



**MINUTES OF THE MEETING OF THE HSDC CORPORATION
HELD ON WEDNESDAY 16TH DECEMBER 2020
REMOTE ACCESS VIA MICROSOFT TEAMS**

Present:

Dr Mike Bateman (Chair)
Ms Fay Brown
Mrs Jen Coates
Dr Simon Claridge
Ms Liz Cooper
Mrs Lucy Flannery
Mr Mike Gaston (Principal)
Mrs Romy Jones
Ms Lydia Morrison
Miss Jasmine Savill
Mr Fraser Wilson
Mr Joshua Winstantly
Mr Tony Wright

In attendance:

Mr Richard Barlow – Deputy Principal
Mr Dan Beale – Vice-Principal, TL&Q
Mrs Suki Dhesi – Vice-Principal TL&Q
Mr Jon Myers – Vice-Principal Student Services
Mr Kelvin Smith – Vice-Principal Finance & Estates
Ms Jackie Eayrs – Clerk to the Corporation

Total Membership	18
Total vacancies	2 (2 x external)
Total possible attendance	16
Quorum:	8
Total Present:	13 - meeting quorate (81% attendance)

It was noted that items on the agenda preceded by * would be taken as read and not discussed at the meeting unless a member wished to raise a point under a starred item.

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HSDC CORP 64/20	Apologies for Absence & Welcome – All members were welcomed to the meeting, in particular, Jen Coates was welcomed to her first meeting of the Board as a new External Governor. Apologies for absence were received and accepted from Kev Bradshaw, Clive Dobbin, Elspeth Mackeggie Gurney and Leona Berry. Members noted that Jasmine Savill would be arriving late to the meeting due to work commitments.	
HSDC CORP 65/20	Declarations of Interest - No member declared any conflict of interest with any item on the Agenda which had not previously been declared.	
HSDC CORP 66/20	Minutes and Matters Arising from Previous Meetings: (i) Minutes of the Special Meeting of the HSDC Board held on 16th September 2020 - The Minutes of the special meeting of the HSDC Board held on the 16 th September 2020 were agreed as a true and accurate record. Members noted there were no matters arising from them which were not covered elsewhere on the agenda; (ii) Strictly Confidential Minutes of the special meeting of the HSDC Corporation held on the 16th September 2020 – The strictly confidential minutes of the special meeting of the HSDC Board held on the 16 th September 2020 were agreed as a true and accurate record. Members noted there were no matters arising to be considered.	
HSDC CORP 67/20	Correspondence: (i) Letter from ESFA dated 27th October 2020: Apprenticeship Minimum Standards - Members received and noted a letter from the ESFA in respect of Apprenticeship Minimum Standards for the 2018/2019 year. The Principal added that the College had also breached minimum standards for the 2019/2020 year due to the pandemic. Members were aware that the Apprenticeship provision had been awarded a grade of ‘Good’ by Ofsted during the March 2020 inspection. The	

