

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE
BOARD OF GOVERNORS
held on 9 July 2021 at 9.00 pm
via videoconference

¹PRESENT: Z Carter (E); J Emm (SCS); T Floyd² (E) (to min 316); N Hopkins (E, Chair); J Lander (E); M Lauder (E, Co-Vice Chair); J Milburn (P); N Moody (E); S Morgan (E); A Neal (E); R Palmer (E) (to min 316); H Perry (S); J Plenderleith (St); C Wilson (E, Co-Vice Chair).

In attendance: J Baker – Vice Principal Curriculum (Sparsholt College)
S Grant – Deputy Principal
S Licence – PA to the Principal (mins 156-172)
B Stokes – Vice Principal Curriculum (Andover College)
A Whitworth, Director of Finance
S Willson, Clerk to the Corporation (from min 172)

APOLOGIES

156. Apologies were received from S Morgan and S Orme.

DECLARATION OF INTERESTS

157. 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

158. **Resolved** – that the minutes of the meeting held on 25 March (Parts I and II) be confirmed as a correct record and signed by the Chair of Governors.

Sustainability (minute 34)

159. The Principal confirmed that the LED lighting upgrade works had commenced and were due for completion in August.

Internal Audit (minute 67)

160. The Chair of the Audit Committee reported that further to points raised at the last Board meeting, the Audit Committee had satisfied itself that the internal auditors would continue to act independently and with robust challenge of management where required.

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

² T Floyd completed his first term of office on 6 July and was reappointed under minute 272. He did not therefore have a vote as a member of the Board under resolutions covered by minutes 156-272.

Wellbeing (minute 127)

161. The Principal reported that there was still no detail available as to how the announced government funding to provide mental support teams to work with schools and colleges would be implemented.
162. There were no matters arising not covered elsewhere on the agenda.

CHAIR OF GOVERNORS' REPORT

163. The Board had received and noted the report of the Chair which summarised activities he had undertaken since the March 2021 meeting of the Board and forthcoming events and matters requiring his consideration.
164. The Chair's report recorded the formal thanks of the Board to Jonathan Baker, Vice Principal Curriculum, who was due to retire after nearly 29 years dedicated hard work, and to Adrian Owen who had made a substantial contribution during his time as governor and director of Sparsholt College Services Limited.
165. The Chair provided an oral report of the selection process for new governors and recommendations of the Search Committee which had interviewed shortlisted candidates the previous day. The Chair noted that it had been a high calibre field and that, in addition to the two individuals recommended for appointment at this meeting, there were two individuals interviewed who the committee agreed were also appointable should suitable vacancies arise in the future. Additionally, the Chair reported that there was one shortlist applicant still to be interviewed who might be considered for possible future vacancies.
166. **Resolved** – that Gareth Davies (having confirmed his consent) be appointed as a governor from 1 September 2021 for a term of office of four years, subject to references and checks.
167. **Resolved** – that Paula Jordan be appointed a governor from 3 April 2022 for a term of office of four years, subject to confirming her consent to be appointed and to references and checks.

PRINCIPAL'S REPORT AND STRATEGIC PLANS

2020/21

168. The Board had received the report of the Principal summarising key strategic developments and progress against the strategic plan, together with the latest College Group Covid-19 risk assessment.
169. The Principal highlighted key points in relation to Teaching and Support (Priority 1), Financial Strength and Efficiency (Priority 2) and Strategic Alliances (Priority 3), including the overall improving picture in terms of FE, HE and apprenticeship applications and the provision of in person transition tours.
170. The Deputy Principal noted that, as apprenticeships had been impacted by some redundancies during the lockdown periods, this would have an impact on success rates in the next two academic years.
171. Members discussed the report on English and maths, including the approach to functional skills assessment and progression, national comparisons with the projected English and maths GCSE results, and the recruitment of teaching staff.

