



**MEETING OF THE HSDC CORPORATION
HELD ON MONDAY 10TH JULY 2023
COMMITTEE ROOM (134), SOUTH DOWNS CAMPUS AND
REMOTE ACCESS VIA MICROSOFT TEAMS**

MINUTES

Present:

Xin Austin	Romy Jones
Mike Bateman	Elsbeth Mackeggie Gurney
Stella Charman (Associate Governor)	Lydia Morrison (remote access)
Clive Dobbin (Chair)	Mark Nicolson (remote access)
Lucy Flannery	Michael Thornton (remote access)
Mike Gaston (Principal)	Tony Wright (Vice-Chair)
Lorna Hayes	

(vacancies 1 x teaching staff Governor and 0.5 Student Governor)

In attendance:

Dominic Asater – DP Finance & Facilities (remote access)
Richard Barlow – DP Curriculum
Leona Berry – VP Organisational Development & People
Suki Dhesi – VP Students, Learning & Quality (remote access)
Jackie Eayrs – Clerk to the Corporation

Total Membership	18
Total vacancies	1.5
Total possible attendance	17
Quorum:	8
Total Present:	12 - meeting quorate (71% attendance excl. vacancies)

Minute Number	Minute	Action
HSDC CORP 21/23	<p>Board Briefing on SEND Reforms:</p> <p>Members of the Board received a briefing from the Assistant Principal SEND, Debbie Collinson-Bolles (DCB), on the SEND Reforms which had been launched in 2019 in response to growing concern about the challenges facing the SEND system in England and the future of the children and young people it supported with a specific focus on financial sustainability.</p> <p>The presentation slides used are an Appendix to these minutes.</p> <p>Following the presentation, the following questions and points were raised:</p> <ul style="list-style-type: none"> • Governors queried the point related to allowing flexibilities to standard English and Maths requirements for apprenticeships and what that might look like in practice. DCB outlined an example scenario whereby if a young person had dyslexia and couldn't achieve Level 2 English but had skills in other things, they would have an exemption to achieve English and Maths. If there was no exemption and the young person didn't have Level 2 English and Maths, they didn't achieve the Apprenticeship. • Governors queried LSA provision and whether more funding might be available. DCB responded that she hoped so and she advised members that the Local Authority was currently in negotiations about the way Further Education was funded. Governors questioned whether there would be more flexibility over how the LSA was used. DCB advised that more staff would be required which would cost more money. 	

Minute Number	Minute	Action
	<ul style="list-style-type: none"> The Principal advised members that DCB was now a fully accredited Ofsted Inspector and he extended congratulations to her for this achievement. He asked whether she believed that HSDC was in a position of strength to respond the challenges outlined in her presentation. DCB responded by saying that she believed the College was in a position of strength in respect of its ethos and that it was open to supporting as many people as possible. However, there was no flexibility financially to bring more people on board i.e therapists etc. and delivering this kind of provision was expensive. 	
HSDC CORP 22/23	<p>Annual Election of the Chair and Vice-Chair of the Corporation for 2022/2023:</p> <p>Nominations had been received in advance of the meeting. The Clerk reported that only one nomination had been received for the Chair. As a result, Clive Dobbin was elected as Chair of the Corporation for the 2023/2024 year.</p> <p>The Clerk reported that two nominations had been received for the role of Vice-Chair (Tony Wright and Romy Jones). A secret ballot was conducted, and Tony Wright received the majority vote. Therefore, Tony Wright was elected as the Chair of Corporation for the 2023/2024 year.</p>	
HSDC CORP 23/23	<p>Apologies for Absence & Welcome:</p> <p>All members present were welcomed to the meeting. Apologies for absence were received from Matt Atkinson, Simon Claridge and Kamlesh Pandya. It was noted that the Student Governors had been invited but, as the students had finished for the summer on the 30th June 2023, it was likely that they had not seen the meeting invite amongst their College emails.</p>	
HSDC CORP 24/23	<p>Declarations of Interest - No member declared any conflict of interest with any item on the agenda which had not previously been declared.</p>	
HSDC CORP 25/23	<p>Minutes and Matters Arising from Previous Meetings:</p> <p>(i) Minutes of the meeting of the HSDC Corporation held on the 29th March 2023 - The Minutes of the meeting held on the 29th March 2023 were agreed as a true and accurate record and were signed by the Chair.</p> <p>(ii) Confidential minutes of the meeting of the HSDC Corporation held on the 29th March 2023 – The confidential minutes of the meeting of the HSDC Corporation held on the 29th March 2023 were agreed as a true and accurate record and were signed by the Chair.</p> <p>(iii) Matters Arising from the minutes of the meeting of the HSDC Corporation held on 29th March 2023 – Members noted that all matters arising had been completed apart from the item related to FECTF final capital project list being shared with all Governors prior submission to the DfE by 31st July 2023. It was noted that the project list would be circulated as soon as it was available.</p>	<p>Action: DP F&F/Clerk</p>
HSDC CORP 26/23	<p>Correspondence:</p> <p>(i) ESFA Financial Dashboard – 20th April 2023: Members reviewed and noted the contents of the ESFA Financial Dashboard.</p>	
HSDC CORP 27/23	<p>Chief Executive Reporting – Principal’s Summer Term Report:</p> <p>The Board received the Principal’s Termly report which informed the Board of general College developments, issues, initiatives and external influences. The Principal began by stating that it had been a year where the focus both nationally and locally had been on staffing vacancy challenges, trade disputes regarding pay and the College’s response to the local and regional skills needs.</p> <p>In presenting his report, the Principal drew the following key issues to members’ attention:</p>	

