

## Audit and Quality Committee

DATE / TIME / VENUE	1000, Thursday 11 February 2021, via videoconferencing (Google Meet)
PRESENT	Frances Morris-Jones, External Governor (Chair) Bahram Bekhradnia, External Governor David Madoc-Jones, External Governor Paul Myers, External Governor
IN ATTENDANCE	Professor Graham Galbraith (from Min 37) Professor Paul Hayes, Deputy Vice-Chancellor (Mins 42 and 43) Dr Rinat Khusainov, Staff Representative (from Min 37) Tim Lee-Lewis, Student Governor Lorna Raynes, Internal Auditor, RSM LLP (except Min 50) Brent Schwartz, Health and Safety Manager (Min 39) Emma Woollard, Executive Director of Finance
SECRETARIAT	Adrian Parry, Executive Director of Corporate Governance Annette Mills, Head of Governance Services

### Private Sessions

- The external Governors, the staff representative, the student governor and the internal auditors held a private session before the start of the main meeting at 1015 hours.
- The external Governors, the Executive, the staff representative, the student governor and the secretariat held a private session after the main meeting at 1300 hours.

**Due to the availability of members some items were taken out of order.**

### 34 Welcome, Quoracy and Apologies

- 34.1 Apologies were received from: Louise Tweedie, Internal Auditor RSM LLP. Andy Hornby, External Auditor, Deloitte LLP Paul Thomas, External Auditor, Deloitte LLP
- 34.2 The Executive Director of Corporate Governance confirmed that the meeting was quorate and could proceed to business.
- 34.3 External governor, David Madoc-Jones declared a potential conflict of interest in relation to the Audit Tender Update agenda item as he had previously worked for KPMG. It was noted that the Audit Tender Update agenda item was for information and not for decision on this occasion.

### 35 Minutes

The minutes of the meeting held on 12 November 2020 were confirmed as an accurate record.

## 36 Matters Actioned Since the Last Meeting or Under Continuing Consideration and Matters Arising

### Matters Actioned

36.1 Action was reported on four matters, two which were for note and two items that would be covered on the agenda.

### Matters Arising

36.2 There were no other matters arising from the minutes.

## 37 Committee Effectiveness

The Committee received a draft Committee self-assessment questionnaire for 2020/21 from Adrian Parry, Executive Director of Corporate Governance. In discussion the following key points were noted:

- 37.1 At its meeting on 22 September 2020, the Committee had agreed that it would be helpful for members to evaluate its effectiveness across the 2020/2021 academic year. It had been noted that both the Human Resources and Infrastructure and Finance Committees had already undertaken a similar exercise.
- 37.2 The self-assessment questionnaire would provide members with a useful opportunity for reflection on the role of the committee, its strengths and areas that could be improved.
- 37.3 In discussion the following amendments to the draft were proposed:
- (i) Correction to the typographical error in the column heading.
  - (ii) Section A:
    - Question 2 should be amended to enable views to be sought on the suitability of the composition and content of the agenda.
    - A further question should be added to explore whether the Committee's Terms of Reference were deemed fit for purpose.
  - (iii) Section B:
    - Question 1 should include a reference to the effectiveness of the implementation of the University Strategy.
    - Question 2 should be expanded to describe the areas of the University Strategy that were pertinent to the role of the Committee.
    - A further question should be added to explore the identification and development of risks and associated mitigation.

- 37.4 It was agreed that the Chair and the Executive Director of Corporate Governance would finalise the amendments to the questionnaire outside of the meeting before the questionnaire was distributed to the Committee for completion. The collated response and key trends would be received at the Committee meeting to be held on 13 May 2021.

**Action: Executive Director of Corporate Governance**

## 38 Internal Audit

### Higher Education Benchmarking Report 2019/2020

- 38.1 Committee received a report from the internal auditors that provided a comparison of the number of actions agreed, and the audit assurance opinions provided in similar audits performed across RSM LLP's higher education (HE) client base. The following points were noted in discussion:

- (i) Each organisation had a different approach to the conduct of audits. Some organisations prioritised key systems and others focussed upon areas that were known to require scrutiny and improvement.
- (ii) The number of partial assurance outcomes for audits undertaken at the University was above the client base median for 2019/19. However, this outcome had been disproportionately influenced by two audits, one in response to a specific health and safety incident and the other in an area that the University had already identified as being of concern.
- (iii) In response to a question, it was agreed that RSM LLP would confirm the number of organisations within the sample and whether the declining trends shown in the University's assurance levels were mirrored in the historic data for the other organisations within the client base.

**Action: RSM LLP**

- (iv) In response to a question, it was agreed that RSM LLP would confirm the average number of management actions resulting from audits undertaken at the University and across its client base during 2019/20.

**Action: RSM LLP**

- 38.2 The Committee noted the report.

