

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
BOARD OF GOVERNORS
held on 9 July 2020 at 9.00 pm
via videoconference

¹PRESENT: Z Carter (E) (to minute 302); J Emm (SCS) (minutes 192 to 286 & 296 to 323); T Floyd (E); N Hopkins (E, Chair) (except minutes 287 to 297); T Jackson (P); J Lander (E); M Lauder (E); N Moody (E); S Morgan (E); A Neil (E); A Owen (E); R Palmer (E); H Perry (S) (minutes 192 to 286 & 296 to 323); C Wilson (E, Vice Chair) (except minutes 287 to 297).

In attendance: S Grant – Deputy Principal – Corporate (minutes 192 to 286 & 296 to 323)
C James – Assistant Principal HE (minutes 251 to 259)
J Milburn, Deputy Principal – Curriculum and Principal Designate
A Whitworth, Director of Finance (minutes 192 to 286 & 296 to 323)
S Willson, Clerk to the Corporation

LONG SERVICES AWARD

192. A Long Service Award had been awarded to John Talbot, Game & Wildlife, prior to the meeting in recognition of his 25 years of service to the College.

DECLARATION OF INTERESTS

193. There were no new interests to declare. The Board’s Register of Interests records Members who hold (unremunerated) directorships of the College’s subsidiary companies.

MINUTES

194. **Resolved** – that the minutes of the meetings held on 2 April 2020 (Parts I and II) and 14 May 2020 be confirmed as a correct record and signed by the Chair of Governors.

Covid-19 (Minutes 67 and 176/20)

195. The Deputy Principal Corporate provided an update on the provision of free school meals, noting that the Government had announced a Covid Summer Food Fund to provide schools, but not colleges, with vouchers for eligible children over the 2020 summer holidays. Although additional funding had not been made available, College management had decided to continue provision over the summer holiday for students who met both the College’s bursary and free school meals qualifying criteria.

[Addendum – on 10 July, the Government announced additional funding to enable FE colleges to continue to provide meals over the summer holiday to students eligible for free meals in FE in the 2019-20 academic year and the Deputy Principal Corporate confirmed that this would be undertaken for all free meals eligible students at the College.]

¹ (E) = External; (P) = Principal; (S) = Staff; (SCS) = Sparsholt College Services Staff Governor; (St) = Student

196. In relation to final assessments, the Deputy Principal Corporate confirmed that final year Veterinary Nursing students had been able to sit their Objectively Structured Clinical Examinations (OSCEs). The Deputy Principal Corporate explained that the outstanding practical assessments for a small number of FE courses were planned to take place in September, with relevant students attending college in advance of that to prepare.
197. There were no matters arising not covered elsewhere on the agenda.

CHAIR OF GOVERNORS' REPORT

198. The Board had received and noted the report of the Chair which summarised activities he had undertaken since the April 2020 meeting of the Board and forthcoming events and matters requiring his consideration.
199. The Chair recognised the scale of change in the College's activities which had been necessary to deliver teaching and learning and business administration since the April Board meeting. On behalf of the Board, the Chair commended the hard work and commitment of the SLT and of all College Group staff and thanked governors for their willingness to adapt ways of working to the extraordinary times.
200. The Chair recorded the sincere gratitude of the Board of Governors to Tim Jackson, ahead of his retirement on 31 July, for his 22 years as Principal and took the opportunity to thank him on behalf of the many generations of students, old and young, who had benefited from their time at Sparsholt and Andover. The Chair emphasised that his leadership and his vision for the College had been, quite simply, excellent.
201. The Principal thanked the Chair for his words, reflecting on his experiences and acknowledging the support of the Board.