172. The Board was pleased to note the confirmation of Royal College of Veterinary Surgeons accreditation for a 5-year period for Veterinary Nursing at University Centre Sparsholt.
173. In relation to property matters, the Board noted that the College had not yet received a response to the bids to the FE Capital Transformation Fund (FECTF) and T Level Capital Fund (TLCF). Test Valley Borough Council had authorised use of Community Investment Levy monies for development works to realise the Andover Town Centre scheme and that this would also support the College in development of future capital bids for Andover College.
174. The Principal also reported for information the background to an urgent tender waiver which had been shared by email with the Resources Committee. [*Further reported at minute 213 below.*]
175. Responding to a member's observation that the substantial investment in IT infrastructure would have implications in relation to increased cost of maintenance and replacements going forward, the Deputy Principal assured the Board that a register of hardware life expectancy was maintained, and the cost of replacements planned.
176. The Board had 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. The Principal explained that the arrangements for the start of term would be reviewed in light of the changes to government Covid restrictions expected over July and August and views also sought from the staff consultative group (ICE). Plans would also need to be put in place for onsite lateral flow testing at the start of the autumn term and the College had also registered an interest in the University of Southampton saliva testing scheme.

Healthcheck Report

177. The Board had received and noted the latest College Healthcheck report (2021/06), including the positive indicators for enrolments in 2021-22.
178. The Principal provided an explanation of the reported attendance data for Child Care, noting that the data only covered Foundation learners and that this would be revised in future reports.
179. Responding to member's question about whether it was known the extent to which the pandemic had affected the summer learner survey and spring parent survey findings, the Vice Principals Curriculum explained that management had conducted an assessment of complaints which had been reported to the Quality & Standards Committee and suggested that most related to Covid-related issues for individuals (such as disquiet with Covid safety protocols, changes to timetables or practical elements), rather than issues with the quality of education, and that teams had sought to explain to students and parents why the safety measures and other changes were necessary.
180. Asked about the percentage increase of Business Support turnover, on a rolling year basis, the Principal undertook to seek further information and report to the member outside of the meeting.

Strategic Plan 2021-24

181. The Board had received from the Principal the College Group Three Year Strategic Plan 2021-24, including the annual operating plan for 2021-22 and the Mission and Vision which were set out in a working draft of a high-level summary document for wider publication.
182. The Principal introduced the Strategic Plan, summarising the strategic drivers for the review of the mission, vision and objectives and noting that proposals built on discussions at the Governors' Seminar in May and with College Group managers (collecting ideas from the wider staff community) and Student Council members. This included recognition of developments to the external policy and funding environment, the FE 'Skills for Jobs' White Paper and the wider impact of the pandemic on matters from the economy to wellbeing and use of technology.
183. The Principal explained the proposed rewording of the College's Mission statement to increase its relevance and impact for all stakeholders, underpinned by a new Vision which met the expectations of the external policy agenda on meeting employment and skills needs and gave more prominence to the value of the College Group's workforce in providing a high quality curriculum and exceptional learning experience.
184. The Principal further highlighted that the annual operating plan had been reformatted to demonstrate how the College Group would deliver its strategic priorities across three broad aims – Excellence, Resilience and Growth – and enabled by Innovation, Collaboration and Sustainability.
185. In discussion, members broadly welcomed the overall new approach and the annual operational plan and sought further clarification and information about a number of points.
186. Asked about the relationship between the Strategic Plan and individual members of staff's performance objectives, the Principal confirmed that managers would be setting targets linked to delivery of the plan and enabling staff to understand the contribution of their role to the College Group's overall performance.
187. In response to a member's reflection that some of the key measures of the annual milestone objectives did not include quantifiable targets, the Principal confirmed that further work would be completed when year-end was available to confirm more quantifiable key performance indicators and that these would be monitored through the College's Dashboard.
188. Asked whether any areas of the plan had proved contentious during development, the Principal and SLT members explained that the plan built on key strategic priorities which were already understood within the College Group and that there was a generally shared consensus and about the direction of travel, which took into account feedback about staffs' experiences, and aimed to build clear and ambitious targets which staff could buy into. The SLT recognised, however, that some of these were stretch targets and might be challenging to fully achieve.
189. It was noted that the full annual operation plan was a substantial length and assurance was sought as to how focus would be maintained on those long-range and annual objectives which were most critical to the future success of the College. The Principal and SLT members confirmed that they were content the plan provided a clear and measurable

framework and that the new structure of the plan would assist with monitoring its delivery. Progress against the annual milestone objectives would be reported to the Board at each meeting and key performance measures would be monitored via the Dashboard.

