

**SPARSHOLT COLLEGE HAMPSHIRE**  
**MINUTES OF THE MEETING OF THE**  
**BOARD OF GOVERNORS**  
**held on 11 December 2020 at 9.00 pm**  
**via videoconference**

**<sup>1</sup>PRESENT:** Z Carter (E); J Emm (SCS); T Floyd (E); N Hopkins (E, Chair); J Lander (E); M Lauder (E); J Milburn (P); N Moody (E); S Morgan (E); A Neal (E) (except mins 473 to 484); A Owen (E); R Palmer (E); H Perry (S); C Wilson (E, Vice Chair)

In attendance: J Baker – Vice Principal Curriculum (Sparsholt College)  
S Grant – Deputy Principal, Corporate  
B Stokes – Vice Principal Curriculum (Andover College\_  
A Whitworth, Director of Finance  
S Willson, Clerk to the Corporation

**DECLARATION OF INTERESTS**

415. 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**

416. **Resolved** – that the minutes of the meeting held on 1 October 2020 (Parts I and II) be confirmed as a correct record and signed by the Chair of Governors with the corrected wording of minute 343, “The financial outturn for 2019/20 was likely to be an improvement on the reforecast budget but the financial outlook for 2020/21 was challenging and there were a number of uncertainties associated with Covid-19”.

Risk Management (Minutes 358 & 378/20)

417. The Principal reported that the internal audit of the College’s risk management processes would focus on Covid-19 and commence on 14 December.

418. The Director of Finance reported that a range of quotes had been received regarding terrorism insurance.

419. **Resolved** – that authority be delegated to the Strategic Leadership Team (SLT) to assess the options for insurance policies to cover terrorism in relation to level of risk and value for money and to decide whether to extend the College’s current insurance cover in the interests of the College.

420. There were no matters arising not covered elsewhere on the agenda.

**CHAIR OF GOVERNORS’ REPORT**

421. The Board had received and noted the report of the Chair which summarised activities he had undertaken since the October 2020 meeting of the Board and forthcoming events and matters requiring his consideration.

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

## **PRINCIPAL'S REPORT AND STRATEGIC PLAN**

422. The Board had received the report of the Principal summarising key developments at the College since the previous meeting of the Board, including matters related to the Covid-19 pandemic, the latest Covid-19 risk assessment, and progress against the strategic objectives for 2020-21.
423. The Board noted good progress against the Three-Year Strategic Plan Objectives and Annual Milestones for 2020/21 but that all four cornerstones of the College business continued to face significant challenges in the ongoing response to the Covid-19 pandemic. Highlights included the good progress made with a number of projects within the property strategy, enabled by grant funding from the DfE and the EM3 LEP, and the growth in both FE and HE student enrolments and associated income from 2020/21 (HE) and 2020/21 (FE).
424. It was noted that, in common with other providers, there had been a decrease in apprenticeships due to the impact of the pandemic on employers, but that the College was in a good position to support apprenticeships when the market recovered.
425. The Board received the updated College Group Covid-19 risk assessment and was assured that the SLT continued to revisit and update risk assessments in line with DfE guidance.

### Priority One: Teaching and Support

426. The Principal summarised the situation regarding positive cases of Covid-19, the approach taken to teaching provision and plans for testing HE students on their return in January, in line with DfE guidance. This was logistically challenging but provided an additional opportunity to safeguard the College community and planning was well advanced.
427. The Principal also drew the Board's attention to other updates in relation to Priority One, noting that an action plan for English and maths had been presented to the Quality & Standards Committee to address challenges emerging from the approach taken in the Autumn term to responding to Covid-19 restrictions. The Vice Principals gave specific examples of actions being taken on each of the Andover and Sparsholt campuses. The continuing impact of the pandemic on the delivery of Industry Work Placements and the submission of a monitoring return to the DfE was also noted.
428. The Board noted the outcome of the Veterinary Nursing programme accreditation and that a report about this had been considered by the Quality & Standards Committee. The Deputy Principal Corporate confirmed that it was anticipated that the action plan arising from the accreditation would be completed by the end of the term.

### Priority Two: Financial Strength and Efficiency

429. The Board noted that the proposed revised budget for 2020/21 presented later on the agenda was an improvement on the budget approved in July 2020, albeit still a significant deficit, and that College management was committed to working towards reducing this deficit further with the aim of meeting the College's bank loan covenants.
430. The Principal reported that, subsequent to the report being written, the deadline for spending the Further Education Capital Allocation grant from the DfE had been extended from 31 March to 30 September 2021 where an extension to deliver projects was required for exceptional reasons. This would be helpful in enabling refurbishment on student halls of residence during the holidays.