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	<p>Deputy Principal added that, as part of the requirements for monitoring, the College had been required to submit an action plan by an agreed date and there were monitoring returns which had to be submitted. The Deputy Principal confirmed that the College had complied with the submission dates and the ESFA were content with the material submitted to date;</p> <p>(ii) FEC Letter dated 3rd November 2020: Virtual Diagnostic Assessment – Members of the Board were aware that the FEC Virtual Diagnostic Assessment visit was currently underway. Those members which had been involved during day 1 provided feedback on their experience. The Principal advised members that the assessment would continue the following day (17th December) and feedback would be provided from the FEC the following afternoon to himself and the Chair (with the Clerk present to take notes). The Principal thanked those members who had been involved and would be involved the next day and confirmed that he would share the outcome as soon as it was known.</p>	<p>Action: Principal/Clerk</p>
<p>HSDC CORP 68/20</p>	<p>Chief Executive Reporting – Principal’s Update:</p> <p>The Board had received the Principal’s Termly report which provided an update on key College developments, issues, initiatives and external influences. The Principal spoke to the report and, in particular, drew members’ attention to the following:</p> <ul style="list-style-type: none"> • The Colleges of the Future – Governors were reminded that the Independent Commission on the College of the Future had recently published their paper. The brief had been set up to the central question regarding what was wanted and needed from colleges across the four nations of the UK from 2030 onwards. The Principal also highlighted a report which had been published by the AoC (Association of Colleges) which called for an end to competition in the FE market and for government to force collaboration between all providers which would be funding conditional. The Principal emphasised the fact that it would be beneficial to come back to this issue as a Board to consider what this meant for HSDC going forward; • Horizon scanning locally – The Principal informed the Board of two merger proposals that were current being progressed within the region; • IoT (Institute of Technology) – Members were reminded that the Solent University and the Solent LEP were leading on a bid for an IOT focused on engineering, maritime and digital. The Principal advised the Board that the bid was developing some momentum now with providers recognizing this to be a collaborative approach and to represent the interests of all those involved in the IoT bid. Members noted that HSDC were named alongside Fareham, Brockenhurst, Eastleigh and IoW College. The Principal confirmed that the bid had been submitted on the 14th December and the College would hear in the New Year how the collective bid had been received. It was envisaged that, if successful, this could significantly contribute to the completion of the first floor central area as part of the previously planned Futures Reality Centre and refurbishment of the Engineering facilities; • 2020 Spending Review – The Principal provided a summary of the key points arising from the one-year spending review announced by the Chancellor, Rishi Sunak, that day. He expressed disappointment as he had hoped for more for F.E. It was noted that the DfE would have a larger budget in 2021/2022 compared to 2020/2021 but much of the increase had been earmarked for schools. In addition, it was hoped the allocation to cover the extra pension contributions would continue to be provided. <p>Members of the Board reviewed and noted the contents of the Principal’s Autumn Term Report.</p>	
<p>HSDC CORP 69/20</p>	<p>Chief Executive Reporting: Progress Review of Strategic Measures:</p> <p>Members of the Board received the first progress update of the academic year for the 2020/2021 Strategic measures. The Principal spoke to the report and drew members’ attention to the areas rag-rated ‘red’ where little or no progress had been achieved as follows:</p> <ul style="list-style-type: none"> • Financial Sustainability – Staff to income ratio was reported at 82% for 2019/2020 compared to budget of 70%. Members were aware that a Financial 	

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	<p>Sustainability Plan (FSP) had been developed to reduce staff costs in 2020/2021 down to 72%;</p> <ul style="list-style-type: none"> • EBITDA – Budgeted EBITDA would be negative for 2020/2021 but would show significant material improvement compared to the 2019/2020 outcome; • Gatsby Benchmarks – Members noted that 4 out of 8 benchmarks had been achieved at Alton and 5 out of 8 benchmarks had been achieved at the Havant and South Downs campuses. It was acknowledged that COVID had had a significant impact on Gatsby, particularly in terms of encounters with employers/HE and experience of the workplace. Development of virtual experiences were taking place wherever possible; • Number of OfS HE Learners – Lower numbers than expected had been recruited to UoP (University of Portsmouth) franchised Business course due to higher grades achieved by applicants and UoC (University of Chichester) H&SC course due to pressure on employers as a result of COVID. Members noted that there had been some growth in other areas of the provision. <p>Members of the Board reviewed the key issues, challenges and risks associated with the 2020/2021 Strategic Measures and noted the current position.</p>	
<p>HSDC CORP 70/20</p>	<p>Risk Register – Top Ten Risks</p> <p>Members of the Board received the top ten risks facing the College including the specific COVID-19 risk register for consideration and review. The Principal drew members' attention to the two net 'red' risks which related to:</p> <ul style="list-style-type: none"> • Staff to income ratio; and • The budget plan for 2020/2021 not being achieved. The Principal emphasised the fact that due to cost in terms of redundancy the figure included in the budget would be exceeded. <p>Members reviewed and noted the contents of the paper.</p>	
<p>HSDC CORP 71/20</p>	<p>Termly Report of the CQL Committee</p> <p>The Board received the termly report of the meeting of the CQL Committee held on the 30th November 2020. The Chair of the CQL Committee outlined the key issues which had been considered by the Committee, particularly:</p> <ul style="list-style-type: none"> • 2019/2020 Self-Assessment Report & 2020/2021 QIP - The Committee had considered the College SAR 2019/2020 and the QIP 2020/2021. The Chair confirmed that members had endorsed the SAR Panel sessions as a strong and robust process and the addition of the Financial Contribution element to each curriculum area had been Welcomed. In addition, members had commended the VP TLQ for the imaginative 'student experience' style format of the SAR document. The CQL Committee had agreed to recommend the SAR 2019/2020 and the QIP 2020/2021 for the full Corporation for approval. <p>The Board formally approved the Self-Assessment Report 2019/2020 and the Quality Improvement Plan 2020/2021.</p> <ul style="list-style-type: none"> • Annual Safeguarding Report 2019/2020 - Members of the Board received the Annual Report on Safeguarding which informed Governors of the safeguarding activity which had taken place during the 2019/2020 academic year and which outlined the actions that had been identified for the 2020/2021 year to further strengthen safeguarding. <p>The Board formally approved the Annual Safeguarding Report 2019/2020.</p> <ul style="list-style-type: none"> • Annual Report on Equality & Diversity 2019/2020 – Members of the Board received the Annual Report on Equality and Diversity 2019/2020 which informed Governors of the work being undertaken by the E&D Forum and the progress which had been achieved in E&D during 2019/2020. The Chair of CQL Committee highlighted the fact that Ofsted had signposted British Values and the lack of awareness by students of local threats during the inspection in March. As a result, it was felt important to have a particular focus on E&D in the College and to tie this into the work with a cohesive 	