190. A member noted some reservations which he had expressed to the Principal in advance of the meeting about the rewording of the Mission statement, in particular that the headline statement no longer included the word 'learners'.
191. Given that there was otherwise broad support for the proposals and the timetable for approval, the Chair suggested that the wording could be subject to future revision.
192. The Principal noted that the College's corporate risk register was being redeveloped and would be updated to reflect the new Strategy Plan and presented to the Board at its meeting in October, following consideration by the Audit Committee.
193. **Resolved** – that the College Group Strategic Plan 2021-24, including the annual operating plan 2021/22, and College Group Mission and Vision be approved on the basis that final refinements to the published document would be considered and reported to the Board during 2021/22.

Sustainability Strategy

194. The Board had received the report of the Principal which set out the context for the development of a new Sustainability Strategy, noting that the strategy and progress with the Climate Action Roadmap had been reviewed by the Resources Committee.
195. The Sustainability Strategy set out the College Group's commitment to operating its activities in a sustainable manner, through minimising the adverse impact of its activities on the environment and in promoting sound environmentally sustainable principles and practices through the delivery of its curriculum offer.
196. The Board noted the net-zero emissions timeframe set by the Climate Commission for UK Higher and Further Education and that the College's carbon reduction data from 2017/2018 onwards would be reported to the Resources Committee with proposed targets to reach net-zero emissions.
197. Members welcomed the new Sustainability Strategy and discussed actions to reduce carbon emissions, the engagement of students in the development and implementation of the strategy, and communication to potential and current students of the College's commitment to sustainability and the environment.
198. Asked about the ownership and monitoring of the strategy, the Principal confirmed that she was the current SLT lead and chaired the College Green Group which included members from across the College Group and that the Health & Safety Officer had a remit to manage environmental matters and data collection, working with the Premises team. Progress against the Climate Action Road Map was reported to the Resources Committee termly.
199. **Resolved** – that the new College Group Sustainability Strategy be approved.

FINANCE

Management Accounts

200. The Board had received the latest monthly management accounts (to 31 May 2021), including an update on the in-year financial position 2020/21 and cash flow forecast to July 2022, together with the ESFA Finance Dashboard (May 21) which provided an overview of the College's financial performance.
201. The Director of Finance highlighted key points from the management accounts, noting that the end of year forecast now anticipated a small surplus and confirming that the EBITDA measure, cash position and predicted ESFA financial health rating were all positive.
202. It was noted that the ESFA had confirmed the financial health rating of 'Outstanding' for 2019-20 and predicted a financial health rating of 'Good' for 2020-21 based on the revised (December) budget.
203. Members discussed the EBITDA financial performance measure which was recommended as a good practice by the ESFA, noting that the Board could also take assurance from monitoring the cash position and going concern assessment.
204. The Director of Finance drew the Board's attention to the schedule of key variances to the revised budget, noting that the higher level of variations this year was exceptional and largely resulted from uncertainties linked to the pandemic.
205. In relating to future forecasting, the Director of Finance emphasised that the ESFA tended to look for an outturn that was close to or better than forecast, given the history in the sector of over optimistic forecasting,

Budget

206. The Board had received the report of the Director of Finance proposing the two-year financial forecast for 2021/22 – 2022/23, the income and expenditure (I&E) budget for 2021/22 and capital expenditure 2021/22, together with the key budgeting assumptions, a summary of changes in the staff costs budget, an assessment of compliance with bank loan covenants, a sensitivity analysis and a cash flow forecast.
207. The Director of Finance introduced the budget, noting that the cash forecast remained healthy during the period but would require revision if the College was successful in capital funding bids which required match-funding by College cash.
208. The Director of Finance drew the Board's attention to key assumptions, including in relation to income, Covid-19 and staff costs, and confirmed that the two-year financial plan would enable the College to meet its bank loan covenants and achieve ESFA financial health ratings of at least 'Good'.
209. Members welcomed the detailed financial planning and the comprehensive information provided with the budget and discussed a range of points and queries.
210. Responding to a member's question as to whether there should be strategy to build further reserves for future investment to respond to the likely upward trend in enrolments, the Principal explained that the financial plan included increasing cash but also additional expenditure to start to address the historic freeze of pay awards and

associated risks arising in relation to retention and recruitment. It was noted that the timing of any pay award could also have a positive impact on the budgeted costs.

