

SPARSHOLT COLLEGE HAMPSHIRE
MINUTES OF THE MEETING OF THE BOARD OF
GOVERNORS
held on 3 October 2024 at 9.00 am
at Sparsholt College

¹PRESENT: G Davies (E); S Duckering (E); J Emm (SCS) (to min 301); T Floyd (E); N Hopkins (E, Chair) (except min 297 to 299); J Loretto (E); C McCormack (E); J Milburn (P); N Moody (E); A Neal (E); F Obiero (E) (from min 250²); H Perry (to min 301); N Shorter (E); M Wall (St) (to min 301); N Wall (E).

In attendance: D Carrig – Health & Safety Officer (min 273 to 281)
S Grant – Chief Operating Officer (except min 302)
N Heslop – Chief Financial Officer (except min 302)
S Hermiston – Director of Information & Funding (min 255 to 260)
D Mernagh – Vice Principal & Dean of Higher Education (to min 301)
J Payne – Director of Estates (min 273 to 281)
A Roberston – Governance Co-ordinator (to min 301)
B Stokes – Vice Principal Curriculum (Andover) (to min 301)
M Treagust – Vice Principal Curriculum (Sparsholt) (to min 301)
S Willson - Head of Corporate Governance

DECLARATION OF INTERESTS

216. 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.

APOLOGIES

217. Apologies were received from J Brant, P Jordan and A Rowley.

MINUTES

218. **Resolved** – that the minutes of the meeting held on 11 July 2024 (Part 1) be confirmed with the list of attendees corrected and ‘cybersecurity’ replaced with ‘cyber-attacks’ in minute 157.
219. Insurance (minute 116/24): It was confirmed that the tender for the main insurance contract had been completed and insurance was in place with the new supplier from 1 August 2024.
220. Safeguarding (minute 143/24): It was confirmed that the recent Safeguarding Lead Governor visit had included safer recruitment and the Single Central Record, as well as a tour of residential halls, and was covered in the Lead Governor’s report to governors.
221. Access & Participation (minute 153/24): It was confirmed that the new UCS Access & Participation Plan 2025-2029 had been submitted to the Office for Students (OfS) by the

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

² Via videoconference (intermittently offline)

deadline of 31 July 2024 and some additional information provided in response to initial feedback from the OfS.

222. Stop, Search & Confiscation Policy (minute 173/24): The Vice Principal/Designated Safeguarding Lead reported that the University of Portsmouth procedures for searching residential student rooms would be applied to University Centre Sparsholt students - searches would require the student's consent and, if consent was not given, would be referred to the police if appropriate.
223. It was noted that the resolutions of the Board had been enacted and that there were no matters arising not covered elsewhere on the agenda.

CHAIR OF GOVERNORS' REPORT

224. The Board had received and noted the report of the Chair which summarised activities he had undertaken since the July 2024 meeting of the Board and forthcoming events and matters requiring his consideration.
225. The Chair reminded members that expressions of interest were being sought for the vacancy for a Co-Vice Chair.

STRATEGIC PLAN TO 2023-24

226. The Board had received the report of the Principal summarising outcomes in relation to the Strategic Plan Annual Milestone Objectives for 2023-24, the final year of the previous three year Strategic Plan.
227. The Principal highlighted the positive outcomes achieved, noting that 90% of the annual milestone objectives had been met and citing examples of accomplishments including the Ofsted grades and uplift to student achievement results, return to full commercial activities post-pandemic supporting affordability of the pay award, successful completion of the Local Skills Improvement Fund collaborative project, delivery of an ambitious programme of capital projects, and actions in relation to sustainability and energy costs. The Principal recognised that, while there had been improvements in English and Maths outcomes, not all targets had been met and this remained a strategic priority.
228. Board members endorsed the overall achievements evidenced by the report and welcomed the commitment to further address English and Maths outcomes, recognising the challenges and the actions taken to date, and discussing with SLT members additional actions which were planned for 2024-25. It was noted that a detailed analysis and action plan would follow to the Quality & Standards Committee meeting in November for scrutiny.