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	<p>approach including the planning of the curriculum. The Principal added that, in the E&D Policy and Action Plan, there was challenge to look at how the College was being inclusive but what was being done with regards to the curriculum, tutorial and safeguarding to ensure the needs of all students of all colours were being addressed. He went on to make reference to a 10-point plan which black leaders had developed which needed to be weaved into this as well. He highlighted the fact that Suki Dhesi had been instrumental in driving an element of this. It was felt essential that, as a Board, members needed to understand the nuances and their responsibilities. Members noted that this would be a theme for a future staff development day.</p> <p>The VP TLQ, Suki Dhesi, endorsed the Principals comments and reinforced his message that all protected characteristics were vitally important as part of the anti-racist agenda and the importance of feeling included. It was necessary to ensure that this culture was embedded throughout the College and action was taken to weave in an anti-racist pedagogy. A whole development day would be dedicated to work on all protected characteristics.</p> <p>Governors requested that they be included in the E&D staff development day.</p> <p>Members of the Board formally approved the Equality & Diversity Report 2019/2020.</p> <ul style="list-style-type: none"> • Policies – Members of the Board formally approved: <ul style="list-style-type: none"> - The Child Protection and Safeguarding Policy and Procedures recommended by CQL; - The Prevent Strategy and Policy as recommended by CQL. 	<p>Action: VP OD&P/Clerk</p>
<p>HSDC CORP 72/20</p>	<p>Termly Report of the Student Committee</p> <p>Members of the Board received the Termly Report of the Student Committee which informed Governors of the work being undertaken by each Campus Based Student Union (CBSU) and the Student Parliament and the progress which had been achieved since the last report in July 2020.</p> <p>The Vice-Chair of the Committee, Liz Cooper (LC) summarised, for members, a number of follow-up discussions between herself, Stella Charman (SC) (the Chair of Student Committee) and Jon Myers (JM), VP Student Services, which had taken place since the Student Committee on the 16th November. The key points arising from those discussions was as follows:</p> <ul style="list-style-type: none"> • Governors had been impressed with what students were coming up with considering at difficult it was at present. LC emphasised the fact that the first lock down in March 2020 had been announced not long after the SU elections; • LC had felt the meeting was disenfranchised with the students and only 3 had been able to attend. She had been disappointed that there had not been greater involvement from the South Downs CBSU and there was more work to be done to improve engagement from those students and encourage them to be more actively involved; • The ways in which student participation in the Student Committee could provide life skills to students which they could include on their CVs and take into their working lives; • The Student Union/Governor members could be a group that reviewed how the SLT evaluated the student voice. Collaboration with groups from the NSU (National Student Union) or local universities that were doing research in to the student voice was suggested; • It was accepted that a number of activities which had been planned had not been able to proceed due to COVID; • Both the Chair and Vice-Chair of the Student Committee had agreed to be more involved with the committee groups (CBSUs and Parliament); • The format of the meetings needed to change in order to make the meetings more accessible to students. The Student Committee meeting had felt more like a Corporation meeting than a Student meeting. <p>Members of the Board whole-heartedly agreed that student participation was very important. It was noted that the Student Constitution would be reviewed to ensure it was</p>	<p>Action: Chair/VC of</p>