211. A member highlighted that, although the budget was for a surplus, the sensitivity analysis showed a potential deficit outturn in a worst-case scenario and that this was a concern. However, the member confirmed that he would be content to agree the budget on the basis that it was reviewed in December to give assurance to the Board that the budget was on track to be delivered and the opportunity to agree a revised budget if required.
212. The Principal noted that the budget would also require review when the outcome of capital funding bids was known.
213. The Board noted that the schedule of capital expenditure projects for 2021-22 included indicative costs and was subject to change as the SLT monitored and prioritised capital expenditure requirements during the year.
214. A member sought further clarity about the 2021-22 capital expenditure budget and how this related to a tender waiver for capital works on species enclosures in the Animal Management Centre (AMC). The Principal had made the Resources Committee aware of the tender waiver as it was just below the level requiring the committee's approval. The Director of Finance confirmed that these costs would be funded from the 2020-21 budget. The Principal further explained that the refurbishment of animal enclosures listed in the 2021-22 budget was to enable the conversion of an area which was no longer fit-for-purpose to a new multi-species enclosure.
215. A member noted that, on top of the Animal Health & Research Centre capital project, the further capital expenditure in 2020-21 and 2021-22 represented a substantial investment in the AMC and its facilities. The Principal acknowledged that this was the case and reported that the new AMC manager was overseeing a 10-year rolling plan for upkeep and development of the AMC, recognising that it was a major strategic asset for the College and supported both the FE and HE curriculum offers. In addition, it was noted that the Zoo Licence Inspection visit was due in Spring 2021, and these capital works were necessary to ensure this was not jeopardised.
216. The Board agreed the Principal's suggestion to arrange a briefing on development of the AMC and Equine Centre at a future meeting.
217. The Director of Finance noted that the 2021-22 budget and financial plan for 2022-23 approved by the Board would be included in the College's Financial Forecasting Return to be submitted to the ESFA by 31 July 2021.
218. **Resolved** –that the following be approved and reflected in the Financial Forecasting Return to the ESFA:
- a) a budget for 2021/22 which shows a surplus of £137k before FRS 102 pension charges or credits, noting that the cash flow will improve over this period, assuming there are no major building projects, and that the budget would be monitored and reviewed during the year to ensure a budget surplus was achieved;
 - b) a high-level forecast for 2022/23 before FRS 102 pension charges or credits showing a surplus of £122k;

- c) a capital spend allocation of £1m (inclusive of VAT) for 2021/22, fully funded by the College.
219. The Chair of Governors noted that it was the last governors' meeting attended by the Director of Finance before she left the employment of the College Group and expressed gratitude on behalf of the Board for her substantial contribution to the College's financial management.

LEARNERS/STUDENTS EXPERIENCE

Safeguarding Annual Report

220. The Board had received the annual report of the Vice Principal Curriculum (Andover) and as Designated Safeguarding Lead (DSL) on Safeguarding, including Prevent, and the draft annual Child Protection Audit for Hampshire County Council.
221. The DSL highlighted key points in relation to a number of areas, including:
- a) The management of safeguarding
 - b) Site security and safety
 - c) College IT systems and processes
 - d) Local safeguarding need
 - e) Policy updates and awareness
 - f) CPD and training
222. The Board noted that there had been a substantial increase in safeguarding cases, rising from 55 cases reported in 2019-20 across both campuses to 124 cases this year, and the accompanying analysis. This included students who joined the College with an open Children's Services case, those who were referred by another agency and those which the College referred via the Multi-Agency Safeguarding Hub (MASH).
223. In response to a Staff Governor's questions about the CPOMs safeguarding reporting system, the DSL confirmed training would be provided for support staff, as well as academic staff, to assist with reporting and oversight of safeguarding matters and explained the routes for external contractors/suppliers to report safeguarding concerns.
224. The DLS also responded to a Staff Governor's questions to provide more information about training for those involved in the recruitment of new staff and support for students who experienced homelessness.
225. The DSL explained that, considering the recent exposure of cases of harassment and sexual misconduct in FE and HE institutions and the recommendations produced by an Ofsted review and the Office for Students (OfS) statement of expectations, the College had reviewed its bullying and harassment policy and procedures and decided to introduce a new sexual misconduct policy in relation to learners to provide additional focus and clarity around preventing and addressing this issue. A number of other actions were also planned, including training for staff, development of the tutorial programme and provision of an online platform as an alternative way for learners to report concerns.
226. The Board noted that Ofsted had also issued an updated inspection handbook in relation to how colleges confront sexual harassment, abuse and violence among children and young people.