431. The Principal also provided an update on Covid-19 related transport costs, noting that Hampshire County Council had confirmed funding towards the additional transport costs for the first half of the Spring term.
432. It was noted that the contract with the EM3 LEP for collaborative digital monies was being finalised and would enable completion of planned digital spend by Spring 2021, including extending new integrated camera and microphone systems into FE teaching facilities to support remote learning.

#### Priority Three: Strategic Alliances

433. The Principal drew the Board's attention to the planned launch of the Innovation South Virtual Campus from January with an update to be provided in due course.
434. The Board also noted the delay to the completion of one part of the Animal Health & Welfare Centre project as a result of restrictions put in place due to national avian influenza restrictions and that this had been agreed with the EM3 LEP and the building contract requirements adjusted accordingly.

#### **INSTITUTE OF TECHNOLOGY**

435. The Board had received the report of the Principal and Deputy Principal Corporate proposing a submission to the DfE for the capital funding and agreement to a new Institute of Technology (IoT) focused on equipping businesses with the skills for low carbon, clean growth, which was being developed and would be delivered in collaboration with a range of partners.
436. The Deputy Principal Corporate explained the competitive process and that, if unsuccessful at this point, there was expected to be an opportunity to resubmit having received feedback on the bid. It was also noted that, once successful at the first stage, the College would need to commit some development monies and staff time towards the next stage.
437. Responding to members' questions, the Deputy Principal Corporate explained that IoT capital investment would be shared between the partners, with the College looking to invest in a new HE building as part of the plans.
438. The Board welcomed the proposed submission, noting that it aligned with the national policy agenda for green growth and the College's strategic plan.
439. **Resolved** – that a first stage application for an Institute of Technology be submitted to the DfE by the deadline of 14 December 2020.

#### **HEALTHCHECK REPORT**

440. The Board had received and noted the latest College Healthcheck report (2020/09).
441. The Board noted that the FE application numbers for 2020/21 currently showed a year-on-year increase.

#### **QUALITY & LEARNER EXPERIENCE**

##### Further Education

442. The Board had received the FE Self-Assessment Report (SAR) for 2019/20 and FE Quality Improvement Plan (QIP) for 2020/21, both of which had previously been reviewed in detail by the Quality & Standards Committee.

443. The College had self-assessed its overall effectiveness as ‘Good’, including for Quality of Education and Education Programmes for Young People. It was noted that those curriculum areas which had been identified the previous year as requiring additional interventions have all improved due to robust scrutiny and development strategies, resulting in improved learner outcomes. Members welcomed the clarity and evidence-based conclusions of the report and were pleased to endorse the self-assessment.
444. The Board noted that, whilst Covid-19 had had a significant impact on how learning was delivered during the lockdown, the College’s response and the transition to online delivery had ensured that learners continued in their study programmes and that any adverse impact on their progress had been minimised. College management had confidence in the robustness and authenticity of the learner achievement outcomes.
445. Members welcomed the comprehensiveness of the QIP, including in addressing the small pockets of provision which required improvement, and sought confirmation that the QIP would be deliverable given the volume of actions and the additional demands placed by the pandemic.
446. The Vice Principal Curriculum (Andover) explained that delivery of the QIP was supported by the Head of Learning and Quality who worked collaboratively with colleagues to prioritise and support actions and had reinvigorated the focus on quality improvement and how teaching staff were supported to develop.
447. Members recognised this as an example of how successful strategic leadership was able to impact positively on learner outcomes. It was also noted that progress on the QIP would be reported termly to the Quality & Standards Committee and highlights could be shared with the full Board as appropriate.
448. The Vice Principal Curriculum (Andover) paid tribute on behalf of College management to the extraordinary professionalism of staff and the outstanding commitment they had demonstrated to learners during the pandemic.
449. The (academic) Staff Governor also reflected on the positive team-working of managers and staff and the welcome emphasis given during the pandemic to staff wellbeing, noting how members of staff had gone ‘above and beyond’ to support their learners.
450. The Board endorsed these commendations of the performance of College Group staff during challenging circumstances and agreed that a message from the Chair of Governors be included in the staff newsletter to convey the Board’s appreciation.
451. **Resolved** – that the FE Self-Assessment Report 2019/20 and associated FE Quality Improvement Plan 2020/21 be approved as appropriate and supportive of driving further improvements in FE in the College.