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	<p>as effective as possible to facilitate driving this issue forward. It was agreed that the Chair and Vice-Chair of the Student Committee would attend a Parliament meeting and discussions would continue to develop student engagement and the learner voice element of the Student Committee.</p> <p>The Board reviewed and noted the contents of the Student Committee Report.</p>	<p>Student Com/Clerk</p>
<p>HSDC CORP 73/20</p>	<p>Student Capability & Disciplinary Policy and Guidelines</p> <p>Members of the Board received the Student Capability and Disciplinary Policy and Guidelines for consideration. The VP Student Services spoke to the paper and advised members that the policy had been amended in section 4 in respect of the addition of a “cool off” period.</p> <p>Members of the Board formally approved the Student Capability & Disciplinary Policy and Guidelines as recommended by the CQL Committee.</p>	
<p>HSDC CORP 74/20</p>	<p>Report of the Audit Committee:</p> <p>Members of the Board received the Report of the Audit Committee from the meeting held on the 3rd December 2020. The Chair of Audit, Lydia Morrison (LM), spoke to the report and drew the following key issues to members’ attention:</p> <ul style="list-style-type: none"> • Signing off the Accounts - RSM had advised that it would not be wise to sign off the Accounts at the 16th December 2020 Corporation meeting for the following reasons: <ul style="list-style-type: none"> - the sector had an extended deadline of 31 Jan 2021 and that additional time could bring more clarity in respect of the Going Concern issue; - land sale receipts were a part of the Going Concern assumptions and, if the PfP (Places for People), contract was not signed by Corporation 16th December 2020, RSM would certainly challenge Going Concern assumptions; - The FEC Diagnostic Review was due to commence on the day of the Corporation meeting and RSM were nervous about sign-off if a Report subsequently came from the FEC (Further Education Commissioner) that did not support the College’s stance. <p>The auditors had raised the ‘going concern’ issue and the College was expected to conclusively demonstrate that it would be solvent for the next 12 months. Members noted that the land sale receipt featured significantly in this consideration. The 3 options on the Going Concern status were outlined as follows:</p> <ul style="list-style-type: none"> - The College could demonstrate a Going Concern position which was not supported by RSM; - RSM accepted the College’s position but emphasised the point that, given COVID and land sale uncertainties, there was a material uncertainty in the College’s assessment (this was the most likely option); - RSM accepted the College’s Going Concern position with comfort. Whilst in former years this had been the case, the College’s cash ‘burn’ over the last few years had meant that this option, was unlikely. <p>LM confirmed the Audit Committee’s support of this approach stating that it made sense to delay the approval/signing of the Accounts to the Board meeting on the 27th January 2021 until the position regarding the land sale and the outcome of the FEC virtual assessment were known so that greater confidence could be placed on the College’s Going Concern assumptions.</p> <ul style="list-style-type: none"> • Annual Report of the Audit Committee to the Corporation 2019/2020 - Members of the Board received the Annual Report of the Audit Committee to the Corporation of HSDC for the Financial Year 2019/2020. The purpose of the Report was to advise the Board on the activities of the Audit Committee and the effectiveness of the whole internal control system of the College and its arrangements for risk management, 	