PRINCIPAL'S REPORT AND STRATEGIC PLAN

202. The Board had received the report of the Principal providing an update on progress towards achieving the three-year objectives of the current Strategic Plan and the annual milestones for 2019-20 and summarising key developments at the College since the previous meeting of the Board, including matters related to the coronavirus (COVID-19) pandemic.
203. The Principal summarised key developments in relation to the continuation of teaching and learning, student support and wellbeing, and business administration services and the recommencement of some face-to-face sessions for students from 15 June.
204. The Board recognised the good progress towards achieving the strategic annual milestone objectives for 2019-20, with only one objective likely not to be fully met, despite some interruption from the pandemic and commended the collective efforts of the SLT and wider College Group teams.
205. In relation to the latest updates on learner/student application numbers for 2020-21, the Chair questioned whether the RAG rating assessment in the College Healthcheck Report was overly positive for HE, given the percentage reduction in application numbers for Autumn 2020 compared to Autumn 2019 and the challenging demographic trend for 18 year olds in the HE sector generally. While acknowledging that overall applications were behind year on year, the Principal explained that there was a higher level of conversion from applications to enrolments for first year Foundation/Honours degree students being evidenced this year, which was encouraging. It was noted that the more significant

reduction was in top-up degree applications and applications to the Veterinary Nursing Foundation Degree.

206. The Principal drew the Board's attention to the financial overview and a number of related updates, with more information to follow under the management accounts and budget agenda items. The Principal reported that a number of land-based colleges were experiencing a significantly deteriorating forecast for 2020-21 as a result of the impact of Covid-19. The Principal confirmed that Landex was continuing dialogue with relevant Government departments about the potential impact on skills development for the land-based sector.
207. The Principal noted the Chancellor's 'Plan for Jobs' announcements the previous day, including in relation to funding for businesses which hired new apprentices under the age of 25 and a fund to subsidise six-month work placements for 16-24 year olds on Universal Credit, the detail of which management would be considering further. For example, while support for apprenticeships could be beneficial, there might be a risk of a negative impact on finding the required level of work placements for FE students as a result.
208. The Principal highlighted to the Board that the Enterprise M3 LEP had agreed in principle to College management's request for an exceptional extension of £115k to the LEP capital grant for the Animal Health and Welfare Centre as a consequence of the impact of Covid-19, increasing the total project budget by this amount. It was noted that this and other LEP funding matters were also the subject of a separate report at the meeting.
209. The Principal reported the outcome of a hearing by a City & Guilds special panel on 2 July in relation to the set of Level 2 Animal Care synoptic assessment results in 2018 which had been the subject of a complaint (not upheld) by the College to Ofqual. The Principal explained that the panel had decided that no further action would be taken and noted that the College had exhausted the appeals process. It was also noted that, although there remained a disparity between the ability for students to request a remark of GCSEs/A Levels but not of technical qualifications, the College had supported the 2018 Level 2 learners affected to progress to Level 3 and that it was anticipated that those who had continued their studies would obtain a Level 3 qualification. The Board agreed that the College had done all that it could to support the students and that the cost of pursuing the matter further through undertaking legal action was not justified.
210. The Principal also reported planning for the delivery of course programmes in 2020-21, highlighting significant points in relation to responding to Government guidance and related financial modelling; student transport being a key consideration. Asked about the approach to student 'bubbles', the Deputy Principal Curriculum explained some of the complexities around subject bubbles in different parts of the curriculum offer, delivery of English & maths GCSEs, student catering and student transport.
211. A Staff Governor pointed out that, while Government guidance permitted a relaxation of social distancing on student transport, the College should be mindful that students and parents might have personal concerns about travel arrangements.
212. The Deputy Principal Corporate highlighted that a large number of students travelling to the Sparsholt College campus from/via Winchester relied on the No 7 public bus service and reported that management was looking into contingencies should this service be reduced. In terms of College provided transport, it was noted that there were over 1,000

[later confirmed as c1,200] students travelling on College arranged transport passes for service buses and trains and 14 different direct college commissioned bus routes.

213. The Principal reported that the latest guidance supported staff in the FE sector returning to on-campus working from 1 August and that this was the approach being taken by management.
214. The Board noted the extensive planning going into the transport, accommodation and curriculum planning for 2020-21 to ensure as near normal an experience for students as possible, with an emphasis on social distancing and other safety measures.