#### **AUDIT AND RISK MANAGEMENT**

452. The Board had received the unconfirmed minutes of the Audit Committee meeting held on 17 November 2020 (and latest Risk Register Dashboard), together with the completed Regularity Audit Questionnaire, the annual Internal Audit Report and Opinion, and the Audit Committee’s Annual Report to the Board of Governors.
453. The Committee Chair noted that the Committee had received substantial assurance from the internal auditors that the College had an adequate and effective framework for risk

management, governance and internal control. Additionally, the external auditors had given an unqualified audit opinion and confirmed a clear regularity audit.

454. In relation to other matters, the Committee Chair highlighted the outcome of the advisory audit of curriculum planning and noted that the Audit Committee had welcomed confirmation of risk management controls being kept up to date.
455. **Resolved** – that the Regulatory Audit self-assessment questionnaire be signed by the Chair of Governors and the Principal (Accounting Officer).
456. The Board noted the annual report of the Audit Committee and thanked the committee's members for their work during the previous year.

#### **. COLLEGE GROUP SUBSIDIARY COMPANIES**

##### Andover Town Football Club Limited (ATFC)

457. The Board had received the minutes of the meeting of the ATFC Board of Directors of 13 November 2020 and noted the Directors' Report and Financial Statements for the year ended 31 July 2020.
458. The Principal noted the impact of Covid-19 on the activities of the club, an inspection of Covid-19 compliance measures and the nomination of a Covid Officer for the Club. The Principal also drew the Board's attention to discussion by the Board of Directors linked to the development of football pathways for students and the local community.
459. The Board noted that the small surplus at year end 2019/20 would be gift aided (less £1.00) to the College. Responding to a member's question, the Director of Finance provided examples of the types of costs incurred by the Club.

##### Sparsholt College Services Limited (SCS)

460. The Board had received the minutes of the meeting of the SCS Board of Directors of 10 November 2020 and noted the Directors' Report and Financial Statements for the year ended 31 July 2020.
461. The Principal highlighted key points in the minutes, including in relation to reporting to the SCS Board on Covid-19 related matters.
462. Responding to a question from the SCS Staff Governor, the Director of Finance explained the approach to agency staff costs.
463. The Board noted that the SCS Board had agreed to gift aid all profits (except £1.00) from 2019/20 to the College as shareholder between 1 January and 31 March 2020 subject to being assured about the College's position in relation to its bank loan covenants.

##### Westley Enterprises Limited (Westley)

464. The Board had received for information the minutes of the meeting of the Board of Directors of Westley held on 12 November 2020 and the approved Directors' Report and Financial Statements for the year ended 31 July 2020.
465. The Principal noted the negative impact of the pandemic on income from commercial activities. In terms of the Westley accounts, this had been balanced by a commensurate reduction in expenditure.
466. Asked whether plans for Covid-19 test for students on the Sparsholt campus would have an impact on the availability of the hire of conference facilities, the Principal explained

that small courses were able to be relocated and that it was not intended to offer larger event bookings before the end of January.

467. The Board noted that the small surplus from 2019/20 would be gift aided (excluding £1.00) to the College.

## **FINANCE**

### Management Accounts

468. The Board had received the latest monthly management accounts (to 31 October 2020), including an update on the in-year financial position 2020/21 and cash flow forecast to July 2022.
469. The Director of Finance summarised key variances, noting the addition of c£140k of Adult Education Budget (AEB) income reconciliation from 2019/20 and that this might be expected to be offset by a loss of income (after costs) from language summer school business if this did not go ahead in summer 2020.
470. The Director of Finance noted that an EBITDA calculation (Earnings before Interest, Tax, Depreciation and Amortisation) had been added to the management accounts at the request of the Resources Committee.
471. The Board noted that further consideration of the budget variance would take place under the following agenda item.

