

**Minutes of the Cardiff University Audit and Risk Committee Special Meeting held on Wednesday 19 July 2023 at 12:00 via Zoom.**

Present: Agnes Xavier-Phillips (Chair), Pers Aswani, Dónall Curtin, Suzanne Rankin and Dr Robert Weaver.

Attendees: Ruth Davies, Sian Marshall, Claire Sanders, Professor Damian Walford-Davies.

**1147 Welcome and preliminaries**

1147.1 All were welcomed to the meeting. The Chair reported that they had been asked to Chair the meeting following the resignation of Michael Hampson as a lay member of Council and Chair of the Audit and Risk Committee with effect from 4 July 2023.

1147.2 The Chair congratulated Dr Robert Weaver on his appointment as a lay member of Council and Chair of the Audit and Risk Committee with effect from 24 July 2023.

**1148 Apologies for absence**

Apologies were received from the Vice-Chancellor, the University Secretary and the Chief Financial Officer. The Deputy Vice-Chancellor was in attendance on behalf of the Vice-Chancellor.

**1149 Declarations of interest**

The Chair reminded the Committee members of their duty to disclose any potential conflicts of interest. No declarations of interest were disclosed.

**1150 Meeting agenda and attendees**

Resolved

1150.1 The Committee resolved to vary the order of the agenda in order to consider paper 22/843HC 'Internal Audit Future Options' ahead of paper 22/844HC 'Interim Options for Cardiff University Internal Audit Service'.

Noted

1150.2 That the Chair of the Audit of Risk Committee had, prior to their resignation, determined that the current Head of Internal Audit would not be required to attend the Special Meeting given that the business of the meeting was to discuss the appointment of their successor; that the Head of Internal Audit had been asked to provide feedback on the future approach to the internal audit service and that their view had been incorporated within the paper.

1150.3 That one member of the Committee wished to record their view that the meeting should not proceed without the Head of Internal Audit in attendance to provide advice to the Committee on the options provided; that the views of the committee were sought on that point and it was agreed that the meeting should proceed with the current officers in attendance.

**1151 Internal Audit future options**

Received and considered paper 22/843HC 'Internal Audit Future Options'. The Chief Operating Officer spoke to this item.

Noted

1151.1 [Redacted]

1151.2 [Redacted]

1151.3 [Redacted]

1151.4 [Redacted]

1151.5 [Redacted]

1151.6 [Redacted]

1151.7 [Redacted]

1151.8 [Redacted]

Resolved

1151.9 To recommend to Council for approval that the current model of a partially outsourced, hybrid internal audit service should be retained.

1151.10 For the Committee to be provided with further information in due course to inform a recommendation on the nature of the partially outsourced, hybrid model to include the reporting line, level of resource, extent of hybrid provision and the role of the Head of Internal Audit in assurance activity.

## **1152 Interim options for Cardiff University Internal Audit Service**

Received and considered paper 22/844HC 'Interim Options for Cardiff University Internal Audit Service'. The Chief Operating Officer spoke to this item.

Noted

1152.1 [Redacted]

1152.2 [Redacted]

1152.3 [Redacted]

1152.4 [Redacted]

1152.5 [Redacted]

1152.6 [Redacted]

1152.7 [Redacted]

Resolved

1152.7 To recommend to Council for approval that an interim Head of Internal Audit appointment should be made whilst the recruitment process for the substantive Head of Internal Audit appointment takes place.

1152.8 To recommend to Council for approval that an external search firm should be engaged to identify one or more candidates against whom to compare the CV of

the named candidate in order to assist the appointing panel in determining the best candidate for appointment as the interim Head of Internal Audit.

- 1152.9 For Dr Robert Weaver as in-coming Chair of the committee, to be involved in the appointment process for the interim Head of Internal Audit to enable a recommendation to be made to Council on the appointment.