

UHI | INVERNESS

MINUTES of the AUDIT COMMITTEE held via Microsoft Teams on Monday 08 September 2025 at 4.30 p.m.

PRESENT: Janette Campbell, Innis Montgomery, Conrad Copeland & Wendy Grindle

CHAIR: Janette Campbell

APOLOGIES: David Stewart, Sally Blyth & Sandy Denholm, Audit Manager, Deloitte

IN ATTENDANCE: Principal

Chair of the Board of Management

Vice Principal – Curriculum, Student Experience and Quality

Director of Finance and Estates

Operations and Commercial Manager

Information Development Manger

Health, Safety and Sustainability Manager

Sarah McGavin, Audit Partner, Deloitte

Scott McCready, Audit Manager, WBG

Governance Officer

The Chair welcomed everyone to the meeting and introductions were made. The Chair welcomed Conrad Copeland, new Co-Opted Member, to his first Committee meeting.

There were no declarations of interests, statements of connections or transparency statements noted.

The Governance Officer informed the Chair that the meeting was not quorate. The Chair decided to start the meeting with an Item for Discussion to give Committee members more time to join the meeting before Items for Decision were put on the agenda.

Action 1: All future meetings to be streamlined.

12. MARTYN'S LAW UPDATE

The Health, Safety and Sustainability Manager joined the meeting.

The Health, Safety and Sustainability Manager spoke to his report which provided the Committee with an update on the Terrorism (Protection of Premises) Act 2025, also known as Martyn's Law, and an insight into next steps being taken by UHI Inverness in terms of compliance. It has been reported that Martyn's Law is intended to improve protective security and organisational preparedness across the UK. It introduces a tiered framework, categorising premises and events based on the number of individuals to be present at any one time and it will require those responsible to take steps to mitigate the impact of a terrorist attack and reduce harm in the event of an attack occurring.

The Committee welcomed the report and positively commented on college's proactive approach in terms of next steps considered for implementation. Concerns were raised about the duration of the implementation process, staff training required and impact on resources, time and capital. The Committee also highlighted the open access to the building and a discussion about the safety of staff and students took place.

The Chair thanked the Health, Safety and Sustainability Manager for his detailed approach.

The Health, Safety and Sustainability Manager left the meeting.

Wendy Grindle joined the meeting.

The Governance Officer informed the Chair that the meeting was quorate, and the Chair decided to move next to Items for Decision.

1. MINUTES FOR APPROVAL

a) Minutes of the Meeting of the Audit Committee held on 03 June 2025

Decision: The Minutes of the Meeting of the Audit Committee held on 03 June 2025 were **AGREED** as a correct record and were **APPROVED**.

b) **Confidential Note of the Meeting (CN-01-062025) held on 03 June 2025**

Decision: Confidential Note of the Meeting (CN-01-062025) of the Meeting of the Audit Committee held on 03 June 2025 was **AGREED** as a correct record and was **APPROVED**.

c) **Confidential Note of the Meeting (CN-02-062025) held on 03 June 2025**

Decision: Confidential Note of the Meeting (CN-02-062025) of the Meeting of the Audit Committee held on 03 June 2025 was **AGREED** as a correct record and was **APPROVED**.

d) **Confidential Note of the Meeting (CN-03-062025) held on 03 June 2025**

Decision: Confidential Note of the Meeting (CN-03-062025) of the Meeting of the Audit Committee held on 03 June 2025 was **AGREED** as a correct record and was **APPROVED**.

e) **Confidential Note of the Meeting (CN-04-062025) held on 03 June 2025**

Decision: Confidential Note of the Meeting (CN-04-062025) of the Meeting of the Audit Committee held on 03 June 2025 was **AGREED** as a correct record and was **APPROVED**.