### College Group Budget

472. The Board had received the proposed revised income and expenditure budget for 2020/21 together with the accompanying commentary from the Director of Finance. The revised budget had also been scrutinised by the Resources Committee. The finance record which was required to be submitted to the ESFA by 31 January 2021 would require the Accounting Officer to confirm that the financial forecasts and assumptions for 2020-21 had been discussed and agreed with the Board.
473. The revised draft deficit for 2020/21 was c£1.2m, an improvement on the deficit budget of c£1.7m agreed in July, reflecting updates to income streams in light of student enrolments and taking into account known areas of additional costs resulting from the pandemic. The Director of Finance noted that the budget assumed that College business would be disrupted until the end of the spring term 2021 and would return to 'normal' in the summer term.
474. Asked about the level of financial risk if commercial activity did not return to normal after Easter, the Director of Finance indicated a potential loss of income of c£200k and explained that there was also a risk to residential halls income if there were extended lockdowns/periods of remote learning. The Deputy Principal Corporate noted that management had also sought to mitigate against further income loss through, for example, providing adult courses online.
475. In terms of the year end outturn, the Director of Finance also explained that there was usually some flexibility available in terms of the timing of premises/property expenditure between the end of the financial year and the start of the following financial year. A member also noted that, unless the situation changed significantly, there appeared to be scope within the budgeted operating expenses to avoid a breach of covenants.

476. The Board remained hopeful that the financial position would improve and enable the budgeted staff cost of living pay award to be confirmed as affordable but accepted that this could not be reasonably decided at this time.
477. The Board noted that, under the proposed revised 2020/21 budget, the associated cash flow would deteriorate over this period but that the College did not expect to need any overdrafts or additional loans.
478. The Board also noted that there was still a possibility of a technical breach of the current bank loan covenants and that all the lending banks had advised that this would not result in the loans needing to be repaid, providing the College continue to make its normal regular loan repayments, but that a breach would be anticipated to lead to revised loan terms and conditions. It was noted that the banks had provided letters of comfort to the College in relation to going concern and that, at this point in time, the risk of a technical breach was reducing.
479. In discussion about possible bank covenant changes, the Director of Finance explained that security over assets would be required by at least one of the banks but that this did not necessarily entail the entire estate which should mitigate the risk to future capital funding bids.
480. **Resolved** – that a revised budget for 2020/21 be approved which shows a deficit of c£1.2m before FRS 102 pension charges or credits.

#### Going Concern

481. The Board had received the report of the Director of Finance providing information to inform the Board's decision as to whether the College Group was a going concern, in line with the external auditor's requirements.
482. The Board noted that the College Group annual financial statements had been prepared on a going concern basis and considered the matters covered by the report, including in relation to cash flow forecasts, the 2020/21 budget, student enrolments (including the impact on 2021/22), bank loan covenants and College assets.
483. **Resolved** – that the Board was content to confirm that the College Group was a going concern.

#### External Auditors' Report

484. The Board had received the external auditor's (Buzzacott's) post-audit management report and noted that Buzzacott expected to give clear opinions on the financial statements and regularity audits.
485. The Director of Finance noted that Buzzacott had made a minor recommendation in relation to the review of finance journals which the Finance team would implement in January.
486. The Chair of the Audit Committee commented that the Board could draw assurance from the fact that the college had continued to receive a clear audit opinion after the change of external auditors.

#### Annual Report and Financial Statements

487. The Board had received the Annual Report and Financial Statements for the year ended 31 July 2020, together with the letter of representation.

488. The Director of Finance reported that, subsequent to the review of the Annual Report and Financial Statements by the Audit Committee and the Resources Committee, the adult education budget (AEB) income in the financial statements had now been confirmed to have increased by c£250k. The 2019/20 year end outturn (before FRS 102 staff pension costs, actuarial pension loss and swaps movement) was £655k. After the FRS 102 staff pension adjustments, the College Group's statutory financial results was a loss of £468k.
489. The Director of Finance confirmed that, based on projections in July of an ESFA financial health rating of 'Good', the 2019/20 accounts could reasonably expect to achieve a rating of 'Good' or better.
490. **Resolved** – that the letter of representation on behalf of the College and that the Annual Report and Consolidated Financial Statements for the year ended 31 July 2020 be approved and signed.
491. The Board noted that electronic signatures would be used, and the Chair requested that the Clerk to the Corporation maintain a register of use of electronic signatures by members for formal documents and approvals.

#### **CURRICULUM, EMPLOYERS & MARKET REQUIREMENTS COMMITTEE**

492. The Board had received the unconfirmed minutes of the meeting of the Curriculum, Employers Market Requirements Committee (CEMR) held on 22 October 2020, together with the committee's annual business plan.
493. The Committee Chair drew the attention of the Board to the discussion of the HE Access and Participation Plan monitoring report, noting that there had been good progress to date on meeting the 2020/21 targets.
494. The committee had approved the 2020/21 Marketing Strategy as being in line with the College's strategic objectives.

