financial oversight and workforce planning in a challenging operating environment
- Embedding a culture of constructive challenge, transparency and continuous improvement

Appendix 1: Audit & Assurance Committee 26.05.26 - Draft Minutes

CITY OF GLASGOW COLLEGE

Board of Management

MEETING OF THE AUDIT AND ASSURANCE COMMITTEE

MINUTE OF THE 4th MEETING (AAC4) HELD ON TUESDAY 26 MAY 2026 AT 1500 HRS AT CITY CAMPUS

Present	
Manira Ahmad	Amy Paterson (Convenor)
In Attendance	
Karen Acheson	Mark Laird
David Archibald	Paul Little
Chris Deery	Marie McFadden
Fred Dinning	Laura Shields
Andrew Dickson	Marcus Walker
Roy Gardner	Lauren Webster (Minute)

Item AAC4-1.1	Welcome and Apologies	
Paper No: N/A	Lead: Convenor	Action requested: Note
	The Committee NOTED apologies from R Young and J Green. The Convenor welcomed F Dinning, a newly appointed Non-Executive Board Member, to the meeting. The Committee NOTED that, as agreed at its last meeting, the Chair of the Board had been invited to attend the meeting. The Convenor welcomed C Deery to the meeting.	

Item AAC4-1.2	Declaration of Interest	
Paper No: N/A	Lead: Convenor	Action requested: Note
	The Committee NOTED no declarations of interest.	

Item AAC4-1.3	Items to be Discussed Privately with Auditors	
Paper No: N/A	Lead: Convenor	Action requested: Note
	None.	

Item AAC4-2.1	Minute of the Audit and Assurance Committee Meeting held on 3 March 2026	
Paper No: AAC4-A	Lead: Convenor	Action requested: Approve
	The Committee APPROVED the minutes of the previous meeting. The Committee NOTED that all agreed actions were marked complete or would be overtaken within the agenda. The Committee DISCUSSED its effectiveness and the interconnectivity of agenda items relating to governance, risk management and assurance. The Convenor outlined the Committee's role in providing strategic oversight of risk	

	to the Board and the need to ensure there was sufficient opportunity within the current agenda structure to undertake a more holistic review of risk management processes, emerging risks, and escalation routes. The Committee DISCUSSED the importance of aligning Committee activity more closely to strategic priorities, risk appetite discussions, and wider Board development. The Committee AGREED that the Associate Director of Governance and Risk (ADGR) should continue to explore the use of governance diagnostic tools to support ongoing improvement in risk management and assurance arrangements.
Item AAC4-2.2	**Committee Schedule of Business 2026-27**
Paper No: AAC4-B	Lead: M Walker Action requested: Approve
	The Committee NOTED its proposed Schedule of Business for 2026–27, including the inclusion of a standing "deep dive" item intended to provide flexibility within the Committee's forward workplan. The Committee DISCUSSED a request to amend meeting start times from 1500 to 1600 hours to better support member availability. The Convenor highlighted the need to maintain an option for remote attendance to support members and ensure quoracy. The Committee DISCUSSED the need to align deep-dive topics with emerging risks, including those identified through internal audit activity and wider strategic considerations (e.g. workforce, financial sustainability, cyber resilience). The Convenor invited the Committee to feedback ideas for deep dive topics to the ADGR, to support a forward-looking programme of business. The Committee APPROVED its Schedule of Business 2026-27, subject to meetings being scheduled to commence at 1600 hours.
Item AAC4-2.3	**Risk Management Policy**
Paper No: AAC4-C	Lead: M Walker Action requested: Approve
	The Committee NOTED the biennial review of the Risk Management Policy and a series of updates, which were intended to strengthen and clarify existing procedures rather than introduce fundamental change. The ADGR advised the Committee that these enhancements included clearer articulation of risk escalation routes, strengthened reference to quality impact considerations, improved alignment with business continuity and incident management arrangements, and confirmation of training expectations across the organisation. The Committee NOTED that no changes were proposed to the College's risk appetite statements. The ADGR informed the Committee that risk appetite would be considered by the Board of Management as part of the forthcoming strategic planning cycle.