HEALTHCHECK REPORT

215. The Board had received the latest College Healthcheck Report (2020/06) with key performance indicators.
216. Responding to a member's comment about the reported DBS Compliance Audit apparently equivocal finding of 'appears to be compliant', the Principal confirmed that the College was compliant.
217. Asked whether the turnover of academic staff, as reported, presented a cause for concern, the Principal explained that the higher turnover was not across the board and that there was a range of different reasons. The Deputy Principal Curriculum added that recent vacancies advertised in Animal Management and Equine had received a good number of applicants, including from other land-based colleges.

STRATEGIC PLAN

218. The Board had received from the Principal and Principal Designate the Three Year Strategic Plan 2020-23, including the annual milestone objectives and key measures for 2020-21 and related risks.
219. The Chair noted that the Board might under normal circumstances anticipate a new Principal to undertake an early strategic review but that, in discussion with the Principal Designate and with the outgoing Principal, it had been agreed that the immediate priority was to continue to address the impact of the pandemic and to maintain the stability of the College. The Board endorsed this approach.
220. The Deputy Principal Curriculum provided some additional context to the objectives and measures relating to student outcomes and quality of teaching and learning, explaining that there were likely to be additional challenges emerging from the pandemic and from changes to the assessment processes during the year. It was noted that Ofsted would carry out visits to some colleges from September, including to some 'Outstanding' and 'Good' colleges, to test how colleges had responded to Covid-19.
221. The Deputy Principal Curriculum also drew the Board's attention to a high level of activity under objectives relating to external stakeholders and partnerships, including collaborative working with other colleges.
222. **Resolved** – that the Strategic Plan 2020-23, including the annual milestone objectives for the period 2020-21 be approved.

FINANCE

Management Accounts

223. The Board had received the Monthly Management Accounts (to 31 May 2020) and the Director of Finance summarised key points in relation to 2019-20 income and expenditure and budget variances.
224. The Director of Finance emphasised that, where possible, management continued to seek to reduce costs in 2019-20 and also to bring forward necessary spend from 2020-21 to mitigate the deteriorating financial position in the following year resulting from the Covid-19 pandemic.
225. The Director of Finance explained that, given the level of uncertainty over the continuing impact of the pandemic, two versions of the cash flow forecast had been provided, one representing the SLT's view of the more likely case to July 2021 and one showing a worst case position, which was considered to be unlikely, in order to be able to test the College's trading position. The Director of Finance confirmed that in both of these scenarios the College would be unlikely to need any cash flow support during the period to July 2021 and was likely to be able to pay its staff and suppliers for the foreseeable future.
226. The Director of Finance further reported that the new guidance issued by the DfE the previous day (subsequent to the Management Accounts and 2020-21 budget being issued to the Board) would result in the forecast increase in student transport costs being reduced and an improved cash flow forecast.
227. Asked whether there would be a potential benefit to repaying a bank loan to reduce the risk of breaching bank loan covenants in 2020-21, the Director of Finance noted that when this was last reviewed the penalty for early repayment was prohibitive and that there was an additional complexity that the covenants were similar and a breach of one would automatically trigger a breach of all the covenants. The Director of Finance also noted that it was prudent financial planning to maintain a healthy cash balance.

Budget and Financial Plans

133. The Board had received the report of the Director of Finance proposing the two-year financial forecast for 2020-21 – 2021-22, including the income and expenditure budget for 2020-21, capital expenditure proposals, assessment of bank loan covenants and sensitivity analysis.
228. The Director of Finance reminded the Board that the initial two year financial plan 2019-20 to 2020-21 indicated a surplus at 31 July 2021 of £377k but that the previous assumptions had been reviewed and updated in light of the pandemic. The budget paperwork received by the Board, and recommended by the Resources Committee, set out a deficit budget of £2.23m for 2020/21. The Director of Finance explained that, subsequent to the paperwork being issued, the SLT had further reviewed the assumptions regarding costs of student transport in light of latest Government guidance issued on 8 July and now expected the additional costs to reduce by c£550k. It was therefore proposed to revise down the deficit budget to £1.6m-£1.7m, with the final figure to be confirmed to the Board by email the following week once the revised assumptions had been tested. This would then be included in the financial return submission to the ESFA at the end of July.

