



Wednesday 6 December 2023
Central Square, Cardiff and by video conference

1. Committee business
 - a) Apologies and conflicts of interest
 - b) Minutes from 8 October Audit and Risk Committee
2. NAO - Audit planning report
3. Accounting matters
4. Risk matters
 - a) Risk and compliance report
 - b) InfoSec risk update
5. Internal Audit quarterly report
 - a) AI audit follow up
6. Project reporting
 - a) Transformation and assurance overview
 - b) Project Assurance report
 - c) East Bank briefing
7. Committee review and effectiveness
 - a) External audit effectiveness review
 - b) Terms of reference review
 - c) Whistleblowing reporting
8. For noting/approval:
 - a) S4C assurance report
9. AOB

Members:

Chris Jones	Non-executive director (Chair)
Shumeet Banerji	Non-executive director
Elan Closs Stephens	Acting Chair

Board members present:

Tim Davie	Director-General
Leigh Tavaziva	Group Chief Operating Officer

With:

Ian Griffiths	Commercial Board NED, Observer
Alan Dickson	Chief Financial Officer
Balram Veliath	Director, Quality, Risk and Assurance
Claire Rollo	National Audit Office
Greg Wilson	National Audit Office
Eleanor Parker	National Audit Office
Chris Sandford	Head of Governance (secretary)
Bethan Pearce	Head of Financial Reporting (2,3,4,7a)
Sam Carrier	Finance Director, T&O (2,3,4)
Gurdip Ryatt	Head of Risk (4)
Peter O'Kane	CTO (4b)
Helen Rabe	CISO (4b)
Peter Tansley	Director, Internal Audit (5,6)
Storm Fagan	CPO (5a)
Eddy Datubo	Director, Transformation (6)
David Pembrey	COO, Content (6c)
Jon Taylor	Senior Project Director (6c)

- 1.1 The minutes were approved and no new conflicts of interest were raised.

- 2.1 The Committee reviewed the NAO's planning report for the 2023/24 year-end audit process. The revised risk assessment was noted and it was agreed that more detail on the

through regular reporting. A briefing on annual reporting plans for sustainability would come to the March meeting. The Committee also noted the reshaping of the overall transformation portfolio, to now include key strategic projects, which would continue to be monitored at the Board. The overall plan for continuing oversight was welcomed.

b) Project assurance report

- 6.2 The latest assurance report was noted. The Finance outsourcing project had been assessed and would be looked at again in March. The Committee asked for an assessment rating on the assurance to be added to future reports.

c) East Bank briefing

- 6.3 The Committee were briefed on the latest position with the East Bank project, which