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	<p>control and governance during the year as required by The Audit Code of Practice.</p> <p>Governors noted that the report reflected the views of the Committee which stated that the internal control systems operating within the College were adequate and the responses of the management in respect of Internal and External Auditors were satisfactory. It was noted that the Audit Committee had agreed to recommend the Annual Report for formal approval by the Full Corporation.</p> <p>Members of the Board reviewed the Report and noted the discussions which had taken place at the Audit Committee meetings during 2019/2020. Governors accepted and formally approved the Annual Report of the Audit Committee 2019/2020.</p> <ul style="list-style-type: none"> • Annual Report on Risk Management 2019/2020 - Members of the Board received the Annual Report on Risk Management 2019/2020 and the current “Top Ten” Risks. Governors were aware that it was a requirement of the College’s funding agreement with the ESFA to have a Risk Register and risk management procedures in place as part of business continuity and use and protection of public funds. <p>It was noted that, during the year, each Corporation Committee had received a report of the College’s top risks which were their responsibility to review along with the mitigation to reduce the risks identified. Members were advised that the Audit Committee had agreed to recommend that the College’s Risk Management arrangements continued to be adequate to enable the Corporation to discharge its duties.</p> <p>Members of the Board reviewed the contents of the paper, noted the current Top Ten Risks and accepted that the College's Risk Management arrangements were appropriate and adequate to enable the Corporation to discharge its duties.</p> <ul style="list-style-type: none"> • Internal Audit Annual Report – Members noted that the Internal Audit Annual Report summarised the work at HSDC during the 2019/2020 year which included the number of audit days, the spread of audit opinions as well as the key recommendations. It was noted that TIAA had provided reasonable assurance. Governors were aware that it was important for the Board to confirm that assurance had been provided by the Internal Auditors prior to the consideration and approval of the College’s Financial Statements. <p>Members of the Board noted the assurance of the Internal Auditors that adequate and effective governance, risk management and internal control arrangements were operating in practice and formally approved the Internal Audit Annual Report 2019/2020.</p> <ul style="list-style-type: none"> • Audit Strategy and Annual Internal Audit Plan 2020/2021 – Members reviewed and formally approved the Audit Strategy and Annual Internal Audit Plan 2020/2021 as recommended by the Audit Committee. 	
<p>HSDC CORP 75/20</p>	<p>Termly Report of the Finance & Estates Committee</p> <p>Members of the Board received the Report of the F&E Committee from the meeting held on 18th November 2020. The Vice-Chair, Simon Claridge, presented the report on behalf of the Chair of the F&E Committee who, as a co-opted member, did not attend full Corporation meetings.</p> <p>Simon Claridge (SC) drew the following to members’ attention:</p> <ul style="list-style-type: none"> • Review of the operation of the nursery – Members were advised that the Principal had been keen for both nurseries to continue and a financially sustainable solution had been found which had been endorsed by the F&E Committee; • Financial Statements 2019/2020 – Members were already aware that the submission date of the Accounts had been extended to the 31st January 2021 as reported under the previous item. SC confirmed that the proposal to delay the signing/approval of the accounts to the 27th January 2021 Board meeting had also been fully supported by the F&E Committee; 	

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	<ul style="list-style-type: none"> • Out-Turn for 2019/2020 - Members of the Board had received a draft set of 2019/2020 Financial Statements for HSDC for the year ending 31st July 2020 and the Self-Assessment Regularity Questionnaires. The Accounts and related documents were provided in a separate Financial PDF, which had been provided in addition to the main Board papers, comprising the External Auditor's Management Reports, Letters of Representation and Regularity questionnaires. <p>The following was drawn to the Board's attention:</p> <ul style="list-style-type: none"> - Staff costs to income ratio (FRS1 with pension) was just over 80%; - LGPS (Local Government Pension Scheme) liability had increased from £23.7m to £38.9m. This had, largely, been due to the stock market collapse due to COVID and it was hoped that, post pandemic, this would bounce back to where it had been. It was acknowledged that all colleges and universities were affected by this, not just HSDC; - The deficit was £5.6m but this was not a pure cash loss. It was noted that this was the first time the College had shown a negative net worth; - The cash balance at the start of the year had been £6.4m and had closed at £3.4m which represented a cash 'burn' of £3m overall; - An external audit closure meeting with RSM had taken place on the 17th November 2020. A few minor points had been raised but nothing of significant concern. It was acknowledged that regularity was and continued to be a big area of scrutiny for the sector and auditors were very risk averse. <p>Members of the Board approved the Audit Findings Report (AFR), the Letters of Representation for the Financial Statements Audit and the Regularity Assurance matters and the Regularity and Propriety Self-Assessment questionnaires for the HSDC Group.</p> <ul style="list-style-type: none"> • Student Union Accounts – Members were advised that the F&E Committee had not been in a position to recommend the Student Union Accounts for the year ending 31st July 2020 due to an issue of concern regarding income from the TOTUM cards. This matter was being investigated and once resolved, the SU Accounts would be presented to the 27th January 2021 Board meeting for approval; • IT Strategy 2020-2023 – Members of the F&E Committee had reviewed and discussed the IT Strategy in detail at an additional meeting convened on the 25th November. At that meeting the following actions had been agreed: <ul style="list-style-type: none"> - The Committee were comfortable with the general concept and direction of the strategy and endorsed the approach to reduce the College's own kit and that students should be encouraged to provide their own devices for use in College; - The Committee requested that the blue line option presented be further refined around delaying the 'nice to haves' and focus on the essential items to protect cash whilst understanding the risks around the exposure attached to that approach. • Health and Safety – The Board approved the Annual Health and Safety Report and the Update Health and Safety Policy as recommended by the F&E Committee. 	<p>Action: VP F&E</p>
HSDC CORP 76/20	<p>Management Accounts – Members of the Board reviewed the October 2020 Management Accounts which represented 3 months of actuals. The following highlights and emerging risks were outlined:</p> <ul style="list-style-type: none"> • High staff costs to income which was above sector norms; • Challenges to cash balances with a high staff cost base and more uncertainty on variable income trends during the pandemic; • Restructure costs and associated change challenges; • Delivery of Capital Works with material grant funding and political expectations; • Full determination of land sale receipts and dates; 	