227. Members questioned and received assurance about whether the Everyone’s Invited site had highlighted any incidences at the College.
228. The DSL reported that the updated Keeping Children Safe in Education 2021 statutory guidance for schools and colleges had just been published and that the Safeguarding Policy & Procedures would be reviewed in light of the guidance and any required updates presented to the Chair of Governors for approval (under the authority delegated in the Standing Orders) in time to be in place by 1 September 2021.
229. The Safeguarding Lead Governor responded to several areas of the Safeguarding report, commending the thoroughness of the HCC audit work and emphasising the prominence of safeguarding matters in Ofsted inspection judgements. The Safeguarding Lead Governor noted the seriousness with which the College took safeguarding and commended the speed of management’s response to national issues around sexual misconduct. A report of the Safeguarding Lead Governor’s termly meeting with the SLT and other staff had been separately circulated to all governors.
230. The Board welcomed confirmation 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.
231. The Board reviewed and endorsed management’s responses to the annual Child Protection Audit conducted for Hampshire County Council, noting that there were no concerns raised and some areas for enhancements set out in the action points.
232. The Principal provided the additional assurance that a maternity cover Residential Manager had been appointed.

AUDIT COMMITTEE.

233. The Board had received the unconfirmed minutes of the meetings of the Audit Committee held on 10 June 2021, together with the External Audit Plan and Strategy, the Internal Audit Plan 2021/22 and updated committee terms of reference.
234. The Committee Chair drew the Board’s attention to the substantial assurance (green rating) given by internal audit in relation to audits of controls regarding the College operating in line with OfS requirements in relation to the Access & Participation Plan (APP) and the College’s procurement of contracts and services and payments to suppliers.
235. The Committee Chair highlighted review being undertaken by the SLT of the College Group’s risk register, noting that the committee was supportive of the approach being taken which was intended to provide clear reporting and assurance of the key risks to the College Group.
236. The Committee Chair drew the Board’s attention to Buzzacott’s External Audit Strategy, noting the increased requirements regarding going concern assessment.
237. **Resolved** – that External Audit Strategy for the year ending 31 July 2021 be approved.
238. The Committee Chair noted that the Internal Audit Plan 2021/22 had been reviewed and was recommended by the committee.
239. **Resolved** – that the Internal Audit Plan 2021/22 be approved.

240. The Committee Chair noted that the terms of reference had been reviewed and updated in light of updates in the ESFA's Post-16 Audit Code of Practice 2020/21.
241. **Resolved** – that the revised committee terms of reference be approved.

CURRICULUM, EMPLOYERS & MARKET REQUIREMENTS COMMITTEE

242. The Board had received the unconfirmed minutes of the meeting of the Curriculum, Employers Market Requirements Committee (CEMR) held on 27 May 2021, together with the updated College Three Year Curriculum Plan and the Careers Education, Information and Guidance Policy.
243. The Committee Chair noted the committee's endorsement of the updated Curriculum Plan, which included changes to the Sports and Outdoor Education FE curriculum at Sparsholt and the Music FE curriculum at Andover, as fit for purpose to deliver the College's strategic ambitions, particularly in relation to student progression, future employability, professional development of the employed and to meeting the needs of employers.
244. In relation to careers education, information and guidance, the Board noted that the College had been successful reaccredited by the Matrix standard and the committee's consideration of the review of the Careers Education, Information and Guidance Policy.
245. **Resolved** – that the updated Careers Education, Information and Guidance Policy be approved.
246. The Board noted that the committee had confirmed good progress with delivery of the Access and Participation Plan (APP) 2020-21 to 2024-25 and the further planned work to analyse disability subsets to enhance planning and support of student needs.
247. The Board also noted good progress with the preparation for the delivery of T Levels at Andover College from September 2022. Members discussed feedback from the Principal about enrolments nationally in currently available T Levels, noting some of the challenges being experienced around the T Level transition programme (from Level 2) and the uneven availability of T Levels across subject areas.

