

Audit and Risk Committee minutes

30 June 2023

Details of attendees are provided at the end of the minutes.

1. Introductions and apologies

- 1.1. Apologies for absence were received from Angela Donaldson, Jayne Scott, John Edwards, Graham Farrington and Laura Charmant.

2. Declarations of interests

- 2.1. No declarations of interests were made.

3. External audit annual report, Audit and Risk Committee Annual Report 2022/23 and ICO Annual Report and Financial Statements 2022/23

- 3.1. The Committee considered the external audit annual report (including the draft audit certificate and draft letter of representation), the Audit and Risk Committee Annual Report 2022/23, and the ICO Annual Report and Financial Statements 2022/23 (the accounts).
- 3.2. The Committee sought clarification regarding progress of the audit, as their understanding had been that the audit would be completed the previous week. Deloitte explained that the audit was substantially completed. Their expectation was that an unqualified audit opinion would be issued. However, there were outstanding queries that Deloitte not yet confirmed as resolved. The Committee was also informed that unexpected staff absences at Deloitte had created some additional delays in completing the audit.
- 3.3. The Committee expressed concern that new audit queries were still being raised, given that this additional meeting had been scheduled at a date to allow all audit work to be completed. The Committee highlighted the additional stress and concern this had caused. The Committee also commented that while unexpected staff absences created challenges, Deloitte should have the resources within its organisation to assign additional staff to complete to schedule.
- 3.4. The Committee received assurance that the ICO had responded to the outstanding issues and therefore there was nothing the ICO was aware of at present that would prevent completion of the audit.

Deloitte confirmed that this was also their understanding. The Committee also noted that the ICO team had been consistently requesting information regarding the amount of remaining outstanding queries and had not received confirmation of this.

- 3.5. The Committee also noted that they had received assurances at the meeting on 19 June that the audit work would be fully completed in time for this meeting. The Committee noted the initial delays at the start of the fieldwork audit, this did not explain the current delays. Deloitte highlighted the amount of work and time the team had put into completing the audit, and confirmed that the cause of the delays would be considered during the lessons learned exercise.
- 3.6. The Committee discussed the details of the remaining queries, which related to the trade creditor closing balance and to a specific civil monetary penalty. Deloitte and NAO confirmed that, at present, they were not anticipating any additional requests for information from the ICO to complete the audit. Deloitte confirmed that, at present, they anticipated that there would be nothing preventing the accounts being approved. The remaining queries to be resolved were more directly related to the audit file, rather than the accounts themselves. While there was a possibility that matters could arise from these queries which could require a change in the accounts, Deloitte characterised the chance of this as remote.
- 3.7. The Committee agreed that they would not recommend the Commissioner sign the accounts and letter of representation while audit queries were outstanding. The Committee agreed that these queries must be resolved by no later than Wednesday 5 July. This would require Deloitte to resolve the queries on Monday 3 July, and NAO to complete their review by Wednesday 5 July. Deloitte and NAO confirmed that these timescales were appropriate, and would update the Committee on progress.

ACTION: Deloitte to email the Audit and Risk Committee to confirm that all external audit queries have been resolved from Deloitte's perspective. Due date: 3/7/23

ACTION: NAO to email the Audit and Risk Committee to confirm that the external audit fieldwork had been completed and reviewed. Due date: 5/7/23

- 3.8. ICO management confirmed that their recommendation was that the Commissioner should sign the letter of representation and

annual report, once confirmation was received that the remaining queries from Deloitte were resolved.

- 3.9. The Committee agreed that if there are no changes to the accounts, the Commissioner should sign the letter of representation and accounts once confirmation is received from NAO regarding the completion of audit work.

Decision

- 3.10. The Committee agreed that, assuming no changes were required following completion of the audit, they recommended the Commissioner to sign the letter of representation and the Annual Report and Financial Statements 2022/23, once the audit work is confirmed as completed. The Committee approved the Audit and Risk Committee Annual Report 2022/23.

4. Any other business

- 4.1. There were no items of other business.

Attendance

Members

Ailsa Beaton (Chair)	Non-Executive Director
Ranil Boteju	Non-Executive Director

Attendees

ICO

Craig Morton	Head of Finance
Louise Byers	Director of Corporate Risk and Governance
Paul Arnold	Deputy Chief Executive Officer and Chief Operating Officer

External Auditors

Robert Buysman	National Audit Office
Michelle Hopton	Deloitte

Secretariat

Chris Braithwaite	Corporate Governance Manager
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