229. The Director of Finance further highlighted a number of other assumptions resulting from the pandemic, including in relation to forecast variations in student numbers and occupancy rates for residential halls.
230. The Board discussed the forecast staff costs which it was noted had not assumed a change to numbers of staff, other than the normal vacancy factor, including in relation to additional staffing which could possibly be required to support smaller cohorts or remote learning due to Covid-19. It was also noted that actions taken in other sectors, such as redundancies, would be unlikely to be financially beneficial to the College in the budget deficit period but measures such as freezing recruitment of individual posts would be kept under review during the year.
231. The Board also noted that the budget included the cost of an all staff pay award but that the affordability, appropriateness, amount and timing of any pay award, particularly in light of the bank covenants, would be reviewed in the Autumn term in light of reforecasts of the financial plan.
232. Asked about the level of IT related spend as part of the capital expenditure proposals for 2020-21 and whether management had sought external advice on IT investments, the Deputy Director Corporate confirmed that the proposed spend was in line with the findings of RSM's internal audits of IT and noted that additional grant funding was being sought from the LEP and was not included in the current financial forecasts. The Director of Finance further explained that the loan covenants were sensitive to EBITDAR related financial performance and less so to capital expenditure.
233. Given the level of uncertainty linked to the pandemic, the Board agreed that the budget would require review and rolling updates to forecasts during the year, with careful consideration given to measures which could contribute to reducing the deficit to below the level which would breach bank loan covenants.
234. The Director of Finance reported that initial discussions with the banks had indicated that they expected colleges to plan their way out of risks of breaching covenants in 2020-21 or to seek to renegotiate rather than to obligate colleges to repay loans and that renegotiation could encompass changes to loan rates and security of assets. The Board agreed that any renegotiation of the covenants would require judicious strategic analysis to take into account related factors such as capital grants and any impact on Local Government Pension Scheme (LGPS) contributions.
235. **Resolved** – that
- a) A budget for 2020/21, which shows a deficit of £1.6m-£1.7m before FRS 102 pension charges or credits, is approved on the basis that the Director of Finance would confirm a deficit figure of between £1.6-1.7m after the meeting and that the budget would be reviewed in the Autumn term because of the significant number of uncertainties linked to the impact of the COVID-19 pandemic on the College's income and expenditure;
 - b) A high-level forecast for 2021/22 before FRS 102 pension charges or credits showing a surplus of £96,000, is approved;
 - c) A capital spend allocation of £800k for 2020/21, fully funded by the College, in addition to the approved capital expenditure relating to the Animal Health and Welfare Research Centre, is approved.

[Addendum – the Director of Finance issued to the Board by email on 15 July the updated income and expenditure budget for 2020-21 showing a deficit of £1.68m.]

Banking

236. The Director of Finance proposed changes to the authorised signatories for the College's bank accounts to reflect changes to the Strategic Leadership Team (SLT) from 1 August.
237. **Resolved** – that the Authorised Signatories on the College's bank accounts mandates with Barclays, Lloyds and NatWest banks be changed from 1 August 2020 to remove the retiring Principal (Tim Jackson) and to add the new Vice Principal Curriculum Sparsholt (Jonathan Baker) and the new Vice Principal Curriculum Andover (Ben Stokes).

Funding Applications

238. The Board had received the report of the Deputy Principal Corporate on potential project or capital investments, relating to external funding bids.
239. The Deputy Principal Corporate provided an update on progress, noting that the funding extension to the Animal Management Health & Welfare project had been agreed by the EM3 LEP and that there were positive indications of increased funding in relation to the various projects in partnership with other colleges.
240. The Board welcomed the investment activity and noted that, where it was proposed that the College would manage projects on behalf of wider consortia, management would aim to ensure that all direct costs of this oversight administration were charged to the colleges involved.
241. **Resolved** – that the College proceed with the project bid applications and, if successful, with implementation, including management on behalf of wider consortia.