QUALITY & STANDARDS COMMITTEE

248. The Board had received the unconfirmed minutes of the meeting of the Quality & Standards Committee (Q&S) held on 24 June 2021, together with the FE Curriculum Delivery & Quality Improvement Strategy 2021-22, the new Sexual Misconduct Policy & Procedures and proposed updates to a number of other policies as part of the normal cycle of policy reviews.
249. The Committee Chair noted that the format of the agenda and reports at the meeting had been revised to more effectively address matters under the remit of the committee.
250. The Committee Chair highlighted the committee's consideration of the proposed FE Curriculum Delivery and Quality Improvement Strategy for 2021/22 which set out how management intended to implement FE Curriculum Delivery and Quality Improvement Policy and secure further improvements to teaching, learning and assessment practices. A revised strategy, taking on board the committee's request to clarify the strategic priorities, was presented to the Board for approval.

251. **Resolved** – that the FE Curriculum Delivery & Quality Improvement Strategy 2021-22 be approved.
252. The Board considered the summary of changes to the FE and HE student related policies recommended by the committee for approval, noting the discussion of prevention and management of sexual misconduct and harassment under a previous agenda item.
253. **Resolved** – the new Sexual Misconduct Policy in relation to Learners be approved.
254. **Resolved** – that the following updated policies be approved:
- a) Bullying & Harassment Policy for Learners
 - b) Ethical Review Policy
 - c) HE Fitness to Practice Policy (Veterinary Nurses)
 - d) HE Admissions Policy
 - e) HE Withdrawal and Suspension of Studies Policy
 - f) Student Code of Conduct
 - g) Missing in Education Policy
 - h) Accreditation and Recognition of Prior Learning/Prior Experience Policy
 - i) Complaints (and Other Feedback) Management Policies (FE & HE)
 - j) FE Learner Performance Policy
 - k) Learner Conduct Policy
255. The Committee Chair also drew the Board’s attention to the termly report on FE and HE performance, including external quality reviews and accreditation, and noted his attendance at the HE ASQER (Annual Standards and Quality Evaluative Review) meetings which focused on the academic standards and quality enhancement of HE courses.

RESOURCES COMMITTEE

256. The Board had received the unconfirmed minutes of the meeting of the Resources Committee held on 17 June 2021 (Parts I and II), together with proposed updates to the IT Policy and a number of HR policies.
257. The Chair of Governors drew the Board’s attention to key points from the meeting, noting the commencement of the Principal’s review of the property strategy supported by external advisors. The committee had received a presentation on the review and had endorsed the approach being taken.
258. The Principal explained that the review would include the opportunity for input and discussion with governors, in addition to seeking feedback from a range of internal and external stakeholders, before the new property strategy was presented to the Board for approval. The review would be informed by the new College Group Strategic Plan and financial plan.
259. In discussion, a committee member outlined a rough forecast of available cash for match-funding capital projects and the parameters for generating further cash annually. The Director of Finance reminded the Board that there might also be scope to borrow, if this was in the interests of the College, and that funding of capital projects would need to take into account the bank covenants and ESFA financial health indicators.
260. The Board noted that, by the end of December 2021, it was expected that LIBOR would be phased out and replaced by SONIA (Sterling Overnight Index Average). Due to this,

the College's loan agreements with the three lending banks would need to be updated to reference either SONIA or the Base Rate rather than LIBOR. The matter had been reviewed and agreed by the committee, noting that all other aspects of the agreements would remain unchanged and, given the timeframe proposed by the banks, an approvals method would be required to enable the agreements to be signed over the summer if required.