### Progress Update Report

- 38.3 Committee received an update on progress against the internal audit plan for 2020/2021 from Lorna Raynes, RSM LLP. The progress report provided a factual summary of progress to date. In discussion the following points were noted:

- (i) The framework for academic workload planning had been deferred following discussion with the Chair. It was felt that an audit undertaken in 12 months into the future would provide a better insight into working requirements in a post Covid-19 environment.
- (ii) Managing Risk in A Covid-19 World and Higher Education News Briefings: the risk associated with hostile interference in the internationalisation of UK

higher education was discussed. It was noted that there was a higher degree of risk for the University associated with its domestic activities, especially for student recruitment, its brand identity, the impact of changes to the National Student Survey (NSS) and the graduate outcome survey.

- (iii) It was noted that teaching had been suspended at the partner college in Myanmar in light of the current political situation in the country. This situation would continue to be monitored carefully.

#### Procedures for Qualification Checks on Appointment

38.4 Committee noted that the overall conclusion of the audit was reasonable assurance, with three medium priority actions arising from the audit. The audit had examined the overall process and at the way that the process was devolved within three of the Faculties. It was noted that this was the last remaining audit from the 2019/20 internal audit plan.

#### Follow-Up Report

38.5 The Committee received an overview report on the follow-up progress made by the University to implement previously agreed management actions in response to audit recommendations. The following points were noted in discussion:

- (i) There were 14 actions overdue of which ten were in progress and four had no response yet. At this stage, the management actions had not been verified and this would be undertaken later in the year by RSM LLP.
- (ii) In response to a question regarding why the Central Student Placement Policy would not be established until November 2023, it was agreed that this would be explored further and the reasons clarified outside the meeting.
- (iii) It was noted that some of the dates in the report had elapsed and needed to be updated.

## **39 Health and Safety Quarterly Report**

The Committee received the quarterly Health and Safety Annual Report for 1 August to 31 October 2020 from Brent Schwarz, Health and Safety Manager. The following points were noted in discussion:

39.1 The report contained:

- (i) An overview of the elements of the University's health and safety policy that pertained to the role of governors and their responsibilities.
- (ii) The duties of the health and safety team with a commentary on how these responsibilities had been addressed during the reporting period.
- (iii) Information on accidents and training delivery during the reporting period.

39.2 It was agreed that a paper on risk appetite in Health and Safety that had been written by the Health and Safety Manager would be circulated to the Committee for information.

**Action: Health and Safety Manager**

39.3 The Committee acknowledged the significant amount of work ongoing to deliver robust health and safety in relation to the impact of Covid-19 and related testing requirements.

39.4 The report was discussed and noted by the Committee.

## 40 Risk Management

### Corporate Risk Register

40.1 The Committee received the updated Corporate Risk Register from Adrian Parry, Executive Director of Corporate Governance.

40.2 The Committee noted that work had started to relaunch the University Strategy and it would be important to ensure that there continued to be a strong linkage between the risk register and the goals and objectives of the University Strategy.

40.3 There would also be some reorientation of ownership of activities within the University Strategy to bring more focus and traction to the action plans. However, it was acknowledged that the University's focus continued to be upon the immediate operational issues caused by the Covid-19 pandemic.

40.4 There were five key risks in the medium term in relation to the impact of Covid-19 upon the University that had been identified and these would be reflected in the new risk register:

- (i) Lack of capacity and confidence to take risk and to pursue innovation and opportunities.
- (ii) Uncertainty in the external environment and the funding context that stifled the University's ability to make the organisational changes and investments necessary to capitalise on the new opportunities brought by the global pandemic.
- (iii) Challenges of the return to the campus and the adoption of new approaches to teaching and learning and working patterns that met student and staff expectations.
- (iv) Re-energising the University Strategy and re-aligning the estates master plan within an uncertain environment.
- (v) The University being slow to respond to new opportunities as a result of failing to enhance its underpinning digital infrastructure and data management to facilitate new ways of learning and working.

40.5 The Chair and Executive Director of Corporate Governance would discuss the refreshed risk register and risk appetite outside the meeting before the next Committee meeting in May 2021.

40.6 The Committee noted the report.

#### Corporate Risk Assurance Map

40.7 The Committee received the revised Corporate Risk Assurance Map from Adrian Parry, Executive Director of Corporate Governance. The Committee noted that the Corporate Risk Assurance Map had been revised to reflect pending audit activity.

## 41 Student Related External Returns Data Quality

### 41.1 Annual Report 2019/20

- (i) Committee received and noted a report from Chris Douse, Principal Analyst (External Returns & Data Standards), Department of Student and Academic Administration (DSAA), on the external statutory data returns made in the academic year 2019/20.
- (ii) The paper provided an annual summary to the Committee of the external returns undertaken during 2019/20 by the External Returns and Data Standards Team in DSAA. The report was designed to provide assurance to the Committee that the University had complied with its responsibility to provide timely and accurate data.
- (iii) The Committee agreed that the report provided assurance that the University's processes for external data returns were robust and that it had complied with its responsibilities.

