Minutes of the Audit Committee Meeting
Held on Teams at 3pm on 11 December 2025

Present: Prue Amner, Huw Chapman, Ashley Cullen, Shirley Nellthorpe & Pauline Tiller (chair)

Apologies: None

In Attendance:

Mike Cheetham	RSM (internal auditors)
Katy Quinn	Principal & CEO
Paola Schweitzer	Director of Governance
Maria Vetrone	COO

Minutes

290 Attendance and Participation

There were no apologies.

291 Declarations of Interest

There were no declarations of interest.

292 Whistleblowing Policy (paper 931/25/A)

Governors considered the whistleblowing policy which had been reviewed by RSM. Mike confirmed that he had not considered it necessary to make any changes to the policy but had suggested some amendments to the procedures. Maria confirmed that SMT had considered and agreed the whistleblowing policy. There was a discussion about the amendments including the level of engagement by the Chair of Audit and Chair of Corporation and it was agreed that the amendments proposed by RSM were appropriate. Governors agreed Huw's suggestion that safeguarding be added to paragraph 3.1.1 of the policy. Following an earlier conversation with the Chair of Corporation, Paola proposed a few amendments and governors agreed to:

- Amend 4th paragraph under Stage 1 – Disclosure be amended to be consistent with Stage 2 '*including informing the Chair of the Audit Committee.*'
- Change '*without undue delay*' to '*as soon as possible*'.

Governors **Agreed** to recommend the amended whistleblowing policy to Corporation.

293 Audit Committee Annual Report to Corporation (paper 932/25/A)

Governors **Agreed** the Audit Committee Annual Report to Corporation, agreeing that the amendments were appropriate.

The meeting ended at 3.17pm