261. **Resolved** – that authority be delegated to the Chair of Governors and Principal to sign the amended loan agreements (letters of variation) with Barclays, Lloyds and Nat West banks in relation to the cessation of LIBOR.
262. The committee had considered the Director of Information and Funding's review of the IT Policy which aimed to improve the security of the College Group's IT estate and data, to improve the understanding of the College Group community of their respective obligations and to support the College's intention to become Cyber Essentials certified.
263. **Resolved** – that the updated IT Policy be approved.
264. The committee had noted progress with the review of HR related College Group policies, advised by lawyers Warner Goodman to ensure the policies reflected good practice and relevant employment law, and recommended eight updated/reviewed with no updates policies to the Board.
265. **Resolved** – that the following policies be approved with authority delegated to the Chair of Governors to agree any final changes prior to publication:
- a) Bullying & Harassment
 - b) Disciplinary
 - c) Flexible Working
 - d) Grievance
 - e) Recruitment
 - f) Redeployment
 - g) Redundancy
 - h) Salary Policy
266. The report of Chair of Governors' Approvals under a separate agenda item confirmed the approval of the recommendation of the committee in relation to a payment to staff [*minute 295*].

SEARCH COMMITTEE

267. The Board had received the unconfirmed minutes of the meeting of the Search Committee held on 11 May 2021 which provided the annual report of the committee to the Board.
268. The Board noted the annual review of membership, in relation to terms of office, skills and experience and equality and diversity and the actions recorded regarding reappointments and recruitment of governors. The committee had agreed that it remained a priority to build on the existing range of skills on the board with broader diversity in terms of gender and ethnicity and that this should inform the recruitment campaign. [*Matters relating to the appointment of new governors are recorded at minutes 166-167 above.*]

269. T Floyd left the meeting for consideration of his reappointment and the Clerk reported that there had been unanimous agreement from a survey of governors (11 responses) to support his reappointment for a second term of office.
270. **Resolved** – that Tom Floyd be reappointed for a second term of office for a period of four years from 8 July 2021.
271. The Board noted the review of the membership and chairing of committees and that committee membership would be further revised in light of the new governor appointments and considerations relating to co-opted members.
272. **Resolved** – that:
- a) Marian Lauder be appointed as Chair of the Audit Committee for 2021/22;
 - b) Tom Floyd be reappointed as Chair of the Curriculum, Employers & Market Requirements Committee for 2021/22;
 - c) Roger Palmer be reappointed as Chair of the Quality & Standards Committee for 2021/22;
 - d) Adrian Neal be reappointed as Chair of the Remuneration Committee for 2021/22.
273. **Resolved** – that authority be delegated to the Chair of Governors to approve appointments to committees if required before the October meeting of the Board, in consultation with the relevant committee chair.
274. Following the review of representation of the Board on the College Group’s subsidiary companies, the Chair reported that A Neal had agreed to join the board of Sparsholt College Services Ltd (SCS). The SCS Board would be asked to formally approve the appointment.
275. The Chair also highlighted the review of the committee’s performance and terms of reference and it was noted that revised terms of reference would be presented to the Board once the updated AOC Code of Good Governance was published.

EQUALITY & DIVERSITY, HEALTH & SAFETY AND WELLBEING

Wellbeing Committee

276. The Board had received the unconfirmed minutes of the Wellbeing Committee held on 8 June 2021, which covered equality & diversity, health & safety, and safeguarding (including Prevent). The minutes included a summary of activity reported through the Safeguarding Working Group. Safeguarding matters had been discussed under a previous agenda item.
277. The Principal drew the Board’s attention to the intention to sign up to the Care Leaver Covenant to further demonstrate the College’s support of these students in both FE and HE and the proposed offer to be published. Governors were supportive of the plans.
278. **Resolved** – to approve the Care Leaver Covenant offer.
279. The Principal highlighted key points from the minutes in relation to Health and Safety, including the continued focus on Covid-19 and two incidences which had required reporting to the Health and Safety Executive (one Covid and one accident related).

280. The Board noted that the Equine Centre was free of Equine Strangles and that quarantine facilities and testing procedures had been updated to mitigate against re-occurrences.
281. The Board also noted the update on Health and Wellbeing matters and the Principal explained that an action plan resulting from the student survey on mental health matters was being developed and incorporated into the Health & Wellbeing Strategy.
282. A member noted that the Health & Wellbeing Strategy was one of several College Group strategies in existence and sought confirmation as to how it aligned with the College's Strategic Plan and communications to learners.
283. The Principal confirmed that the updating of the Health & Wellbeing Strategy was one of the annual objectives in the new Strategic Plan and linked to key performance measures. The strategy and action plan were also in line with the College's obligations for supporting learners' health and well-being, as referenced in the 'Keeping Children Safe in Education' guidance. The action plan set out ways in which wellbeing matters were communicated to students via a range of routes.
284. With reference to the committee's discussion of rules for staff driving College vehicles, the Chair queried whether separate consideration had been given to vehicles with and without students onboard. The Principal undertook to take this into account when the SLT approved the policy.
285. An updated 'Stop and Search a Learner' Policy with minor amendments had been reviewed by the committee and was recommended to the Board for approval.
286. **Resolved** – that the Stop and Search a Learner Policy be approved.