QUALITY & LEARNERS/STUDENTS EXPERIENCE

Safeguarding Annual Report

242. The Board had received the annual report of the Deputy Principal Curriculum (as Designated Safeguarding Lead) on Safeguarding, including Prevent, and the draft annual Child Protection Audit for Hampshire County Council.
243. The Board noted that the Ben Stokes, Vice Principal (Designate) Andover College, had been appointed Designated Safeguarding Lead for the whole College from 1 August.
244. The Deputy Principal Curriculum highlighted a number of key points in the report, including the continued growth of the number of safeguarding cases over the last two years and the measures taken in response to Covid-19 to update policies and procedures, communicate with staff and learners and provide targeted support.
245. The Vice Chair (and Safeguarding Lead Governor) noted that, from his oversight activities, he had not identified any cause for concern that the increase in safeguarding cases was a result of failure in the College's practices and confirmed that the College played an active role in seeking to safeguard learners. As an illustration, the Vice Chair pointed to the section of the audit which confirmed that high number of cases were reported to external agencies by the College, with staff trained to recognise and report concerns related to risk, whether in the college, family or wider community.
246. The Vice Chair also reported that he had been assured by his termly meetings with the safeguarding team as to how the College had adapted and responded during lockdown.

247. The Board welcomed confirmation that the SLT was confident that comprehensive and effective safeguarding practices existed within the College and that a culture of adherence to and continuous development of those practices had been established and was being maintained.
248. The Board endorsed management’s responses to the annual Child Protection Audit conducted for Hampshire County Council and noted the safeguarding improvement plan.

Safeguarding Learners Policy

249. The Board had received from the Deputy Principal Curriculum the revised Safeguarding Learners Policy and Procedures which had been updated to comply with the latest Keeping Children Safe in Education (KCSE) statutory guidance and was required to be implemented from 1 September 2020.
250. **Resolved** – that the revised Safeguarding Learners Policy and Procedures be approved to be effective from 1 September 2020.

Higher Education Strategy

251. The Board had received the report of the Assistant Principal Higher Education (HE) together with the new HE Strategy 2020-2025 for University Centre Sparsholt (UCS). It was noted that the strategy document included confidential information and analysis.
252. The Assistant Principal – HE explained that the strategy reflected the emerging landscape of HE and had been produced within the context of the HE regulatory framework and in response to student feedback. The Assistant Principal – HE emphasised three key strands of the strategy to the Board: the ongoing evolution of the curriculum offer, coupled with a personalised approach to recruitment; further investment in and differentiation of the HE teaching facilities; and a commitment to the continuous development of staff skills through research and employer engagement in order to retain the ‘expert’ status valued by students.
253. Asked about planning for 2020-21 in response to the pandemic situation, the Assistant Principal – HE reported the outcome of a survey of first and second year UCS students and confirmed that it was the intention to provide face-to-face teaching, backed up by some remote provision and to invest in technological solutions to provide the onsite teaching sessions in a remote form to individual students who felt unable to attend campus. The Deputy Principal Corporate confirmed that a higher proportion of students than initially anticipated wished to be residential halls (at the College or in the University of Winchester leased accommodation) to be with other students.
254. The Chair of the Curriculum, Employers & Market Requirements Committee (CEMR) reported that the committee had reviewed a draft of the strategy earlier in the year and had commended the evidence-based, factual analysis which had been undertaken.
255. Members also discussed with management the strategy for HNC provision at Andover College.
256. **Resolved** – that the Higher Education Strategy be approved.

College Policies

257. The Board had received the report of the Deputy Principal Corporate and Assistant Principal HE on proposed updates to College policies.

258. It was noted that the HE policies had been reviewed to ensure that they were fit for purpose under the current regulatory framework and to ensure that they reflected the ambitions of the Access and Participation Plan. The Workplacement Policy and Accommodation Policy had been revised to provide additional clarity in a number of areas.
259. **Resolved** – that the following updated policies be approved:
- a) HE Scholarly Activity Policy
 - b) HE Quality Enhancement Policy
 - c) HE Academic Performance Policy
 - d) HE Fees, Refund and Compensation Policy
 - e) HE Withdrawals and Suspension of Study Policy
 - f) (All College) Workplacement Policy
 - g) (All College) Accommodation Policy

