

# **Transport for London**

## **Minutes of the Audit and Assurance Committee**

**Conference Rooms 1 and 2, Ground Floor, Palestra,  
197 Blackfriars Road, London, SE1 8NJ  
10.30am, Monday 10 March 2025**

### **Members**

Mark Phillips (Chair)  
Keith Richards OBE (Vice Chair)  
Deborah Harris-Ugbomah  
Tanya Joseph  
Marie Pye (via Teams)

### **Executive Committee**

Andrea Clarke	General Counsel
Rachel McLean	Chief Finance Officer (from 11am)

### **Staff**

Jill Elliott	Head of Internal Audit
Siwan Hayward OBE	Director of Security, Policing and Enforcement (for Minute 10/03/25)
Lorraine Humphrey	Director of Risk and Assurance
Patrice Locker	Head of Enterprise Risk
Mandy McGregor	Head of Policing and Community Safety (for Minute 10/03/25)
Richard Mullings	Head of Counter-Fraud and Corruption
James Norris	Head of Project Assurance
Pritesh Patel	Interim Group Finance Director
Mike Shirbon	Head of Quality, Safety and Security Assurance
Christopher Tann	Head of Financial Accounting and Tax
Sue Riley	Secretariat Officer

### **Also In Attendance**

Katie Caredes	Partner, Ernst & Young
Janet Dawson	Partner, Ernst & Young
Alison Munro	Chair, Independent Investment Programme Advisory Group

## **01/03/25 Apologies for Absence and Chair's Announcements**

Apologies for absence had been received from Councillor Ross Garrod and Anurag Gupta. Marie Pye attended the meeting via Teams and was able to participate in discussions but did not count towards the quorum. The meeting was quorate.

The Chair welcomed everyone to the meeting. The meeting was broadcast live to TfL's YouTube channel, except for the discussion of the information on Part 2 of the agenda which was exempt from publication, to ensure the public and press could observe the proceedings and decision-making.

There had been three changes to senior roles in the Chief Finance Officer's team.

Joanna Hawkes had retired from TfL and, following a competitive recruitment process, Manish Gupta had been appointed as the new Corporate Finance Director.

Patrick Doig had been appointed as the interim Group Procurement and Commercial Director, which replaced two former Procurement and Commercial director roles covering operations and capital. Moving into Patrick's former role, Pritesh Patel had been appointed as the interim Group Finance Director.

Patrick Doig retained his role as the statutory Chief Finance Officer for now. Rachel McLean would review who should fulfil and deputise for this role in the future and, as a matter reserved to the Board, any proposed changes would be submitted to the Board for approval in due course.

On behalf of the Committee, the Chair congratulated Patrick, Pritesh and Manish on their appointments.

The Chair reminded those present that safety was paramount at TfL and encouraged Members to raise any safety issues during discussions on a relevant item or with the appropriate member of the Executive Committee after the meeting.

Following the meeting, Members would meet informally with the Chief Finance Officer and statutory Chief Finance Officer.

## **02/03/25    Declarations of Interest**

Members confirmed that their declarations of interests, as published on [tfl.gov.uk](https://tfl.gov.uk), were up to date and there were no interests to declare that related specifically to items on the agenda.

Since the last meeting, there had been two updates to Members' interests. Deborah Harris-Ugbomah's appointments as a Director of The Shared Learning Trust and as an independent member of the Audit Committee of the Crown Prosecution Service had ended; and Tanya Joseph had been appointed as a Non-executive Director of Project Everyone, an organisation that promotes the UN Sustainable Development Goals.

## **03/03/25    Minutes of the Meeting of the Committee held on 27 November 2024**

**The minutes of the meeting of the Committee held on 27 November 2024 were approved as a correct record, and the Chair was authorised to sign them.**

## **04/03/25    Matters Arising and Actions List**

Andrea Clarke introduced the item, which set out progress against actions agreed at previous meetings of the Committee.

**The Committee noted the updated Actions List.**

## **05/03/25 Risk and Assurance Report Quarter 3 2024/25**

Lorraine Humphrey and Jill Elliott introduced the report, which set out the work completed by the Risk and Assurance Directorate during Quarter 3 of 2024/25 (15 September to 7 December 2024), including work in progress and planned activities. Patrice Locker, Richard Mullings, James Norris and Mike Shirbon were also in attendance.

The outcome of the review by the External Quality Assessment of Internal Audit would be included in the report to the next meeting, including their recommendations on suggestions for future planning.

A further update on the planned audit of Equality Impact Assessment would be brought to a future meeting. **[Action: Jill Elliot]**

It was agreed that an alternative customer feedback system would be introduced if the previous system was not functioning at the end of March 2025 (due to the cyber incident).

Members would be provided with information as to how TfL reported on its environmental and social value goals, including sustainable and diversity and inclusion targets.

**[Action: Andrea Clarke]**

The Committee was advised that Enterprise Risk 04 – Significant Security Incident including Cyber Security would be separated to have a new cyber security risk (Enterprise Risk 11). This would be reported back to the Committee as part of the quarterly report going forward and would include any appropriate information on impacts of artificial intelligence which was seen as a Risk and an Opportunity.