#### **QUALITY & STANDARDS COMMITTEE**

495. The Board had received the unconfirmed minutes of the meeting of the Quality & Standards Committee (Q&S) held on 26 November 2020, together with the committee's annual business plan.
496. The Committee Chair echoed the positive comments of members on the SAR 2019/20 and QIP 2020/21, in particular the direct correlation that was evident between the two and the inclusion of measurable outcomes in the QIP. The Committee Chair also highlighted the operational action plans which the committee had reviewed for two FE area of learning and the action plan submitted to the ESFA in relation to an apprenticeship standard programme.
497. The Committee Chair noted the review of HE quality and performance which had included the main outcomes from the 2019/20 annual Standards and Quality Evaluative Review (ASQER) together with consideration of the results of National Students Survey (NSS). The committee had also considered a report on Royal College of Veterinary Surgeons (RCVS) accreditation for the FdSc Veterinary (Vet) Nursing programme.
498. The Committee Chair reported on the HE Board of Studies which he had attended on behalf of the Board; in particular, highlighting positive feedback from the student representatives about the quality of teaching.

499. The Board noted that the Prevent Duty Risk Assessment & Action Plan had been reviewed by the committee, as well as by the Wellbeing Committee, and that the committees had been content that adequate controls were in place and further actions had been planned appropriately.

### **RESOURCES COMMITTEE**

500. The Board had received the unconfirmed minutes of the meeting of the Resources Committee held on 19 November 2020 (Parts I and II).
501. In relation to the committee's review of the 2019/20 financial statements, the Director of Finance reported that it had been confirmed that the market value of shares should be recorded in the financial statements and a note to that effect had been added. The college held a small number of shares in Genus and consideration was being given as to whether it was in the interests of the college to retain or sell the shares during 2020/21. Management would seek expert advice and consider any tax implications.
502. In relation to the resolution of the Board committee's resolution (minute 212) regarding staff pay, the Director of Finance reported that, following calculations by the HR team, it was proposed to increase the level of the one-off payment to £285 per fte for eligible staff. This was above the amount reported to the Resources Committee and the Director of Finance confirmed that c£5,000 could be allocated from the general spend provision 2019/20, in addition to the previously agreed staff pay provision. The Principal confirmed that she was content to agree this given the exceptional performance by staff and would write to staff to express gratitude on behalf of the College.
503. **Resolved** – that a one-off payment of £285 per fte be made to eligible staff (prorated for part-time staff) in December.
504. The Board noted that the continuing commitment to achieving environmental sustainability objectives and targets and that the college was responding to the Climate Commission for UK Higher and Further Education by undertaking a road map of actions towards being recognised as an 'established' and aspiring to be a 'leading' college.
505. Director of Finance provided an update on the planned submission for a Salix grant to fund transfer to LED lighting on the Sparsholt College campus.
506. **Resolved** – that the College submit a Salix grant application to fund LED lighting at Sparsholt College to the value of c£477k.
507. The Board had received in the minutes the proposed changes to the College Group long service award scheme.
508. **Resolved** – that the updated College Group long service award scheme be approved.

### Student Finance

509. The Board had received the report on FE student fees and FE and HE student financial support arrangements for 2021/22 and the FE Bursary Policy for 2021/22 which had been reviewed in detail by the committee.
510. **Resolved** – that student fees and financial support arrangements and the FE Bursary Policy for 2021/22 be approved.

511. The Principal noted that, subsequent to the October meeting of the Board (minute 381/20), it had been clarified that a further £50k was required to fund bursary support for HE students and that this was recommended by the Resources Committee.
512. **Resolved** – that an additional £50k for the HE bursaries fund within the revised College Group budget be approved.

#### Market Supplements

513. The Board noted the consideration by the Resources Committee of the annual report on market supplements.
514. **Resolved** – that the market supplement reporting procedures be revised so that the Resources Committee be informed if the forecast annual College Group spend on market supplements were to rise above £100k, in addition to receiving the annual market supplements report.