AUDIT COMMITTEE

260. The Board had received the unconfirmed minutes of the meeting of the Audit Committee held on 4 June 2020 (Parts I and II), together with the College's Risk Register Dashboard and the headline Covid-19 risk assessment, for information, and the proposed Internal Audit Plan 2020-21 and External Audit Plan for the year to 31 July 2020.
261. The Committee Chair highlighted key points from the minutes, noting that the internal auditors had been able to complete audits during lockdown through working remotely, with the support of College management and staff. The Committee had received 'substantial assurance' in relation to the internal audit of the OfS – CMA (Competition and Markets Authority – guidance for HE institutions on consumer protection law) Compliance and the audit of the College Group's Learners Number Systems had confirmed that there were no errors identified in ESFA funding claims.
262. The Committee Chair also highlighted the report on how the College's procurement arrangements over the previous 12 months had secured value for money.
263. The Principal noted that the headline and departmental Covid-19 risk assessments had been supplemented by equality impact assessments and that the headline risk assessment was being reviewed by the SLT fortnightly, with input from the Premises Manager, HR Manager and H&S Officer.
264. The Director of Finance confirmed that the external auditors had commenced work on auditing the 2019-20 financial year and would be reviewing both pre- and post-Covid-19 financial processes.
265. **Resolved** – that the Internal Audit Plan for the year ending 31 July 2021 and External Audit Plan the year ending 31 July 2020 be approved.

CURRICULUM, EMPLOYERS & MARKET REQUIREMENTS COMMITTEE

266. The Board had received the unconfirmed minutes of the meeting of the Curriculum, Employers Market Requirements Committee (CEMR) held on 19 May 2020, together with the Three Year Curriculum Plan for information and draft revised committee terms of reference.

267. The Committee Chair highlighted key points from the minutes, noting that the curriculum plan represented an informed evolution of the curriculum, with a well-evidence intent to deliver student progression, future employability, professional development of the employed and to meet the needs of employers. This included delivery of T Levels from 2022-23.
268. The Committee Chair also noted that it was proposed to update the committee's terms of reference to reflect the committee's role in scrutinising student recruitment data analysis and to extend the membership to include up to two co-opted members.
269. **Resolved** – that the revised terms of reference Curriculum, Employers Market Requirements Committee be approved.

QUALITY & STANDARDS COMMITTEE

270. The Board had received the unconfirmed minutes of the meeting of the Quality & Standards Committee (Parts I and II) held on 18 June 2020, together with the updated FE Curriculum Delivery & Quality Improvement Policy. Minor updates were also proposed via the minutes to the Promoting Effective FE Learner Performance Policy and Managing Learner/Student Conduct Policy.
271. The Committee Chair summarised key points from the meeting, particularly in relation to the Curriculum Delivery & Quality Improvement Strategy for 2020-21 which had been approved by the committee as representing a coherent and appropriate plan of action for continuing improvement of teaching and learning, with enhanced staff development activities, during the coming academic year.
272. **Resolved** – that the following updated policies be approved:
- a) FE Curriculum Delivery & Quality Improvement Policy;
 - b) Promoting Effective FE Learner Performance Policy;
 - c) Managing Learner/Student Conduct Policy.

RESOURCES COMMITTEE

273. The Board had received the unconfirmed minutes of the meeting of the Resources Committee held on 11 June 2020 (Parts I and II), together with the draft Property Strategy and updated terms of reference of the committee.
274. The Chair noted the substantial discussion which had taken place in relation to the budget and financial plan, including considerations in relation to staff remuneration, as addressed earlier in the Board meeting.
275. The Chair also noted that the Property Strategy had been recommended by the committee for approval by the Board, together with a minor update to the committee's terms of reference.
276. **Resolved** – that the Property Strategy be approved.
277. **Resolved** – that the updated terms of reference of the Resources Committee be approved.