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	<ul style="list-style-type: none"> • AEB 19+ allocations – adult learning recruitment looks challenging with claw-back risks; • HE enrolments (Access & Franchised course recruitment was down); • Hitting or exceeding 16-19 R04 lagged allocation of 4,848 (likely 5,000); • TPS funding uncertainty from April to July 2021 – No decision confirmed. <p>The Principal provided a verbal update on the position regarding the land sale. It was agreed that a briefing document would be circulated outlining the position and a proposal on a minimum land sale value to aid further negotiations with Places for People (PFP). Members were invited to respond with feedback to the Clerk within 48 hours.</p>	<p>Action: Governors/Clerk</p>
<p>HSDC CORP 77/20</p>	<p>Financial Sustainability Plan</p> <p>Members of the Board had received the Financial Sustainability Plan (FSP) for consideration and review. The FSP identified how significant savings would be secured in 2020/2021 and 2021/2022. The Deputy Principal spoke to the paper and drew the following to members' attention:</p> <ul style="list-style-type: none"> • All members had had the opportunity to attend a committee meeting or dedicated briefing session about the Financial Sustainability Plan. Where members had not been available to attend, one-to-one briefing sessions had been arranged; • Three themes had been identified to address the issues: <ul style="list-style-type: none"> - Curriculum needs to be more efficient to generate a greater contribution to support non-curriculum functions; - Non-Curriculum functions need to be affordable: to adhere to budgets based upon the College's income and curriculum contribution; - Planning & Controls need to be improved: to be based upon meaningful planning and budgeting, followed by tightly-managed monitoring and accountability, supported by improved control systems and processes; • The College's curriculum needed to increase its contribution from 37.5% contribution in 2019/2020 to 50% contribution in 2021/2022; • Members reviewed the latest version of the spreadsheet on page 171 of the pack (last updated 14th December 2020) which outlined the actions to be implemented to secure savings, completion dates, savings and related costs; • The FEC had requested more information and an updated version had been sent that day (16th December 2020); • There were significant redundancy costs before the full savings could be realised; • Redundancy costs of £250k in the 2020/2021 Budget would be exceeded and could not be finalised until all phases of the restructure had been completed and the outcomes known; • The F&E Committee would monitor the progress against actions on a regular basis; • Actions would commence and be completed during the period between Christmas and February half-term. Governors questioned the impact of significant restructurings on the College's ability to function. The Deputy Principal responded by saying that every effort would be made to minimise any negative impact on the student experience. <p>Members of the Board reviewed the contents of the paper and endorsed the Financial Sustainability Plan.</p>	
<p>HSDC CORP 78/20</p>	<p>Report of the Estates Strategy Group</p> <p>Members of the Board received the Report of the Estates Strategy Group from the meeting held on the 7th December 2020. The Chair of the ESG, Simon Claridge (SC), spoke to the report and provided a brief summary of the discussions which had taken place at the recent ESG meeting.</p> <p>In particular, he drew members' attention to the following:</p> <ul style="list-style-type: none"> • The capital funding allocation from the DfE of £1.295m had been agreed and some of it already committed. In addition, further clarification was being sought from the DfE to confirm the eligibility of funding to cover some health and safety items; 	