2. **OUTSTANDING ACTIONS**

a.) **Audit Committee – Action List**

- **Longman Site sold December 2023 – ONGOING** - Audit Committee will monitor for next two years any future sales of the site. Closing date: December 2025.
- **New Action Tracker – COMPLETE** - Governance Officer to create a new document that will incorporate all internal and external actions with detail progress of each action.

Decision: It was **AGREED** that this item could be removed from the list.

- **Fraud Strategy Findings – COMPLETE** - All internal audit Fraud Strategy findings to be added to the action sheet / tracker.
Decision: It was **AGREED** that this item could be removed from the list.
- **Martyn’s Law – COMPLETE** - Report on Martyn’s Law and processes it will impact, including incidents management and risk assessments, to be brought back in September 2025.
Decision: It was **AGREED** that this item could be removed from the list.
- **Student Attendance KPI – ONGOING** - Student attendance monitoring measure to be added to the KPI Matrix report.
- **Detailed KPIs – COMPLETE** - KPIs for specific Committees to be identified for AY 2025/26.
Update at 08/09/2025: Audit Committee and full Board will receive the full KPI report with narrative. Other committees will receive detail of specific measures related to their committee.
Decision: It was **AGREED** that this item could be removed from the list.
- **NPD Creditor Agreement – COMPLETE** - The Principal will check detailed progress with the Director of Finance and Estates.
Update at 08/09/2025: The Director of Finance and Estates will provide an update on this action as part of the item 02.c Recommendations List – External Audit.
Decision: It was **AGREED** that this item could be removed from the list.
- **Business Continuity – ONGOING** - Detailed update to be provided in regard to the outstanding BDO reports missing from the report in June 2025.
- **BDO Contract Update – COMPLETE** - The Chair of Audit to meet with the Principal and the Director of Finance to discuss the process behind the appointment of new internal auditors.
Update at 08/09/2025: Email communication from the Director of Finance and Estates has been sent to the Chair of Audit to clarify the use of the APUC framework.
Decision: It was **AGREED** that this item could be removed from the list.

b.) Recommendations List – Internal Audit

The Governance Officer reported that BDO have been sent the updated Follow Up Tracker and evidence requested to date and the college is awaiting their feedback.

b.) External Audit Recommendations 2023/24 (CONFIDENTIAL)

The Committee were provided with verbal update by the Director of Finance and Estates in regard to the External Audit Recommendations CONFIDENTIAL (CN-01-092025).

The Chair thanked the Governance Officer for creating the new tracker sheets for all Committee actions.

3. BDO INTERNAL AUDIT 2024/25 - UPDATE

The Director of Finance and Estates reported to the Committee that a number of outstanding internal reports are still being reviewed by BDO with requests for further evidence being submitted to management team.

The Committee welcomed the update and suggested that the Director of Finance and Estates should contact BDO to escalate in an appropriate manner the delay in reports completion and to ask for an updated timeline.

Action 2: BDO to be contacted in regard to outstanding internal audit reports to provide a clear timeline of the process.

4. INTERNAL AUDIT 2025/26 – AUDIT PROPOSAL

Scott McCready, Audit Manager, WBG, spoke to his report which provided the Committee with the internal audit draft audit needs assessment (ANA) report for 2025/26. The draft audit needs assessment (ANA) covered following key areas: audit approach, operational plan and reporting periods.

The Committee welcomed the report and positively commented on audit themes proposed and their timings, reporting arrangements put in place but also good collaboration with the Director of Finance and Estates clearly visible in the body of the report.

Discussion about the 4 year audit plan, levels of audit coverage within high risk areas and mechanisms in place to track audit findings to support growth and mitigate risks took place. Scott McCready, Audit Manager, WBG, assured the Committee that the audit plan is flexible and additional audit areas, as seen fit by the Committee, can be added to it e.g. AI and Cyber Security. There are also plans for audit training being delivered to the Committee on an annual basis.

The Chair welcomed the assurance and asked the Governance Office to liaise with Scott McCready, Audit Manager, WBG, to look at possible session dates in 2025/26.