SEARCH COMMITTEE

278. The Board had received the unconfirmed minutes of the meeting of the Search Committee held on 24 June 2020.

279. The Chair summarised key points from the minutes, noting a number of recommendations from the committee, including in relation to extending the number of student governors on the Board in order to enable a HE student governor to be appointed alongside a FE student governor from each of the two college campuses.
280. **Resolved** – that the composition to the Board of Governors be extended to be up to seventeen members, including three Student Governors at least one of whom is a HE student, and that the impact of the change in Board composition be reviewed after two years.
281. **Resolved** – that:
- a) Marian Lauder be appointed as Chair of the Audit Committee for 2020-21;
 - b) Tom Floyd be reappointed as Chair of the Curriculum, Employers & Market Requirements Committee for 2020-21;
 - c) Roger Palmer be reappointed as Chair of the Quality & Standards Committee for 2020-21;
 - d) Adrian Neal be reappointed as Chair of the Remuneration Committee for 2020-21;
 - e) Michael Serridge be appointed as a co-opted member of the Curriculum, Employers & Market Requirements Committee from 9 July 2020 for a term of office of four years;
 - f) Andrew Fagg be appointed as a co-opted member of the Audit Committee from 4 October 2020 for a term of office of four years.
282. The Chair noted the Committee’s discussion about the option of introducing an Equality & Diversity lead governor, if there was an external governor able to commit to the role, and invited members to follow up with the Deputy Principal or Clerk outside of the meeting.
283. The Chair and T Floyd provided an update on enquiries in relation to seeking a new College President to take on the position after Lord Selborne retired.
284. **Resolved** – that the role specification of College President be updated to remove any reference to ‘political’ activities.
285. **Resolved** – that HM Lord-Lieutenant of Hampshire, Nigel Atkinson, be invited to become President of Sparsholt College Hampshire (College President) from 24 October 2020 for a term of office of four years.
286. The Chair and Vice Chair left the meeting and the discussion of their appointments was chaired by R Palmer.
287. The Board noted the Clerk’s report that annual surveys of the performance of the Chair of Governors’ and Vice Chair’s performance had confirmed unanimous support for the continuation of the appointments for the next academic year.
288. **Resolved** – that Neil Hopkins be reconfirmed as Chair of Governors and Chris Wilson be reconfirmed as Vice Chair for 2020-21.
289. The Board noted that Neil Hopkins and Chris Wilson were due to complete their second terms of office as governors in July 2021 and that their current four-year terms of appointment as Chair of Governors and Vice Chair were until July 2022. Members discussed the options available to the Board in the interest of effective governance and leadership of the College in the short to medium term, and succession planning for the

- future. The Clerk reported feedback from the Chair and Vice Chair as to their availability for reappointment, should that be the wish of the Board.
290. Members took a number of points into account during the discussion, giving prominence to a desire to provide some continuity of experienced College leadership and relevant education knowledge in support of the incoming new Principal and noting the exceptional circumstances of the Covid-19 pandemic. Members also recognised the substantial contributions of the current Chair and Vice Chair, including in their committee roles and lead governor role. The Principal Designate and Principal endorsed these views and confirmed they would support reappointment, while also recognising the breadth of skills and experience offered by other Board members.
291. Members supported the reappointment of N Hopkins as a Board member for a third term of office and Chair of Governors for a second term of office to finish simultaneously (subject to the Clerk confirm after the meeting the constitutional position) in recognition of his highly relevant experience and knowledge and to provide some certainty and continuity at this exceptional time for the College.
292. **Resolved** – that N Hopkins be reappointed as a member of the Board of Governors for a further term of office of four years from 11 July 2021 and as Chair of Governors until 10 July 2025 with Board policies and procedures amended accordingly.
293. Members agreed that the Vice Chair was a highly valued Board member and should be enabled to complete his four-year term as Vice Chair. Members also agreed that it would be sensible to seek to stagger the end of terms of office of the Chair and Vice Chair and to give another member the opportunity to gain further experience through the role of Vice Chair.
294. There was general support for a proposal to have two Vice Chairs for a period, providing that relevant changes could be made to the College's Instruments & Articles and appointment policies and procedures.
295. It was noted that, in line with the Board's succession planning policy, the position of Vice Chair could be used in the context of succession planning but that it was recognised that it would not always be the case or the intention that the Vice Chair succeeds the Chair. In the event that a vacancy for the Chair of Governors arose, any external member could be nominated.
296. **Resolved** – that C Wilson be reappointed as a member of the Board of governors for a further term of office of one year from 11 July 2021.
297. **Resolved** – that the Instrument & Articles and Board policies and procedures be amended to enable the appointment of second Vice Chair and that nominations then be sought from external members.
298. The Chair and Vice Chair returned to the meeting and the Clerk reported the outcomes of the Board's discussions. R Palmer recorded the universal warm appreciation of Board members for each of their contributions. The Chair and Vice Chair were pleased to accept their respective reappointments.