FE & HE PERFORMANCE

229. The Board received a presentation on the FE and HE performance indicators for 2023-24, and quality review processes, ahead of end of year quality assessment reports and improvement plans to follow to the Quality & Standards Committee.
230. The Board considered the key points presented by the Vice Principals Curriculum in relation to FE achievement data at the Sparsholt and Andover campuses. The discussion included the ways in which value-added data and teacher assessed performance were used to track the progress of learners, the inclusion of T Levels in future data sets, and actions in relation to areas identified as requiring specific quality focus the coming year.

231. The Vice Principal & Dean of HE presented the overall outcomes for MSc, BSc and FdSc students, providing assurance about the process for assessing and awarding qualifications and the correlation to results in the wider HE sector. The Board also noted for assurance the progression and retention data.

PRINCIPAL'S REPORT AND STRATEGIC PLAN

232. The Board had received and reviewed the report of the Principal summarising key developments at the College since the previous meeting of the Board and in relation to progress with the Strategic Plan.
233. The Principal drew the Board's attention to key points in the report and provided verbal updates on matters since the report was issued. Points discussed included:
- Assurance that no major safeguarding concerns had arisen from the FE learners Pulse 'Settling into College' survey (any individual concerns having been followed up by the Designated Safeguarding Lead).
 - Assurance of initial positive feedback from the BIAZA zoo inspection and the successful outcome of the Matrix Accreditation assessment.
 - Student enrolment data and related factors in relation to financial planning.
 - Temporary management arrangements for the Student Experience teams.
 - Closure of the ESFA in March 2025 and transfer of functions to the DfE.
234. The Board also discussed the reported issue in relation to a Sparsholt campus building and noted that structural engineers had implemented measures to enable use of the building to safely continue. Further investigations into the causes, liabilities and resolutions were being undertaken and would be reported to the Resources Committee.

HEALTHCHECK REPORT

235. The Board had received and reviewed the latest Healthcheck report (2024/25 Issue 01), providing an update on key performance indicators.
236. It was noted that there were some positive indicators of a reduction in vacancy and staff turnover levels towards pre-pandemic levels, although there remained recruitment challenges in some areas with market competition and the impact of pay awards in the wider education sector in 2024/25 recognised as potential risks.
237. In relation to safeguarding, the Vice Principal/Designated Safeguarding Lead reported that, although the use of the CPOMs online system had resulted in the transfer of a very substantial number of learner files from schools which were in the process of being reviewed, significant cases had been identified early through direct communication with schools and other means and the learners supported as necessary.

SUSTAINABILITY STRATEGY

238. The Board had received and reviewed for assurance the annual progress report on the College Group's Sustainability Strategy, together with the updated actions for 2023-24 and the updated Environmental Policy. All documents were available on the college website.

239. The report highlighted the UK government’s mission to ‘make Britain a clean energy superpower’ and the role of colleges to provide training and education in skills in the emerging green economy and clean energy/renewables.
240. The Principal reported good progress in the delivery of the Sustainability Strategy and the College Group’s journey to net-zero carbon emissions and, responding to a member’s questions, explained engagement with students and actions to promote the agenda and deliver green skills training.
241. In relation to carbon emissions, the Principal confirmed that the annual Streamlined Energy & Carbon Reporting (SECR) report would follow to the Resources Committee meeting, noting that the greatest challenge for delivery would be the scope 3 emissions.
242. The Board commended the reported progress and updated Sustainability Strategy actions for 2024-25 and noted that progress reports would be monitored termly by the Resources Committee.
243. **Resolved** – that the updated Environmental Policy be approved.

FINANCE

244. The Board had received the report of the Chief Financial Officer providing assurance in relation to the expected 2023/24 financial outturn and the financial performance in 2024/25 to date. The management accounts to 31 July 2024 had also been circulated to Board members.
245. The Board noted the surplus year end position for 2023/24, before any FRS102 pension and SWAPS and audit adjustments, and that the ESFA financial health grade for 2023/24 was expected to be ‘good’ or better and the bank loan covenants were expected to be met.
246. The Chief Financial Officer noted the positive cash position as of 31 July 2024 and that a reserves policy would be developed during 2024-25 for approval by the Board.
247. The Board also noted the update on the actuarial valuation in respect of the Local Government Pension Scheme (LGPS) and the intended accounting treatment. It was confirmed that any future changes to LGPS contribution rates would be confirmed after the next triennial review and implemented in April 2026.
248. The Chief Financial Officer confirmed that there were no significant updates to financial performance to date against the 2024/25 budget and that that updates would follow via the monthly management accounts forecast and be considered by the Resources Committee in November. The timeframe for finalising and presenting proposals in relation to staff pay was to be confirmed.
249. **Resolved** – that authority be delegated to the Resources Committee to approve a staff pay award should a decision be recommended by the SLT to be taken in advance of the 12 December 2024 Board of Governors meeting, subject to the decision being affordable within the approved College Group budget 2024/25.

