

Audit & Risk Committee of Governing Body

Minutes of 4th September, 2019

Present: Dr Fionnuala Anderson, Marie Carroll, Maeve McConnon,
Kieron Connolly, Sam Dunwoody

In Attendance: Dr Annie Doona, Bernard Mullarkey, Conor Logan,
Elaine Dominguez (Minute-taker)

1. Adoption of Agenda

The Agenda was adopted, as circulated with the addition of one item under A.O.B.:

- Additional Agenda items for future Audit & Risk Committee Meetings

Proposer: FA

Secunder: MC

2. Conflicts of Interest

No conflicts of interest were declared.

3. Adoption of Minutes of the Meeting of 29th May, 2019

The Minutes of the meeting of 29th May, 2019 were adopted as circulated.

Proposer: MMcC

Secunder: MC

4. Matters Arising

4.1 External Member of Audit & Risk Committee – the Chairperson and members of the Committee welcomed Mr. Sam Dunwoody, Director of Finance at the National Rehabilitation Hospital (NRH) as an external member of the Audit & Risk Committee.

4.2 Audit & Risk Committee Training – it was noted that Gemma Collins, Director of Risk Assurance & Advisory Services at PwC, delivered training to the Audit & Risk Committee members on their Roles & Responsibilities prior to this meeting. It was proposed that a 'Review of the Audit & Risk Committee Training' feature as part of the Agenda for the next Audit & Risk Committee meeting on 11th December 2019.

4.3 Draft Financial Statements for year ended 31st August 2018 – it was reported that the site visit by the external auditors (DHKN) took place during July and that a report in relation to the audit has been received by the Office of the Comptroller General (C&AG). It was noted that Ms. Kathleen Bonner, Senior Auditor at the C&AG, is now responsible for the review and certification of the Institute's financial statements. It is hoped that a response in relation to the Institute's accounts will be received next week. It was proposed that the finalised financial statements for the

year ended 31st August 2018 be approved by the Audit & Risk Committee members as a written resolution, for subsequent approval by the Governing Body at their next meeting on 2nd October 2019.

4.4 President's Expenses/Credit Card Expenditure – further to Item 10 of the Minutes of 29th May 2019, it was reported that a formal request has been received by the President from an Executive member to have their credit card re-instated. The staff members in attendance at the meeting left the Boardroom for this item. A discussion ensued between the President and the members of the Audit & Risk Committee regarding the possible reinstatement of the relevant Executive member's credit card. The Committee noted that it is the President's decision as the Accountable Officer, and that the Committee would support the President's decision in this regard.

5. Annual Governance

5.1 Annual Governance Statement 2018/19 – the draft Annual Governance Statement 2018/19 was discussed as circulated. It was noted that items highlighted in yellow are new reporting items requested by the Higher Education Authority (in addition to those required under the THEA Code of Governance for Institutes of Technology). The following issues were noted:

- (a)** Item 4 (iii) External Work - it was reported that the Institute currently has a process whereby all staff members must request permission from the President if they wish to undertake any work additional to their contract with the Institute. It is planned to issue a reminder of this requirement to all staff members.
- (b)** Item 17 – with regard to the record of Governing Body meeting attendance, it was noted that the Chair of Governing Body is aware of the poor attendance by some members and that this will continue to be monitored.
- (c)** Item 22 The Framework for Promoting Consent in Higher Education – it was reported that a statement will be drafted in relation to the Institute's processes for promoting consent and for the prevention of sexual violence.
- (d)** Item 23 Children & Vulnerable Adults Protection Policy – it was noted that, since November 2015, the Institute has a Policy and Procedures for the Protection of Children & Vulnerable Adults in operation and that these are in the process of being updated at present.
- (e)** Item 26 Intellectual Property (IP) and Conflict of Interest – it was noted that since November 2014 the Institute has an Intellectual Property Policy in place. The President and S/FC will review the current Policy to ensure that it is fully compliant with all legislation. In addition, the President and S/FC will ensure that a single Conflict of Interest Policy is published on IADT's website.
- (f)** Item 27 Framework for Good Higher Education Research Practice in Ireland – it was reported that a statement will be drafted affirming that IADT commits to the key characteristics of good research practice as set out in the HEA Framework.