Minute Number	Minute	Action
	<ul style="list-style-type: none"> • Curriculum Management – The Principal outlined a number of changes in respect of visible leadership at individual campuses and the establishment of a number of campus-based Assistant Principal and Head of Faculty roles. Governors questioned whether cross-campus working made it harder for the College to achieve ‘Outstanding’. The Principal responded by saying that if all members of the CLT were working cross-campus, it could be difficult for middle-managers to focus on staff. Moving the HoF and AP roles to campus-based, would mean they could focus more on their staff on their campus. He added that all ELT members remained cross-college leading the organisation. The Chair questioned the number of staff managers were expected to appraise. The Principal responded by saying that the maximum was 24 but, generally, it was 20 staff. He acknowledged that this figure was still high, but the College could not afford the level of managers it would take to reduce this number further. One Governor requested sight of a simplified organisational chart to better understand the changes. In addition, it was suggested that the PDR form be reviewed to ensure it was a good concise form to enable those managers with 20-24 staff to appraise to do so efficiently. The Principal responded by advising members that the PDR form had already been reviewed and simplified. He added that staff were not required to complete every page of the form, the most important element of the appraisal was the opportunity to have a conversation with their line manager. • Accountability Agreement – The Principal confirmed that the Accountability Agreement (and related action plan) had been published on the website by the deadline. • Pan Hampshire Deal – The Principal advised that all leaders of Hampshire, Portsmouth and Southampton City Councils and the Isle of Wight Council would be invited to participate in negotiations with Government, to move a potential Pan-Hampshire Deal forward. • Quality of teaching and learning – The Principal outlined the action which had been taken to improve the classroom skills of weaker teachers. The Chair questioned whether the timetabling for 23/24 had now been finalised. The DP Curriculum confirmed that the final meeting on English and Maths timetabling was scheduled for the next day. The Chair sought clarity on English and Maths timetabling as the CQL Committee had been assured that English and Maths would be timetabled first. The DP Curriculum assured members that English and Maths had been timetabled first, this was simply a final review meeting before staff finished for the summer break. • Good News Headlines – Members reviewed and noted the good news headlines outlined on page 60 of the pack. The Board extended congratulations to Suki Dhesi, VP SLQ and Martin Hoskin, Head of TLQ, for their achievements: <ul style="list-style-type: none"> - Suki Dhesi had been awarded inaugural Fellowship at the Black Leadership Group, plus a scholarship from the AoC (totalling £14,000) to undertake a PhD: Exploring ways to make technical education more culturally inclusive (University of Portsmouth). - Martin Hoskin had been awarded a scholarship from AoC to contribute towards the funding of his PhD on Gamification of Teacher CPD (University of Sunderland). • LSIPs – The Link Governor for Student Services and Careers made reference to the sector specific skills table provided within the report. She highlighted the fact that there were a significant number of sectors missing from the table and she questioned whether this would represent a disservice to HSDC students. The Principal assured members that no parts of the provision would be shut or reduced just because it wasn't on the skills list. <p>Members of the Board reviewed and noted the contents of the Principal's Summer Term Report.</p>	<p>Action: Clerk</p>
<p>HSDC CORP 28/23</p>	<p>Chief Executive Reporting: Final Progress Review of Strategic Measures 2022/2023 & Review of annual strategic objectives for 2023/2024:</p> <p>Members of the Board received a paper on the Strategic Plan (Drive to 25) Update which:</p>	