Action 3: Committee training sessions organised by the WBG to be planned for 2025/26.

The Committee suggested that an annual cyber security report should be presented to the Committee and added to its Calendar of Submission, with the first update being presented in March 2026.

Action 4: Annual Cyber Security Report to be added to the Calendar of Submission.

Action 5: Annual Cyber Security Report to be presented to the Committee by the ICT Services Manager in March 2026.

Decision: The Committee **APPROVED** the Internal Audit 2025/26 – Audit Proposal.

5. RISK REGISTER UPDATE (CONFIDENTIAL)

The Director of Finance and Estates spoke to his CONFIDENTIAL report (CN-02-092025) which provided the Audit Committee with risk register update.

Decision: The Committee **APPROVED** the Risk Register Update (Confidential).

6. UPDATE FROM AUDIT SCOTLAND (CONFIDENTIAL)

The Director of Finance and Estates spoke to his CONFIDENTIAL report (CN-03-092025) which provided the Audit Committee with an Audit Scotland update.

7. FE/HE SORP REPORT (CONFIDENTIAL)

The Director of Finance and Estates spoke to his CONFIDENTIAL report (CN-04-092025) which provided the Audit Committee with the FE/HE SORP Report.

08. SFC'S SUMMARY – UNIVERSITY OF DUNDEE (CONFIDENTIAL)

The Director of Finance and Estates spoke to his CONFIDENTIAL report (CN-05-092025) which provided the Audit Committee with SFC's Summary – University of Dundee Report.

09. DRAFT FRAUD ANNUAL REPORT (CONFIDENTIAL)

The Director of Finance and Estates spoke to his CONFIDENTIAL report (CN-06-092025) which provided the Audit Committee with the Draft Fraud Annual Report.

10. KPI MATRIX

The Operations and Commercial Manager joined the meeting.

The Operations and Commercial Manager spoke to his report which provided the Committee with the KPI matrix for period 12, July 2025 with listed performance for each measure against its respective target and the KPI Matrix summary for 2025-26 which presented the targets set for each measure in 2025-26.

Due to time constraints the Chair asked the Operations and Commercial Manager to provide more details in relation to red measures only.

The Committee welcomed the report and positively commented on all targets exceeded and high rates of satisfaction received from the UHI wide post graduate experience survey which placed UHI as 4th in Scotland for the 3rd year running.

The Committee raised concerns about the lower levels of Senior Phase enrolments compared to previous years. Assurance was given by the Vice Principal Curriculum, Student Experience and Quality, that this matter is being closely monitored by the Student Journey and Enhancement Committee with

reports being reviewed on a monthly basis and discussions taking place how to improve the application rate for this academic year.

The Chair thanked the Operations and Commercial Manager for his detailed update and congratulated him on meeting targets for 24 green measures.

The Operations and Commercial Manager left the meeting.

11. ANNUAL COMPLIANCE REPORT – DATA PROTECTION

The report was taken as read and the Chair asked for any comments to be sent directly to herself and the Governance Officer.

13. DRAFT ANNUAL AUDIT COMMITTEE REPORT

The Governance Officer spoke to her report which provided the Committee with the Draft Annual Audit Committee Report. The Governance Officer reported that the report still needed to be updated with the information from a number of outstanding internal audit reports carried out by BDO. Once all reports have been received the report will be presented to the Joint Audit and FGP Committee and Board of Management during meetings in December 2025.

The Chair thanked the Governance Officer for her report.

14. PUBLIC INTEREST DISCLOSURE UPDATE (CONFIDENTIAL)

The Governance Officer spoke to her CONFIDENTIAL report (CN-07-092025) which provided the Audit Committee with the Public Interest Disclosure Update.

15. AOCB

16. DATE OF NEXT MEETING – Joint Audit and FGP Committee Meeting – Monday 08 December 2025.

Signed by the Chair:



Date: 03/03/2026