### 41.2 Data Returns Register

- (i) Committee received and noted the Data Returns Register as at 1 February 2021. The OfS Regulatory Notice 2 stipulated that the audit committees of higher education institutions were responsible for providing assurance to their governing bodies on the adequacy and effectiveness of the management and quality assurance of data.
- (ii) In response to a request, it was agreed that more detail would be provided about the CRC Energy Efficiency Scheme in the Estates return.  
**Action: Executive Director of Corporate Governance**
- (iii) The Committee agreed that the report provided assurance that the University was alert to its key data returns, their associated timescales and any risks associated with the collection of the data.

## 42 Key Metrics and League Tables

The Committee received an oral report from Professor Paul Hayes, Deputy Vice-Chancellor on key metrics and league tables. The following points were noted in discussion:

- 42.1 This item responded to a request made at the Committee's previous meeting for a report to enable the Committee to better understand the activities and investment that may be required to support improvements to the University's league table position.
- 42.2 League tables typically use information from the National Student Survey (NSS), graduate outcomes survey, Research Excellence Framework (REF) and Higher Education Statistics Agency (HESA) return. These measures, except REF, are also used in the Teaching Excellence Framework (TEF) but the TEF is benchmarked against the student population. The REF was due to be submitted shortly.
- 42.3 Graduate outcomes were increasingly important and career destinations of students needed to be a major focus for future activity.
- 42.4 In the short term, graduates would be contacted in advance of the graduate outcomes survey and offered support if they were still seeking a job. They would be reminded that how the words they use to respond to the survey questions would define whether their job was classified as a graduate or non-graduate job. It was also noted that the University needed to encourage students to do placements and take up volunteering opportunities to improve their employment prospects.
- 42.5 In the longer term, there would be a focus on supporting employability initiatives and supporting students in seeking employment. There would also be more focus placed upon employment within the curriculum and course portfolio.
- 42.6 The University was in the second year of gradually increasing its entry tariff as a strategy for improving its league table position. It was acknowledged that this could possibly lead to an initial decline in student recruitment but it was expected that this would recover over time as its league table position improved.
- 42.7 The Committee noted the report.

## 43 Optometry Update - confidential

## 44 Professional, Statutory and Regulatory Body (PSRB) Accreditations

- 44.1 Professional, Statutory and Regulatory Body (PSRB) Accreditations at the University of Portsmouth:
  - (i) Committee noted a report from Claire Nowell, Academic Standards and Quality Adviser, Academic Standards, Quality and Partnerships, on the business processes for supporting and recording courses with Professional

Statutory and Regulatory Body (PSRB) accreditation status.

44.2 Professional Accreditations - Status of Courses (*circulation only*):

- (i) Committee had received electronically a complete list of the professional accreditation status of courses offered by the University.

44.3 The Committee agreed that the report and the comprehensive and clear spreadsheet gave assurance to Committee that the University was actively managing its professional accreditations.

## 45 The University's Prevent Duty

The Committee received a report from Adrian Parry, Executive Director of Corporate Governance that provided an overview of the University's activities to deliver its Prevent Duty. In discussion, the following points were noted:

- 45.1 There was an increased government interest in the role and support for freedom of speech within universities. There was a belief within government that universities were inconsistent in their treatment of freedom of speech and did not allow certain views to be expressed.
- 45.2 The University was required to have an External Speakers Policy as part of its registration with the OfS and to comply with the Prevent Duty.
- 45.3 It was noted that there was a potential conflict between the statutory obligations of the Prevent duty and the requirement for universities to promote freedom of speech.
- 45.4 The Committee noted the update.

## 46 Non-Audit Services Provided By External and Internal Auditors

Committee noted there were no planned non-core audit services provided by the internal and external auditors during the course of 30 October 2020 to 28 January 2021.

## 47 OfS Publications

Committee noted the full list of OfS publications could be found at:  
<https://www.officeforstudents.org.uk/publications/>.



#### **48 Proposed Meeting Dates 2021/2022**

The Committee noted the proposed meeting dates for 2021/2022 which had been circulated electronically to members on 17 December 2020 and 12 January 2021:

- Thursday 16 September 2021 from 10:30 to 13:00
- Friday 12 November 2021 from 10:00 to 13:00
- Thursday 17 February 2022 from 10:30 to 13:00
- Thursday 19 May 2022 from 10:30 to 13:00

#### **49 Date of Next Meeting**

The next meeting would be held on Thursday 13 May 2021 from 1030.

#### **50 Audit Tender Update - confidential**