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	<ul style="list-style-type: none"> • IT investment at Alton campus of £148k was planned; • The outcome of the T Levels Wave 2 bid had been confirmed on the 19th November 2020 and the bid had been successful. The bid included works to the South Downs and Alton campuses and the total project value was £643,450. Members were advised that the bid had been for 100% grant funding with 0% College match contribution; • Construction T Level Curriculum Delivery - PMc had been delivering an element of teaching on the Construction T Level. The lessons had been well received and welcomed and bringing the work place in to the classroom had been a great experience for the students; • Alton Winter Works – Members reviewed and noted an update on the progress of the proposed works to refurbish the reception area and develop the Stevens Building into a Digital Gaming Hub. Interviews for the contractor had taken place on the 15th December 2020. The preferred contractor had been recommended as Overbury. Members of the Board formally approved Overbury as the preferred contractor for the Alton Winter Works. In addition, a letter of intent for £41k (inc. VAT) was approved to commence design work and orders for long lead items. • Independent Living Centre – SC confirmed that this project was progressing well. Members were advised that a firm proposal would be provided to the 18th January 2021 ESG meeting with a view to seeking Board approval at the 27th January 2021 Board meeting; • Land Sale – It was acknowledged that this item had been discussed earlier in the meeting with an action for members to provide feedback on a minimum land value proposal within 48 hours; • Car Parking – SC advised members that a final package of green travel plan measures would be presented at the next ESG meeting on the 18th January 2021 for formal consideration and approval; • HHC (Havant Hockey Club) – SC advised members that HSDC had agreed to leave the offer previously made to HHC open until the 31st December 2020 and, to date, there had been no contact from them. The College had agreed to write to HHC to confirm their long-term ambitions to take back the space and move the pitches to the north of the campus when funds were generated. It was noted that the ESG were now exploring ‘next steps’ which included the offer of a short-term extension of the current lease to HHC and the option to discuss the development of sport on the site with other sporting organisations. <p>Members of the Board reviewed the contents of the report and noted the progress achieved to date in the delivery of the Estates Strategy.</p>	
HSDC CORP 79/20	<p>Termly Report of the Search & Governance Committee</p> <p>Members of the Board received the Termly Report of the Search & Governance Committee from the meeting held on the 3rd December 2020. In the absence of the Chair, Clive Dobbin, the Vice-Chair of the S&G Committee, Lucy Flannery, spoke to the report and drew the following to members’ attention:</p> <ul style="list-style-type: none"> • Two External Governor vacancies existed on the Board and the S&G Committee had been working hard on recruitment; • The Committee were seeking a new Governor with Finance/Accountancy/Audit skills; • Despite a recruitment campaign directed at BAME community in July 2020, the College had been unsuccessful in attracting any individuals from this minority group to broaden diversity on the Board. It was noted that HSDC was not alone in this and most Boards, particularly in this part of the country, were experiencing similar difficulties. <p>Members of the Board:</p> <ul style="list-style-type: none"> (i) Reviewed the contents of the report and noted the current membership position as outlined in Appendix A to the paper; (ii) Approved the Membership of Corporation Committees outlined in Appendix B to the paper; (iii) In particular, members approved the transfer of Elspeth Mackeggie Gurney from the Audit Committee to the Finance & Estates Committee to strengthen the membership of the F&E Committee, effective immediately. Members 	