RISK MANAGEMENT

250. The Board had received the Risk Management Policy and Risk Register 2024-25. The draft Risk Management Policy had been reviewed by the Audit Committee in June and recommended to the Board for approval, subject to finalisation of the updated risk register and strategic plan.

251. The Principal explained the changes to the risk register, including the addition of two new strategic risks relating to the impact of AI and to increased economic and policy uncertainty resulting from the change of UK government.
252. The Board explored in discussion with the Principal the reasons for the high risk scoring of the change of UK government, noting the uncertainty in relation to funding policy towards land-based FE in the future. A member also cautioned about the need to plan for forecast demographic changes in the longer term.
253. The Board noted the updates proposed to the Risk Management Policy to align with the requirements of the ESFA college financial handbook and further develop the use of risk management deep dives at Audit Committee meetings.
254. **Resolved** – that the Risk Management Policy 2024-25 and the Risk Register be approved.

DATA PROTECTION

255. The Board had received and reviewed for assurance the annual monitoring report of the Data Protection Officer (DPO) on activities related to Data Protection and Freedom of Information (FOI) legislation during the 2023-24 academic year.
256. The DPO highlighted the increase in both data subject requests and FOI requests compared to the previous year and confirmed that responses to requests had complied with legal requirements.
257. The DPO had dealt with 22 reported data breaches in 2023-24 and provided assurance that most were small scale and low risk and provided details for transparency of one minor breach relating to an email sent externally by the DPO. Two data breaches had been reported to the ICO and these were explained.
258. The Board also noted the updates on targeted phishing attacks and the assurance in relation to cybersecurity measures and ongoing staff training, and members discussed with the DPO points relating to the use of external email addresses and IT security.
259. Given the context of increased cyber-attacks, a member questioned the assessment that risk 10 (cybersecurity breach) on the risk register had declined since June. The Chief Operating Officer explained the SLT's assessment that the implementation of a new cybersecurity software system over the summer had increased the overall level of cyber protection and therefore, while the risk remained high, the scoring of the risk after controls were applied had been slightly reduced.
260. A member provided additional insights on cybersecurity protections for organisations, emphasising that cyber attacks would increasingly take place and the necessity of measures to protect and recover core systems.

HE STUDENT FEES

261. The Board had received and reviewed the report of the Vice Principal & Dean of HE on student fees for 2025-26.
262. The Vice Principal & Dean of HE responded to points raised by members, confirming the Office for Students parameters within which the UK undergraduate fees were set and that market benchmarking informed the setting of the fees levels which were discretionary.

263. The Board acknowledged the national policy debate about the financial pressures for HE providers and the future level of HE fees and funding mechanisms.
264. **Resolved** – that the HE student fees for 2025-26 for each category in the report be approved as unchanged from 2024-25 and that the revised refund criteria be approved.

(Addendum: further assessment of the revised refund criteria was conducted after the meeting and the request for revised refund criteria was withdrawn. The Chair of Governors approved on behalf of the Board of Governors that this part of the resolution be revoked and that the refund criteria remain unchanged from the 2024-25 criteria.)