	The Committee DISCUSSED the inclusion of enhanced controls, including explicit reference to contractor management, which was welcomed. The Committee DISCUSSED ongoing work to develop the College's risk management framework. The ADGR advised the Committee that a more detailed update on developments to risk management arrangements would be provided to the Committee at its next meeting. The Committee APPROVED the Risk Management Policy.

Item AAC4-2.4	**Review of Assurance Framework**
Paper No: AAC4-D	Lead: M Walker Action requested: Discuss
	The Committee NOTED that an annual review of the Assurance Framework had been undertaken by the College. The ADGR advised the Committee that the Framework mapped strategic risks to sources of assurance, with the revised version incorporating feedback from the Senior Management Team and risk owners. The Committee DISCUSSED the updated Assurance Framework and welcomed strengthened assurances across key areas including cyber security (through enhanced sector engagement), health and safety, and performance and process assurance. The ADGR informed the Committee that the Framework now also recognised the importance of staff competency and capability to deliver appropriate assurance. The Committee NOTED that the College's Cyber Essentials accreditation would end in May 2026. The Convenor advised the Committee that a risk deep dive into the College's cyber resilience arrangements would be undertaken in 2026-27. The Committee APPROVED the Assurance Framework.

Item AAC4-3.1.1	**Review of Committee Terms of Reference**
Paper No: AAC4-E	Lead: M Walker Action requested: Discuss
	The Committee NOTED its Terms of Reference as part of its annual review of the document. The ADGR advised the Committee that no changes were proposed to the Terms of Reference, following its last review in August 2025. The Committee DISCUSSED the current provisions, including quorum requirements, with members noting the importance of maintaining robust Committee membership to support effective decision-making. The ADGR advised the Committee that, following the appointment of two new Non-Executive Board Members, F Dinning would join the Committee, as a member, in the new academic year. The Committee DISCUSSED potential areas of enhancement, including clearer articulation of arrangements for private meetings with the auditors and more explicit reference to fraud oversight. The Chief Financial Officer advised the Committee fraud related governance was currently overseen

	through established arrangements, including reporting to the Finance Committee and Audit Scotland. The Committee NOTED that appropriate mechanisms were in place, including the ability to commission audit work where required. The Committee AGREED that the ADGR would circulate the Fraud Prevention Policy to members for their awareness.

The Data Protection Officer joined the meeting

Item AAC4-3.1.2	**Data Protection Officer Quarterly Report**
Paper No: AAC4-F	Lead: M O'Neil/ R Gardner Action requested: Discuss
	The Committee NOTED the Data Protection Officer (DPO) Quarterly Report, which provided an update on actions to reduce data protection risks and strengthen data handling practices across the College. The DPO advised the Committee that the Data Governance Group had now been established and had met for the first time, with a further meeting scheduled for 10 June 2026 to progress actions and develop a structured programme of work. The Committee NOTED updates to policies and procedures to reflect the requirements of the Data Use and Access Act. The DPO highlighted the the introduction of a statutory right to complain, which would be implemented through a revised complaints process by June 2026. The Committee NOTED that the DPO would continue to progress awareness-raising activity and training across the College, particularly in relation to subject access requests, through the Data Governance Group and relevant stakeholder engagement. The Committee DISCUSSED the increased volume and complexity of subject access requests, with members noting that these are often linked to employee relations matters and could generate significant administrative burden due to their scope and complexity. The DPO provided assurance that requests continued to be managed within required timescales. The Committee NOTED an update on a recent international cyber incident affecting the Canvas platform. The DPO reassured the Committee that the impact on the College remained low and was being appropriately managed in line with regulatory requirements.

The Data Protection Officer left the meeting

Item AAC4-3.2.1	**Deep Dive – Gillies Report: Lessons Learnt Report**
Paper No: AAC4-G	Lead: M Walker Action requested: Discuss
	The Committee NOTED a lessons learnt report on the findings of the Gillies Report and subsequent sector guidance. The ADGR advised the Committee that the key lessons highlighted that governance failure arose not from absence of structures but from how effectively they operated in practice, with particular emphasis on the importance of financial oversight, quality and

transparency of information, and a culture that enables constructive challenge.