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	<p>acknowledged that, as the full Governor with appropriate skills/expertise on this committee, there was an expectation that she would take over from Michael Cripps (a co-opted member) as Chair;</p> <p>(iv) Members reviewed and noted the other issues considered by the Committee as outlined in the report.</p>	
<p>HSDC CORP 80/20</p>	<p>Annual Report of the Search & Governance Committee 2019/2020</p> <p>Members of the Board had received the Annual Report of the Search & Governance Committee 2019/2020 for consideration and review. As part of the annual review and evaluation cycle completed in June 2020, the Committee had agreed to establish an Annual Report of the Search & Governance Committee to outline the key issues considered and summarise the work of the Committee during the year to provide a formalised channel for discussion and query at Board level.</p> <p>A comprehensive action plan which included all the SAR (Self-Assessment Report) and CoGG (Code of Good Governance) review actions was presented to the Board on the 2nd July 2020. It had been agreed that the Search & Governance Committee would monitor the progress of these actions. A progress update was provided to members at Appendix A to the report which was reviewed and noted.</p> <p>Members of the Board reviewed and endorsed the Annual Report of the Search & Governance Committee 2019/2020.</p>	
<p>HSDC CORP 81/20</p>	<p>College Recognition and Reward Scheme – The College had previously implemented a Recognition and Reward Scheme to enable all staff to recognise and appreciate colleagues’ contribution in the workplace. An element of the Scheme is the Governors’ Termly Award and, prior to the meeting, members were asked to consider the nominations and vote for a winner to receive the award.</p> <p>The Clerk reported that the nominee to receive the most votes had been Will Sparrow and members of the Board endorsed him as the winner of the Autumn Term Governors’ Award.</p>	<p>Action: Clerk to notify People Services of the winner.</p>
<p>HSDC CORP 82/20</p>	<p>Items for Note/Information – Members of the Board received and noted the following reports for information as there were no issues for consideration at that time:</p> <ul style="list-style-type: none"> • Report of the HR Committee meeting held on the 26th November 2020; • Report of the HE Committee meeting held on the 12th November 2020. 	
<p>HSDC CORP 83/20</p>	<p>Report of the Remuneration Committee meeting held on the 26th November 2020</p> <p><i>Staff and Student Governors and Executive Officers left the meeting at this point.</i></p> <p>External Governors and the Principal received the Termly Report of the Remuneration Committee. Due to the strictly confidential nature of the content of the report and the related discussions, this item is recorded as a separate strictly confidential minute for Governors who are not Staff and Students only.</p>	
<p>HSDC CORP 84/20</p>	<p>Annual Report of the Remuneration Committee 2019/2020</p> <p>External Governors and the Principal had received the Annual Report of the Remuneration Committee 2019/2020. Members were reminded that the College had adopted the voluntary Code of Good Governance for English Colleges (The Code) in 2015 and had agreed that the key elements of the Code would be enshrined within the work of the Committees. In December 2018, the Code had been expanded to include a specific Code on the Remuneration of Senior Post Holders. The Code made reference to the publication of an Annual Report on Senior Post Holder’s Remuneration and the Board agreed to adopt this development at its meeting in July 2019.</p> <p>The purpose of the Annual Report was to provide an annual statement to the full Corporation of the Remuneration Committee’s activities during the academic year, including:</p>	

Minute Number	Minute	Action
	(i) A list of Senior Post holders within the remit of the Remuneration Committee; (ii) The College's policy on the remuneration of Senior Post holders; (iii) The College's policy on income derived from external activities; (iv) The pay multiple of the Principal/Chief Executive and the median earnings of the organisation's whole workforce, illustrating how that multiple had changed over time and to provide an explanation if it was significantly above any published average; (v) The choice of comparator college(s)/organisation(s); (vi) An explanation of any significant changes. Members of the Board reviewed and endorsed the Annual Report of the Remuneration Committee for the 2019/2020 academic year.	
HSDC CORP 85/20	Report of the Selection Committee: Appointment of the Deputy Principal Finance & Facilities External Governors and the Principal received the Report of the Selection Committee related to the Appointment of the Deputy Principal Finance & Facilities. Due to the strictly confidential nature of the content of the report and the related discussions, this item is recorded as a separate strictly confidential minute for Governors who are not Staff and Students only.	
HSDC CORP 86/20	CMG/SLT Restructure Update External Governors and the Principal received a paper which provided an update on the CMG/SLT Restructure. In addition, the Principal provided a verbal update on the outcome of the interviews which had taken place that week. Due to the strictly confidential nature of the content of the report and the related discussions, this item is recorded as a separate strictly confidential minute for Governors who are not Staff and Students only.	
HSDC CORP 87/20	Urgent Business – No urgent business had been notified to the Chair.	
HSDC CORP 88/20	Date of next meeting – Members noted that the next meeting was scheduled to take place on Monday 27th January 2021 at 16.45 hrs with a Training Session following it at 17.45 hrs.	

There being no other business, the meeting closed at 18.52 hrs

Signed:

Date:.....