It was agreed that the S/FC will forward the finalised draft Annual Governance Statement 2018/19 to the Audit & Risk Committee members as a written resolution prior to it being tabled for approval at the next Governing Body meeting of 2nd October 2019.

Proposer: FA
Secunder: KC

5.2 Statement of Internal Control 2018 – it was noted that the draft Statement of Internal Control 2018 forms part of the Institute’s Annual Governance Statements (Items 29 to 36) as reviewed.

6. Annual Review of Controls

6.1 Audit & Risk Committee Annual Report 2018/19 – the draft Audit & Risk Committee Annual Report 2018/19 was discussed as circulated. It was proposed that the S/FC review the Audit & Risk Committee’s Terms of Reference in line with the requirements of the THEA Code of Governance for Institutes of Technology. Once this review has been completed, the S/FC will circulate the revised Audit & Risk Committee Annual Report 2018/19 to the Committee members, with any additions clearly highlighted. The draft Audit & Risk Committee Annual Report 2018/19 was approved by Committee members (subject to the review of the Terms of Reference) for forwarding to Governing Body for consideration at its meeting of 2nd October 2019; where necessary, a written resolution may be required.

Proposer: KC

Secunder: MC

7. Procurement

7.1 Contracts Control Sheet Update - the updated Contracts Control sheet was discussed as circulated. It was noted that, as requested, a ‘traffic light’ system has been introduced to highlight contracts which have or are due to be expired. The following items were noted:

- (i) Computer Supplies (Apple & PC Products)** – the S/FC will obtain an update from Colm Hennessy, ICT Manager, regarding a drawdown of contract via HEANet.
- (ii) Legal Services** – due to the fact that, at present, there is no new sectoral agreement in place for the provision of legal services, the Institute engages three separate legal advisors depending, on the seriousness of the issue in question.
- (iii) Library Journals/Books & eBooks** - a new Librarian is due to commence shortly, who will manage these contracts either directly or via the Office of Government Procurement (OGP)/Education Procurement Service (EPS).
- (iv) Microsoft Software & Licensing** – the S/FC will obtain an update regarding this from the ICT Manager.
- (v) Pest Control** – due to the fact that the OGP will no longer be handling any tender processes for pest control, the Estates & Facilities Manager, Grace Weldon, will now manage this process.
- (vi) Reading & Writing Services** – the tender process for the engagement of Reading & Writing Services for the Institute is nearing completion.
- (vii) Security** – the contract with Noonan has been extended for a further two years.
- (viii) Stationery Supplies** – a tender process for the supply of stationery is currently being undertaken by the OGP.
- (ix) Student Support (Interpretation & Translation)** – a two-year tender process is being prepared for this service. The due date is to be amended to reflect this.

- (x) **Telephones (Landlines)** – the S/FC will obtain an update regarding this from the ICT Manager.
- (xi) **Tools & Hardware** – the Institute is awaiting notification from the OGP regarding the appointment of a new supplier. The Institute currently purchases tools and hardware from various suppliers.
- (xii) **Waste Management** – Greenstar has been awarded a one by six-month extension to their existing contract.

8. Internal Audit

8.1 Meeting with the Internal Auditor (PwC) – Keegan Henkeman, Risk Assurance Solutions Manager PwC, joined the meeting.

8.2 Internal Audit Findings Follow-up Review Report – Keegan Henkeman briefed the Audit & Risk Committee members on the Internal Audit Findings Follow-up Review Report. It was noted that of the 16 findings in progress, seven are rated Grade 2 and nine are rated Grade 3, with significant progress being reported in the implementation of PwC's recommendation in all cases. In relation to the four 'open' findings, two are rated as Grade 2 and two are rated as Grade 3. The open findings are as follows:

(i) Examination Procedures and Related Processes 2018

Item No. 14 (Grade 2) - it was noted that: Examination papers and solutions are stored on USB keys with no password protection on either; there is no log book in place to ensure that exam scripts and papers are signed in and out of the Exams Office; and there are no documented procedures in place to detail how examination papers, solutions, scripts, project work and interim assessments are to be appropriately secured by lecturers, the Faculty Office and the Exams Office. It was recommended that Access Control Guidelines be developed to include the following: a) Password protection of USB keys which contain examination papers and solution; b) Use of a log book to register the signing in and out of exam scripts and papers by Invigilators; c) Guidance on the use of campus computers to create examination documents; and d) Guidance for safeguarding interim assessment work, project work and exam scripts.