The Committee NOTED an accompanying self-assessment which outlined the College's current position against themes raised through the Gillies Report.

The Committee DISCUSSED the extent to which the College's current governance, risk and assurance arrangements provide confidence in practice, as well as in design. Members reflected positively on the strength of existing arrangements, including financial oversight and transparency, whilst recognising the importance of maintaining vigilance and avoiding complacency.

The Committee NOTED the need to foster a culture of constructive challenge. whilst ensuring that this was clearly evidenced within its minutes. The ADGR highlighted the value of ongoing Board development, support for newer members to build confidence in challenge, and continued engagement with sector bodies such as the College Development Network to share and adopt good practice. Further to this, the Committee NOTED the importance of wider organisational culture, openness, and wellbeing in supporting effective governance.

The Committee AGREED that ADGR would bring forward a paper, to its next meeting, outlining how the College meets the requirements of the Code of Good Governance to support assurance – prior to the signing off the Annual Report and Accounts.

Item AAC4-3.3.1	**Internal Audit Report: Budget Control (Inc. Scenario Planning)**
Paper No: AAC4-H	Lead: D Archibald Action requested: Discuss

The Committee NOTED the Internal Audit Report on Budget Control (Inc. Scenario Planning), which provided a satisfactory assurance rating, and highlighted the significant progress made since the previous review in 2020. The Internal Auditor advised the Committee that strengthened arrangements now support greater engagement with budget holders, improved alignment between budget setting and curriculum planning, and enhanced financial monitoring processes.

The Committee DISCUSSED the ongoing financial challenges facing the sector, with particular emphasis on the need for continued robust financial management and scenario planning in an increasingly uncertain funding environment. The Convenor welcomed the positive progress made, particularly the increased involvement and ownership by budget holders and the more mature approach to financial planning and reporting.

The Committee NOTED that the Board's Finance Committee had developed its oversight of financial performance, which included enhanced scenario planning and more frequent reporting where required.

Item AAC4-3.3.2	Internal Audit Report: Staff Recruitment & Retention	
Paper No: AAC4-I	Lead: D Archibald	Action requested: Discuss
	The Committee NOTED the Internal Audit Report on Staff Recruitment and Retention. The Internal Auditor advised the Committee that the report highlighted the interdependency between financial planning, curriculum delivery and workforce requirements, alongside the need to strengthen workforce planning in response to a challenging operating environment. The Committee DISCUSSED the key findings and recommendations, including the need to formalise and better articulate staff retention initiatives, strengthen succession planning for business-critical roles, and further develop forward-looking workforce planning aligned to future delivery models. Members recognised that whilst a range of retention initiatives were in place, there was an opportunity to consolidate these within a clearer strategic framework to better evaluate their effectiveness. The Committee NOTED the importance of identifying critical roles and ensuring continuity through succession planning was emphasised, particularly in the context of ongoing organisational change and financial constraints. Further to this, the Internal Auditor highlighted the value of enhancing the exit interview process to improve organisational insight into staff turnover and inform targeted interventions.	

Item AAC4-3.3.3	Internal Audit Progress Report	
Paper No: AAC4-J	Lead: D Archibald	Action requested: Discuss
	The Committee NOTED the Internal Audit Progress Report which confirmed that the delivery of the 2025-26 Internal Audit Plan was progressing as expected, with all reviews on track. The Internal Auditor advised the Committee that the review of IT network arrangements and cyber security was ongoing and would be reported to a future meeting. The Committee DISCUSSED the importance of clear articulation of audit findings, recommendations and management actions. The Convenor emphasised the expectation that agreed actions should be specific, clearly defined and supported by realistic target dates to enable effective monitoring and assurance.	