EQUALITY, DIVERSITY & INCLUSION

265. The Board had received and reviewed the annual report on Equality, Diversity and Inclusion (EDI), including the final report on delivery of the Single Equality Scheme (SES) 2020-24 objectives and position statements and the proposed new Equality, Diversity and Inclusion (EDI) Policy and equality objectives. The report included for information a new EDI operational action plan and the latest employee and learner equality data.
266. The Vice Principal Curriculum (Andover), the SLT EDI lead, spoke to his report, highlighting that significant progress had been made against all seven of the previous equality objectives and giving examples of actions taken and outcomes achieved.
267. Following discussion of the AoC Equity, Diversity and Inclusion Charter at the July Board meeting and at a session with the AoC in September in which a number of members had been able to participate, the Board commended the AoC for its proactive work in this area and agreed that the college's EDI Policy and action plan should address key points in the charter as relevant to the college.
268. Members discussed the proposed new equality objectives which would be set for a three-year period and published in the EDI Policy. The objectives would be delivered through the EDI action plan and an annual report on progress published.
269. The Principal and Vice Principal Curriculum responded to feedback from a member about the wording of the policy and objectives and undertook to revise some minor drafting points and to reword the first equality objective to clarify that promoting inclusivity applied to all members of the college community. Challenged by a member as to whether the proposed second objective (to eradicate achievement gaps) was fully achievable and therefore appropriately worded, the Principal confirmed that college management believed this objective was suitable and would be accompanied by actions aimed to deliver it.
270. Members also discussed the use of EDI terminology in college documents, including selection of terms relating to race/ethnicity and the use of 'equity'. The Principal proposed to add a definition of equity to the definitions of equality, diversity and inclusions in the EDI Policy.
271. **Resolved** – that the Equality, Diversity & Inclusion Policy and the equality objectives be approved, subject to rewording of objective one and review by the college's employment lawyers and that authority be delegated to the Chair of Governors to approve the final version.
272. The Board noted the new positive legal obligation on employers introduced by the Worker Protection (Amendment of Equality Act 2010) Act 2023 from 26 October 2024 to take pro-

active reasonable steps to protect their workers from being sexually harassed at work and that the college's policies and practices would be reviewed by the Wellbeing Committee

HEALTH & SAFETY

Health & Safety Annual Report

273. The Board had received and reviewed the annual College Group Health and Safety Report of the Health & Safety Officer for the year 2023-24, covering key aspects of the implementation of policies and procedures and health and safety management.
274. The Health and Safety Officer drew the Board's attention to several significant areas and the Board discussion included:
- The introduction and further development of accident benchmark data reporting for land-based colleges.
 - Additional background information and assurance about a safety infringement, the actions taken and preparation for a Hampshire Fire and Rescue service audit of the Sparsholt campus to be undertaken in 2024/25.
 - Confirmation of asbestos management and legionella risk assessment statutory compliance.
 - Progress completing actions following independent fire risk assessments.
275. Prompted by a member's challenge about the ratio of near miss incidents to accidents reported and the value of a safety culture which encouraged reporting of near misses to identify and learn from potential risks, the Principal and Health & Safety Officer undertook to consider actions to further support a 'speak up' culture and recording of near misses.
276. The Board welcomed the comprehensive report and noted the assurance provided regarding the proactive management of health and safety across the College Group, including the identification of actions to further improve health and safety practices, and the implementation of policies and procedures relating to the health, safety and welfare of staff and students.

Safety & Security Policy

277. The Board had received and reviewed the report of the Principal and Director of Estates and the new Safety & Security Policy.
278. The Board noted the assurance that the policy, and the college's safety, security and crisis management processes and procedures, had been reviewed in light of the Terrorism (Protection of Premises) Draft Bill and the DfE's 'protective security and preparedness for education settings' guidance to prepare for and be able to respond to terrorism and other major incidences. This had included scenario planning and specialist security risk assessment advice.
279. The Board noted that the Director of Estates had been confirmed as the college's nominated Head of Security and that the policy was accompanied by updated emergency procedures, including lockdown, 'shelter in place', evacuation and bomb incident management, which would be reviewed and updated periodically by the Wellbeing Committee. The enhanced processes included the introduction of a new IT notification system for emergency and other

safety related communications which enabled emergency procedures to be initiated and alerts to be raised in any part of the college's estate.

280. The Principal highlighted the demarcation under the Bill of requirements for 'standard' and 'enhanced' tier premises and noted that further guidance might be required as to the classification of FE colleges with HE provision.
281. **Resolved** – that the Safety & Security Policy be approved and replace the previous Security Policy.