COLLEGE GROUP REPORTS

Andover Town Football Club

287. The Board had received and noted the minutes of the meeting of the Andover Town Football Club Ltd (ATFC) Board of Directors held on 21 May 2021.
288. The Principal (and Chair of ATFC) confirmed the appointment of S Timms as a director in his capacity representing Andover Town Youth FC and noted that A Whitworth would step down as a director on 31 July 2021. I Carr had been reconfirmed by Test Valley Borough Council as its representative on the board (an annual process undertaken by the council).
289. The Principal also noted that the ATFC Board had approved the ATFC budget for 2021/22 and to carrying forward the main strategic objectives from 2020/21 to 2021/22 with some updates.

Sparsholt College Services

290. The Board had received the minutes of the Sparsholt College Services Limited (SCS) Board of Directors meetings held on 19 June 2021. This has been the last meeting as directors of A Owen before he completed his term of office as a governor and of A Whitworth before she left the company.
291. The Chair of Governors (and Chair of the SCS Board) confirmed that the matters considered by the SCS Board were in line with the normal business calendar and consistent with reporting to the Board of Governors and Resources Committee on the

College Group. The SCS Board had approved the SCS budget for 2021/22 and had been briefed on the review of the College Group’s strategic plan, mission and vision.

292. The Chair drew the Board’s attention to the estimated annual savings in relation to pension costs which resulted from the pension arrangements for new starters to SCS.

GOVERNANCE

Written Resolutions and Chair of Governors’ Approvals

293. The Board had received the report of the Clerk to the Corporation on written resolutions by the Board and approvals by the Chair of Governors since the March meeting of the Board.
294. There had been no written resolution.
295. The Board noted four approvals by the Chair of Governors:
- a) Updated IT Acceptable Use Policy (now incorporated in the updated IT Policy).
 - b) College Collaboration Fund partnership agreement for the iGener8 bid on the recommendation of the Principal and Head of Learning & Quality.
 - c) Increase in capital expenditure by a further £175k to £975k in 2020/21 to undertaken certain refurbishments on the recommendation of the Principal and Director of Finance.
 - d) One-off payment to College Group staff in July 2021 on the recommendation of the Resources Committee and with the agreement of the SCS Board of Directors, in line with discussions at the March meeting of the Board. The committee had confirmed that the proposals were affordable in light of the latest year end forecast and confirmations in relation to the bank loan covenants and ESFA financial health rating.
296. There were no questions or comments arising from the report.

Governance Report

297. The Board had received the report of the Clerk to the Corporation updating on governance matters, including in relation to recent developments in the FE and HE regulatory environment and the Board’s operations.
298. The Board noted that the annual strategic conversation with the ESFA was due to take place on 9 July 2021 and would be attended by the Chair, alongside the Principal, senior post-holders and the Head of Learning & Quality.
299. The Chair of Governors and the Co-Vice Chairs of Governors left the meeting in turn while the Clerk reported the outcome of each individual’s reappointment surveys and Board considered their reappointments. In each case 12 governors had responded and there had been universal agreement to the Chair and Co-Vice Chairs being reconfirmed in post.
300. **Resolved** – that Neil Hopkins be reconfirmed as Chair and Chris Wilson and Marian Lander be reconfirmed as Co-Vice Chairs of the Board of Governors.
301. Linked to the review of the property strategy commissioned by the Principal, the Clerk had drafted terms of reference of a ‘task and finish’ group, the Governors’ Property Strategy Working Group, which would provide an opportunity for governors to be

briefed on the evolving strategy and any feedback from stakeholders and to input into the development of the strategy prior to presentation to the Board for approval.

302. **Resolved** – that the terms of reference of the Governors’ Property Strategy Working Group be approved.
303. Confidential matters were recorded separately. The meeting ended at 1.00 pm.