Item AAC4-3.4	External Auditor Annual Plan 2025-26	
Paper No: AAC4-K	Lead: M Laird	Action requested: Discuss
	The Committee NOTED the External Audit Annual Plan for 2025–26, marking year four of the five-year audit appointment. The Committee NOTED key aspects of the audit approach, including the application of materiality at 2% of expenditure and the identification of standard and sector-relevant significant risks of material misstatement, namely management override of controls, valuation of land and buildings, and valuation of pension assets and liabilities. The External Auditor highlighted that financial sustainability remained a key area of focus within the wider	

	scope of audit work and that the audit timetable was aligned to support completion and sign-off within the usual year-end timeframe. The Committee DISCUSSED the clarity of the year-end governance process, with members reflecting on the sequencing and respective roles of the Audit and Assurance Committee, Finance Committee, and any joint sessions in reviewing the annual report and accounts. The Committee AGREED that the ADGR, in conjunction with relevant convenors, should review and clarify the year-end reporting and approval process, including the respective roles of the Audit and Assurance Committee, Finance Committee, and any joint sessions.

Item AAC4-3.5	**Audit and Action Overview Quarterly Report**
Paper No: AAC4-L	Lead: K Acheson Action requested: Discuss
	The Committee NOTED the Audit and Action Overview Quarterly Report, providing an update on the status of actions arising from internal audit, external audit, and other assurance activity. The Compliance Auditor advised the Committee that there are currently eleven internal audit actions open, with one action overdue due to delays in the formal sign-off process despite substantive progress having been made. The Committee DISCUSSED the continued improvement in tracking and managing audit actions, with members acknowledging the significant progress made in reducing overdue actions and strengthening oversight arrangements. The Compliance Auditor highlighted that the remaining overdue action related to process completion rather than delivery and therefore did not indicate a substantive control concern.

Item AAC4-3.6	**Committee Level Key Performance Indicators**
Paper No: AAC4-M	Lead: M Walker Action requested: Discuss
	The Committee NOTED the Committee-Level Key Performance Indicators paper, presented in response to a Board action requesting committees to review KPI alignment with risk, assurance and performance monitoring. The Committee DISCUSSED the appropriateness of KPIs within the remit of the Audit and Assurance Committee, with members reflecting that the Committee's primary role is assurance rather than performance management. The Convenor observed that the current indicators were predominantly operational in nature and did not clearly align with the Committee's assurance-focused remit. The Committee AGREED to revisit KPI alignment as part of the forthcoming strategic planning process, with further consideration of whether specific assurance-focused measures would better support its remit.

Item AAC4-3.7	Strategic Risk Review	
Paper No: AAC4-N	Lead: M Walker	Action requested: Discuss
	The Committee NOTED the Q4 Strategic Risk Review, including the six strategic risks reported to the Committee, with no proposed changes to risk scoring. The ADGR advised the Committee that the commentary within the register reflects the position as of April 2026. The Committee DISCUSSED the current stability of risk scores, with members noting that the absence of movement could warrant further consideration to ensure that the register remains dynamic and reflective of the changing operating environment. The Convenor highlighted the importance of clearly articulating mitigating actions, linkages between risks, and how these aligned to potential future scenarios. The Committee DISCUSSED whether elements of the current narratives may be outdated and would benefit from refresh, particularly in light of emerging risks and sector developments. Members emphasised the need to ensure alignment between internal audit findings (notably workforce-related risks) and the Strategic Risk Register, as well as the opportunity to strengthen the approach to horizon scanning by identifying and tracking emerging risks at an earlier stage.	

Item AAC4-4.1	Annual External Compliance Report	
Paper No: AAC4-O	Lead: J Gray	Action requested: Note
	The Committee NOTED an Annual External Compliance Report.	

Item AAC4-4.2	Review of Policy and Procedure Register	
Paper No: AAC4-P	Lead: J Gray	Action requested: Note
	The Committee NOTED a Review of Policy and Procedure Register.	

Item AAC4-4.3	Incident Management and Business Continuity Progress Report Risk Assurance	
Paper No: AAC4-Q	Lead: M Walker	Action requested: Note
	The Committee NOTED an Incident Management and Business Continuity Progress Report Risk Assurance.	