EQUALITY & DIVERSITY

Single Equality Scheme

299. The Board had received the report of the Deputy Principal Curriculum on the review of the Single Equality Scheme, including impact statements and objectives, and the proposed Single Equality Scheme 2020-24.
300. The Deputy Principal Curriculum explained that the Equality & Diversity Working Group had supported continuation of the Single Equality Scheme format and highlighted key updates to the Scheme, including aligning with relevant aims of the HE Access & Participation Plan.
301. Members discussed proposed updates to the Scheme which sought to emphasise the College's commitment to the elimination of racism and its effects, including in light of the wider sector's approach to responding to the Black Lives Matter movement.
302. **Resolved** – that the Single Equality Scheme 2020-24 be approved with section 7.7 to be amended by Deputy Principal Curriculum prior to publication.

WELLBEING

Wellbeing Committee

303. The Board had received the unconfirmed minutes of the Wellbeing Committee held on 9 June 2020, which covered equality & diversity, health & safety and safeguarding.
304. The Principal and Deputy Principal Curriculum summarised key changes to the policies being recommended to the Board for approval. Responding to a Member's reflection about the use of the term 'customer', it was agreed to update the title of the Management of Unreasonable Contact & Behaviour Policy as the policy applied to anyone visiting the College campuses.
305. **Resolved** – that the revised membership of the committee be approved to reflect the new management structure from 1 August 2020.
306. **Resolved** – that the following updated policies be approved:
- a) Management of Unreasonable Contact & Behaviour Policy
 - b) Substance Use and Mis-Use policies for Learners
 - c) Health & Safety Policy & Procedures for Staff

SPARSHOLT COLLEGE SERVICES LIMITED (SCS)

307. The Board had received and noted the minutes of the SCS Board of Directors meetings held on 23 June 2020. There were no matters which required discussion.

ANDOVER TOWN FOOTBALL CLUB LIMITED (ATFC)

308. The Board had received and noted the minutes of the meeting of the ATFC Board of Directors of 15 May 2020.
309. The Principal noted that the football season had been cut short as a result of the pandemic. Up until that point, however, the club had seen a higher proportion of players associated with the College as either current or recent past students, participating in matches, in line with the aims of ATFC.

GOVERNANCE

Chair of Governors' Approvals

310. The Board had received the report of the Clerk on approvals by the Chair since the previous meeting of the Board and noted the approvals in relation to updates to the Safeguarding Learners Policy & Procedures, the Covid-19 risk assessment process, a minor update of the Financial Regulations and the College's bid for the College Collaboration Fund (as reported separately).
311. There were no questions raised in relation to the approvals.

Governance Update

312. The Board had received the report of the Clerk to the Corporation on governance matters, and noted the updates in relation to statutory and regulatory developments and to the operation of the Board in light of the CoVID-19 situation.
313. **Resolved** – that
- a) the Instrument and Articles of Government and Policy for the Selection and Appointment of Members of the Board of Governors and Committees be amended as proposed in line with the resolution at minute 280;
 - a) the terms of reference of the Curriculum, Employers & Market Requirements Committee be amended to state that 'Other Student Governors may be invited to attend';
 - b) the terms of reference of the Quality & Standards Committee be amended to state that the membership shall be seven governors, one of whom shall be a FE Student Governor and one of whom shall be a HE Student Governor.
314. Confidential matters were recorded separately. The meeting ended at 1.30 pm.