#### **WELLBEING COMMITTEE**

515. The Board had received the unconfirmed minutes of the Wellbeing Committee held on 3 November 2020, which covered equality & diversity, health & safety and safeguarding (including Prevent). The minutes included a summary of activity reported through the Safeguarding Working Group.
516. The Principal summarised key matters considered by the committee, noting that the Vice Principal Curriculum (Andover) had become the cross-college Designated Safeguarding Lead (DSL) from 1 August 2020 and that the numbers of trained Deputy Designated Safeguarding Leads had been increased to four. Senior management support on the Sparsholt campus was also provided through three other DSL trained members of the SLT. It was noted that to date in 2020/21 there were 31 live safeguarding cases, an increase of five on the same point last year, with ten of these students subject to a Child Protection/Child in Need Plan.
517. The Principal also reported that the most recent student mental wellbeing survey (Warwick-Edinburgh Mental Wellbeing) had not shown a deterioration in how students were feeling currently, despite the impact of the pandemic. The college had also introduced the survey tool to measure the wellbeing of our staff and inform the strategy for supporting staff wellbeing and the Principal summarised some of the headline results and noted the wellbeing CPD staff activities planned for December.
518. A member commended the approach that management was taking to the wellbeing of both staff and students, welcoming the evidence of the success of the wellbeing team to support students during the pandemic through their commitment and expertise.
519. The Principal explained that, in response to several incidents involving students self-harming, a new policy was being drawn up to provide staff with a framework as to how to respond to incidents and utilise good practice.
520. The Vice Principal Curriculum (Andover) and Designated Safeguarding Lead explained the review process for the Prevent Risk Assessment and Action Plan and the updates which had been made to respond to external developments.
521. The Board noted the update on Equality & Diversity matters, including the introduction of new training module for all staff, and the Principal reported the approach to providing

free schools meals during the Christmas holidays and February half-term holiday with government funding provided via Hampshire County Council.

522. The Board also noted the Health & Safety matters reported and confirmation that policies and procedures continued to be followed, with appropriate adaptations such as to fire drills due to Covid-19 restrictions.
523. **Resolved** – that the membership of the Wellbeing Committee be extended to include the Director of Finance.

## **GOVERNANCE**

### Written Resolutions and Chair of Governors' Approvals

524. The Board noted that there had been no Written Resolutions or Chair of Governors' approvals since the 1 October 2020 meeting.

### College Group

525. The Board had received the notes of the bi-annual review of the provision of services by Sparsholt College Services Limited and recommended minor revisions to Schedule 1 of the agreement for the supply of services.
526. The Principal highlighted the significant achievements of SCS teams in responding to the Covid-19 pandemic. It was recognised that all teams had worked hard and shown commendable adaptability to respond to the changing requirements and maintain high levels of service.
527. **Resolved** – that the revisions to Schedule 1 of the agreement for the supply of services be approved and signed by the Chair or Vice Chair of Governors on behalf of the College.

### Governance Update

528. The Board had received the report of the Clerk updating on governance matters, including in relation to a regulatory notice and guidance issued by the Office for Students (OfS) regarding the monitoring of Access and Participation Plans, the launch of a consultation on regulation of HE quality and standards, and the resumption of monitoring visits by Ofsted.
529. The Clerk to the Corporation confirmed that the nominations process for the new position of Co-Vice Chair had been undertaken in accordance with the Board's succession and appointment procedures and that Marian Lauder had been nominated.
530. **Resolved** – that Marian Lauder be appointed Co-Vice Chair of Governors from 12 December 2020 for a term of office of four years.
531. The Principal reported a positive inaugural meeting with the new College President, the Lord-Lieutenant Nigel Atkinson, and members looked forward to meeting him in due course.
532. The Board noted that the Principal had been invited by the Landex board to become a director of the National Land Based College Ltd (NLBC) and that the appointment was due to be formalised in January.
533. The report included an update on actions from the Board's annual performance review, which had included a pre-meeting session on Teaching & Learning Observations (TALO) from the Head of Learning & Quality.

534. The Chair sought the views of members about the Department for Education (DfE) offer of an externally conducted review of FE college governing bodies where a particular need was identified, noting that, prior to the change of Principal, the Board had previously also considered the DfE guidance in relation to diagnostic assessments. The Board concluded that there were no current concerns which would merit pursuing the DfE board review offer at this time.
535. The Clerk presented draft proposals for the distribution and handling of confidential papers which responded to an action from the 1 October meeting of the Board.
536. **Resolved** – that the procedures for handling confidential information be approved.
537. Confidential matters were recorded separately. The meeting ended at 12.00 pm.