

**Meeting of the Audit and Risk Assurance Committee held on  
11 September 2023 at 10.00am  
Quigley Room, James House Head Office**

**Present:** Lee Wilson (Acting Chair)

**In attendance:** Don Leeson (Chief Executive)  
Barry McLeod (Department for the Economy)  
Thomas Allen (Ross Boyd Chartered Accountants)  
Virginia Aldana (Boardroom Apprentice)  
Stephen Brannigan (NI Audit Office)  
Sarah Davidson (NI Audit Office)  
Oliver Murray (Executive Assistant)

**Apologies:** Clare Duffield  
Kevin McCabe

The Chair welcomed everyone to the Committee meeting, giving a particular welcome to the Agency's new Boardroom Apprentice Virginia Aldana.

It was noted that, with fewer than three Board members present, the meeting was not quorate. It was agreed that the meeting should proceed and, exceptionally, seek to ratify any decisions and address key issues by correspondence.

**Declarations of interest:** None

**1. Minutes of the Last Meeting**

- 1.1 The minutes of the Audit and Risk Assurance Committee meeting held on 12 June 2023 (paper ARAC 01(a)-09/23) and the minutes from the single-issue Committee meeting held on 19 June 2023 to consider the draft Report to those Charged with Governance (RTTCWG) (paper ARAC 01(b)-09/23) were noted. These will be cleared by correspondence.

**Action: Chief Executive**

## 2. Matters Arising from the Last Meeting

2.1 It was noted that the Corporate Risk Register for 2023-24 was approved at the June 2023 Board meeting.

## 3. Chief Executive's Business

3.1 The Chief Executive gave an update on a range of relevant current issues.

3.2 An update regarding the appointment of new Board members was noted.

3.3 An update was given on current staffing issues, including the long-term sick absence of two senior managers and the departure of the Communications Manager (Maternity Cover). It was noted that these absences will impact on a number of current activities.

3.4 NIPSA members within the Agency have been called out on strike on 22 September 2023 as part of the long-running NICS pay dispute. This is likely to impact on services.

## 4. External Audit Matters

4.1 The NI Audit Office (NIAO) presented the final version of RTTCWG (paper ARAC 02 09/23). It was noted that the report is unchanged from the draft version considered at the June 2023 Board meeting.

## 5. Internal Audit Matters

5.1 The Committee noted that, following a procurement exercise, CavanaghKelly have been appointed as the Agency's internal audit service provider for the next three years. A three-year Strategic Internal Audit Plan will be considered at the December 2023 Committee meeting.

**Action: Director of Corporate Services**

5.2 In the meantime, an internal audit plan for 2023-24 will be cleared by correspondence. This will allow the audits to be scheduled and terms of reference prepared. Subject to the Committee's agreement, the Year 1 audits will cover financial controls and personal data handling.

**Action: Chief Executive**

## **6. Risk Management**

- 6.1 The Chief Executive presented the Corporate Risk Register as at September 2023 (paper ARAC 03-09/23), which was reviewed by the Committee.
- 6.2 The Committee noted that two new risks have been escalated by the Senior Leadership Team for inclusion on the Risk Register. These are in respect of Regional Office accommodation when the lease ends on the current premises in June 2024, and personal data security.
- 6.3 The Chief Executive reported that accommodation in Orchard House, where the Regional Office had been due to relocate in 2024, may no longer be suitable. Alternative options, including the possibility of remaining in the current location, are being explored.
- 6.4 The escalation of the risk in respect of personal data security has resulted from the experience of another public body and the consequential heightened impact on the Agency if a data breach occurs. The Committee noted that the Agency has a number of controls in place, including ISO 27000 accreditation. Nevertheless, it is prudent to take a number of actions, including inviting Internal Audit to review controls, to provide additional assurance in this business-critical area.

## **7. Raising Concerns/Whistleblowing**

- 7.1 It was noted that a new Board contact for the Agency's Raising Concerns policy will be sought following the appointment of new Board members. Pending this, the Chief Executive reported that the Board Chair is addressing a concern raised by a staff member in respect of a recent training workshop.

## **8. Register of Policies**

- 8.1 The Committee noted the current Register of Policies (paper ARAC 04-09/23).

## **9. Any Other Business**

### Direct Award Contracts

- 9.1 The Chief Executive confirmed that no Direct Award Contracts were awarded since the last meeting.

### Register of Contracts

9.2 The Chief Executive presented the Register of Contracts (paper ARAC 05-09/23), which was noted by the Committee.

### Conflicts of Interest Policy

9.3 The Chief Executive presented the draft revised Conflicts of Interest Policy (paper ARAC 06-09/23). It was noted that the policy has been updated in light of a model policy developed by, and new guidance on avoiding conflicts in respect of Tribunal cases from, the Department of Finance. It was agreed that, as this is a key corporate governance document, the revised policy should be submitted for Board approval.

**Action: Chief Executive**

### External Guidance Documents Received

9.4 The Committee noted the external guidance documents received since the last meeting (paper ARAC 07-09/23), particularly guidance on Innovation Risk Management published by the NIAO.

## **10. Record of Any Matters Arising from the In-Camera Session**

10.1 With only the Chair present, there was no in-camera session.

## **11. Date of Next Meeting**

11.1 The next Committee meeting will be on 11 December 2023.