LEARNER & EMPLOYEE POLICIES

282. The Board had received and reviewed a number of learner related and HR policies.
283. The Board noted that the Freedom of Speech Code of Practice had been revised due to the Government's decision to put the Higher Education (Freedom of Speech Act) 2023 which had been scheduled to be implemented from 1 August 2024 on hold, with the possibility that the Act would be repealed.
284. In response to feedback from a member, the Vice Principal & Dean of Higher Education undertook to make minor drafting changes to section 15.2 of the code for clarity.
285. The Board noted that the updates to the Sickness Absence and Family Friendly policies were to comply with amendments to the Working Time Regulations 1998 in relation to carry forward of statutory leave. The paternity leave policy had already been updated.
286. **Resolved** – that the following policies be approved:
- a) Freedom of Speech Code of Practice (with minor amendment of 15.2)
 - b) Learners Substance Use & Misuse Policy
 - c) Student/Learner Accommodation Policy
 - d) Sickness Absence Policy
 - e) Family Friendly Policies (maternity, adoptive, shared parental, emergency family, and supporting carers leave)

GOVERNANCE

Written Resolutions and Chair of Governors' Approval

287. The Board had received the report of the Head of Corporate Governance on written resolutions by the Board and approvals by the Chair of Governors since the July meeting of the Board. There had been no written resolutions.
288. The Board noted three approvals by the Chair of Governors:
- a) A FE Accreditation of Prior Learning Policy which was required following the rewrite of the previous FE/HE policy to a HE only version.
 - b) Minor revisions for communication purposes to the wording of the Vision statement in the new Three Year Strategic Plan proposed by the Principal as part of the finalisation of the Strategic Plan for publication.
 - c) Revisions to the wording of the Paternity Scheme (Family Friendly Policies) on the advice of the college's employment lawyers approved by the Chair and Principal under the authority delegated by the Board in March 2024.

Annual Board Performance Review

289. The Board had received and reviewed the report of the Head of Corporate Governance to inform the Board’s performance effectiveness review. The review comprised an evaluation of the last year, up to the October Board meeting, highlighting indicators of performance derived from feedback from governors and SLT, external scrutiny, and the performance of the college as a whole.
290. It was noted that the external governance review conducted during 2023-24 had provided positive affirmation of the effectiveness of the Board and its operations, concluding that these demonstrated a high level of governance maturity. The recommendations from the external review had initially been considered at the Governors’ Seminar in January, and the outcomes incorporated in the Board’s effectiveness action plan.
291. Additional external sources of scrutiny and assurance included the Ofsted inspection in October 2023, which had assessed the overall effectiveness of FE education as ‘Good’ and leadership and management as ‘Outstanding’, and confirmation from Landex in September 2024 that the college continued to meet the requirements for ‘Designated Specialist Land Based Provider’ status, was financially stable and qualified to continue in full membership of Landex.
292. The Board considered the outcomes of the feedback surveys of members of the Board and SLT, the review of Board operations and developments, and other supporting information, and was content to confirm that the Board continued to operate effectively overall and was committed to continuous improvement.
293. **Resolved** – that the Board of Governors effectiveness action plan for 2024-25 be approved.
294. **Resolved** – that the HE Strategy Governors Working Group terms of reference be approved.
295. It was noted that A Rowley had agreed to continue in the position of SEND Lead Governor while a successor was identified, and members were invited to express any interest to the Head of Corporate Governance.
296. **Resolved** – that the Safeguarding Lead Governor and SEND Lead Governor role descriptions be reconfirmed and that A Rowley be reappointed as SEND Lead Governor for 2024-25.
297. The Chair left the meeting and did not take part in the following discussion or decision.
298. The Head of Corporate Governance reported the outcomes of the performance review of the Chair of Governors, confirming that 12 members had responded to the survey and that all had supported the annual reconfirmation of the appointment of the Chair. Members discussed the current term of office for the Chair of Governors and succession planning.
299. **Resolved** – that the appointment of Neil Hopkins (Chair of Governors) for 2024-25 be confirmed.

CONFIDENTIAL BUSINESS

300. **Resolved** – that the minutes of the meeting held on 11 July 2024 (Part 2) be confirmed.
301. The Chief Financial Officer and Principal provided updates on matters arising from the minutes.
302. **Resolved** – that the minutes of the meeting held on 11 July 2024 (Part 3) be confirmed.
303. Confidential matters were recorded separately.

304. The meeting ended at 1.10 pm.

Approved: Board of Governors Meeting 12 December 2024