Item No. 15 (Grade 2) - it was noted that there is no signed contract in place between IADT and Bridge Interpreting Services, who have, for a number of years, provided readers, scribes, translators and other special assistance staff to IADT throughout the academic year and for examinations. The information shared with BIS includes sensitive data on students and no evaluation is currently being carried out on the staff provided by BIS. It was recommended that a signed contract be established between IADT and BIS to include: a) the scope of the services to be provided as well as the roles and responsibilities of each party; b) the terms and conditions in relation to data protection and confidentiality; and c) a service level agreement which is monitored and reviewed periodically to ensure compliance with the terms of the contract that are agreed.

Item No. 19 (Grade 3) – it was noted that the findings and conclusions made by External Examiners in their annual reports are not formally included for discussion at Examination Board meetings. In addition, the recommendations from these reports are not formally documented or tracked by the Heads of Departments or Heads of Faculty. It was recommended that External Examiner

reports be received prior to Exam Board meetings and that findings and recommendations be included as a standing agenda item of the Exam Board meetings; and that a formal tracker be maintained in each Faculty to document recommendations made by External Examiners.

Item No. 20 (Grade 3) – it was noted that formally documented procedures in relation to the preparation, delivery and grading of continuous assessments are not in place. It was recommended that formal procedures be documented in relation to the continuous assessment process, to include: a) the preparation of continuous assessment tasks; b) the grading and moderation process; c) how assessments will be communicated to students; and d) the collection of assessments from students. The President undertook to ascertain the existence of Continuous Assessment Procedures.

- Actions:**
- (i) It was agreed that the Registrar will be requested to provide an update regarding all of the above items.
 - (ii) Revised completion dates for 'Open' and 'In Progress' issues will be presented to the Audit & Risk Committee members at their next meeting of Wednesday, 11th December 2019.
 - (iii) 'Updates on the Internal Audit Findings' to be included on the Agenda for the next Audit & Risk Committee meeting in December.

8.3 Terms of Reference for the Review of Internal Controls with respect to the Student Records System – Following the briefing on the Internal Audit Follow-up Review findings, the Committee reviewed the draft Terms of Reference for the Review of Internal Controls with respect to Student Records Systems. This review was agreed as part of the PwC Internal Audit Plan for 2019. It was proposed that, as part of the review of data sharing, an audit be carried out of access controls to all Data Sharing Agreements in place in, to ensure that the Institute is fully compliant with the EU General Data Protection Regulations. It was noted that currently, the Student Records Systems (Banner) forms part of the Institute's MIS system which was purchased by the sector and which is managed by EduCampus. It was recognised that this creates a complexity with regards to ensuring the security of the Institute's data. It was proposed that the contact details of the Institute's FOI Officer (Angela Brennan) be forwarded to PwC to assist with this audit process.

At this point in the meeting (12.04 hrs.), AD, BM, CL and ED left the Boardroom.

Following a discussion between the Audit & Risk Committee members and the internal auditor, AD, BM, CL and ED returned to the Boardroom (12.10 hrs.).

9. Risk Management Policy

It was reported that the Institute has a Risk Management Policy in place since November 2018, however insufficient progress is being made in relation to the implementation of risk management processes. It was proposed that the Audit & Risk Committee members be provided with an update of the main risks for the Institute. It was noted that the main risks for the Institute at present are: student recruitment and the condition of the Quadrangle Building.

10. Equality, Diversity & Inclusion Implications.

There were no Equality, Diversity & Inclusion Implications noted regarding any items discussed at the meeting.

11. A.O.B.

11.1 Additional Standing Agenda Items for Audit & Risk Committee Meetings – the Audit & Risk Committee members requested that the following items feature as standing items on future meeting Agendas:

- Update on the Internal Audit Follow-up Review (Open/In Progress Issues)
- Update on main Risks for the Institute
- Notification of any Staff/Student Complaints received
- Statutory Reporting – to include details of any data breaches and a summary of any accidents which have occurred.
- Any issues in relation to the Protection of Children & Vulnerable Adults

Next Meeting: Wednesday, 11th December 2019 at 9am.

Signed: 
Dr Fionnuala Anderson
Chairperson

Date: 11/12/19