Item AAC4-4.4	Audit & Assurance Committee Self-Evaluation Report 2025-26 Update	
Paper No: Verbal	Lead: M Walker	Action requested: Note
	The Committee NOTED the update on the forthcoming Audit and Assurance Committee self-evaluation process for 2025-26. The ADGR advised the Committee that an evaluation survey, based on the Scottish Government guidance, would be issued to members via Microsoft Forms, and responses would inform the annual assessment of Committee effectiveness. The Committee DISCUSSED the approach to gathering feedback and AGREED that collated responses, and subsequent findings, should be presented at its	

	next meeting.

Item AAC4-5.1	Horizon Scanning Update	
Paper No: Verbal	Lead: Convenor	Action requested: Note
	The Committee NOTED an update from External Audit regarding the Scottish Funding Council (SFC) accounts direction for 2025–26, which was expected to be shared with the Technical Accounting Group on 27 May 2026. The External Auditor advised the Committee that the finalised accounts direction would be issued in June 2026.	

Item AAC4-5.2	Any Other Notified Business	
Paper No: Verbal	Lead: Convenor	Action requested: Note
	None.	

Item AAC4-5.3	Review of Meeting	
Paper No: Verbal	Lead: Convenor	Action requested: Note
	The Committee NOTED feedback on the conduct of the meeting, including that the in-person format operated effectively and enabled structured and inclusive discussion. Members highlighted that the duration of meetings may necessitate consideration of a scheduled comfort break to support focus and engagement, particularly given the technical and detailed nature of Committee business. The Committee DISCUSSED preferences for future meeting formats, with recognition of the benefits of both in-person and virtual delivery. Members reflected that online meetings could support equitable participation, whilst the hybrid format presented additional challenges in facilitating balanced engagement. The Convenor emphasised the importance of maintaining effective meeting management and encouraging open and constructive discussion.	

Item AAC4-5.4	Disclosability of Papers	
Paper No: Verbal	Lead: M Walker	Action requested: Note
	The Committee NOTED that the disclosability status of all papers be retained as tabled.	

Item AAC4-5.5	Date of Next Meeting	
Paper No: Verbal	Lead: Convenor	Action requested: Note
	The Committee NOTED that its next meeting is 9 September 2026.	

Meeting Closes 17:40

ACTIONS FROM MEETING

Item	Description	Owner	Progress Update
AAC4-2.1 26 05 26	The Committee AGREED that the Associate Director of Governance and Risk (ADGR) should continue to explore the use of governance diagnostic tools to support ongoing improvement in risk management and assurance arrangements.	ADGR	
AAC4-3.1.1 26 05 26	The Committee AGREED that the ADGR would circulate the Fraud Prevention Policy to members for their awareness.	ADGR	
AAC4-3.2.1 26 05 26	The Committee AGREED that ADGR would bring forward a paper, to its next meeting, outlining how the College meets the requirements of the Code of Good Governance to support assurance – prior to the signing off the Annual Report and Accounts.	ADGR	
AAC4-3.4 26 05 26	The Committee AGREED that the ADGR, in conjunction with relevant convenors, should review and clarify the year-end reporting and approval process, including the respective roles of the Audit and Assurance Committee, Finance Committee, and any joint sessions.	ADGR	
AAC4-3.6 26 05 26	The Committee AGREED to revisit KPI alignment as part of the forthcoming strategic planning process, with further consideration of whether specific assurance-focused measures would better support its remit.	ADGR	

ACITONS FROM PREVIOUS MEETING

Item	Description	Owner	Progress Update
AAC2-5.1.1 26 11 25	The Committee AGREED that progress against actions should be monitored through the Quality Assurance and Enhancement Committee, with Board oversight and coming through the Learning, Teaching and Student Experience Committee.	JG	
AAC3-5.1.2 03 03 26	The Committee AGREED that, once available, the terms of reference for the Data Governance Group should be shared with the Audit & Assurance Committee.	MO	
AAC3-7 03 03 26	The Committee AGREED for Horizon Scanning to be added as a standing item on future Audit and Assurance Committee agendas.	ADGR/ CGO	
AAC3-7 03 03 26	The Committee AGREED that the Gilles Report, which reviewed lessons learnt from the financial collapse of the University of Dundee, should be considered by the members as a future risk deep dive.	ADGR	