Future Enterprise Risk reporting would include the impact of adequate resourcing and external funding to bring risks within tolerance, particularly in relation to climate adaption and operational performance. **[Action: Patrice Locker]**

Members congratulated the Counter-fraud and Corruption team on recent successful prosecutions. Financial compensation for TfL was always sought and prosecutions were publicised, once completed.

**The Committee noted the paper and the exempt supplementary information on Part 2 of the agenda and approved the Internal Audit Plan 2025/26 Phase 1 as set out in Appendix 2 of the paper.**

## **06/03/25 Independent Investment Programme Advisory Group Quarterly Report**

Lorraine Humphrey introduced the Independent Investment Programme Advisory Group's (IIPAG) quarterly report for January 2025. Alison Munro set out the key areas of the report in detail, including re-occurring themes.

IIPAG would consider how to report on whether recurring themes were improving or being addressed. **[Action: Alison Munro]**

The allocation of a TfL senior responsible officer to major projects was regularly reviewed by the Executive Committee, but often sponsorship and operator arrangements were more appropriate and effective.

The accuracy of cost estimates was challenging due to the long lead in times of larger projects, optimism bias and risk and contingency elements. Continual improvements were being made through the use of technology and systems, which enabled a virtual cycle of learning.

**The Committee noted the Independent Investment Programme Advisory Group's quarterly report and the management response.**

## **07/03/25    Places for London Assurance Update**

Lorraine Humphrey presented the item, which provided an update on progress with assurance activity across Places for London during Quarter 3 of 2024/25 (15 September to 7 December 2024).

There were no overdue recommendations and progress was being made to implement the recommendations from the first line assurance targeted assurance reviews.

Members requested that a senior representative of Places for London be invited to attend future meetings as appropriate. **[Action: Secretariat/Graeme Craig]**

**The Committee noted the paper and the exempt supplementary information on Part 2 of the agenda.**

## **08/03/25    Critical Accounting Policies**

Christopher Tann presented the update on critical changes to accounting policies to be applied in TfL's Statement of Accounts for the year ending 31 March 2025.

**The Committee noted the paper.**

## **09/03/25    Finance Control Environment Trend Indicators**

Pritesh Patel presented the Financial Control Environment Trend Indicators dashboard for Quarter 3 of 2024/25, which informed the Committee of the control environment across TfL's Finance, Business Services, and Procurement and Commercial teams.

**The Committee noted the paper and the Financial Control Environment Trend Indicators dashboard.**

## **10/03/25 2024 Annual Report on the Disclosure of TfL held Personal Data to the Police and Other Statutory Law Enforcement Agencies for the Purpose of Prevention and Detection of Crime in London**

Siwan Hayward OBE and Mandy McGregor presented the annual update on personal data disclosed to the police and other statutory law enforcement agencies.

The team continued to be part of a vital crime prevention tool in making a significant contribution to safety and security in London, in a proportionate and appropriate manner.

Members were advised that the Commissioner, under a delegation from the Mayor, had agreed to a request from the Metropolitan Police Service to reinstate its direct access to data from a number of road user charging enforcement cameras. Members were assured that this information could only be used by the police once they had provided compelling evidence to TfL.

Reporting on action taken to reduce Violence Against Women and Girls was submitted regularly to the Safety and Sustainability Panel.

**The Committee noted the paper.**

## **11/03/25 Enterprise Risk Update – Governance and Controls Suitability (ER10)**

Andrea Clarke presented the annual update on Enterprise Risk 10 – Governance and Controls Suitability (ER10).

The overall control effectiveness rating was Adequately Controlled and the top three mitigations for ER10 remained privacy and security, the TfL Management System and Governance Framework.

**The Committee noted the paper and the exempt supplementary information on Part 2 of the agenda.**

## **12/03/25 Register of Gifts and Hospitality for Members and Senior Staff**

Andrea Clarke presented the quarterly update on gifts and hospitality declared by Board Members and senior staff from 1 November to 31 January 2025.

During the period a total of 130 declarations of offers were made by senior staff in this period and 67 of these were declined, with 63 accepted.

**The Committee noted the paper.**

### **13/03/25 Members' Suggestions for Future Discussion Items**

Andrea Clarke introduced the item. No additional suggestions were raised for future discussion items on the forward plan or for informal briefings, other than those already noted during the meeting.

**The Committee noted the forward plan.**

### **14/03/25 Any Other Business the Chair Considers Urgent**

There was no other urgent business to discuss.

### **15/03/25 Date of Next Meeting**

The next scheduled meeting of the Committee would be held on Wednesday 4 June 2025 at 10.30am.

### **16/03/25 Exclusion of the Press and Public**

**The Committee agreed to exclude the press and public from the meeting, in accordance with paragraphs 3 and 7 of Schedule 12A to the Local Government Act 1972 (as amended), when it considered the exempt information in relation to the items on: Risk and Assurance Report Quarter 3 2024/25; Places for London Assurance Update; and Enterprise Risk Update – Governance and Controls Suitability (ER10).**

The meeting closed at 12.16pm.

Chair: \_\_\_\_\_

Date: \_\_\_\_\_