Minute Number	Minute	Action
	<ul style="list-style-type: none"> • Provided an assessment on progress of the College’s performance against the strategic objectives 2022/2023; and • Sought Board endorsement of the measures and targets for 2023/2024 to ensure further progress was achieved. <p>The Principal reminded members of the opportunity provided at the Governors’ May Conference for Governors to contribute to the review and development of the 2023/2024 strategic objectives. He invited questions.</p> <p>Governors raised the following points:</p> <ul style="list-style-type: none"> • At the May Governors’ Conference, thoughts had turned to 2030 as the current strategic plan (Drive to 25) would require review and update in the summer of 2024. Members acknowledged that, due to the pandemic, the College had ‘stalled’ a little and had not made as much progress as envisaged under D25, but members agreed that the strategic targets were still fit for purpose, still held true and would serve the College well. It was agreed that continuity was key. • Governors referred to page 65 and sought clarification on the eNPS (employee net promoter score) strategic target, what it meant and what it told the Board. The Principal responded by saying that there had been a number of conversations about the value of staff surveys. He went on to say that how staff responded to targeted pulse surveys provided an instant measure about how people felt at that time, but it was just a moment in time. However, if only 46% of staff responded, what did that mean and what did it really tell the Executive. The Chair of HR Committee commented that any scoring could be incredibly powerful if something was done with it. If the College was slow to react, it could become incredibly demotivating for staff and they would be less inclined to complete future surveys. She added that 46% response rate was disappointing. The VP OD&P advised members that 46% wasn’t that bad compared to the national response rate on surveys which was low. The Chair added that the HR Committee had focussed on staff engagement during the 22/23 year. Enrichment had contextualised that as the College was asking staff to do more but they were disaffected. The Chair of HR Committee welcomed the debate on how to survey staff, the length of the survey and the type of questions, whether to do a tiny pulse rather than pulse and to do them monthly. The VP OD&P advised members that the eNPS was completed twice a year and included 3 questions. She went on to say that the main engagement survey was the BeHeard survey. The Principal added that the College needed to consider and understand its response to surveys as staff were the College’s key asset. <p>Members reviewed and noted the progress which had been achieved during 2022/2023 and formally approved the strategic measures for 2023/2024 as outlined in the paper.</p>	
<p>HSDC CORP 29/23</p>	<p>HSDC Top Ten Risks - Members of the Board received the top ten risks facing the College.</p> <p>The Principal spoke to the report and drew members’ attention to the following:</p> <ul style="list-style-type: none"> • Recruit and retain highly qualified and skilled staff – This continued to be a challenge and some courses and struggled to recruit staff. As a result, consideration whether to offer the course or not was being given. The Chair added that the response to almost every complaint had been related to staffing issues which reinforced the level of challenge facing the College. There was a brief discussion about reaching out to other providers and sharing resources. The Principal agreed that this was a possibility but the College did run some courses not offered by other providers. • The College fails to increase market share of year 11 students – The Principal confirmed that the market share of year 11s had not been increased, as reported to F&E Committee. He went on to say that applications were slightly up at Alton, down at Havant and significantly up at South downs. • TAGS meant current 2nd years did not sit GCSEs, possible decline in 2023 outcomes – Members noted that further mocks to improve outcomes and build student 	

Minute Number	Minute	Action
	<p>skills/confidence had taken place. There had also been timetable reductions in some cases o alleviate stress and drop out from College.</p> <ul style="list-style-type: none"> • Safeguarding – The Principal highlighted the fact that the annual HCC safeguarding audit had resulted in a strong outcome for the College and that was testimony to the hard work of the VP SLQ, Suki Dhesi and the Head of Student Progress (HoSP), Charlie Miller and her team. He added that, as CEO, he felt confident with the safeguarding arrangements the College had in place and the audit outcome further endorsed this. • New Risk 10: Ineffective first line leadership and management practices negatively impact on morale, retention, performance and overall organisational success – The Principal confirmed that this risk would be further developed in 2023/2024. <p>Members reviewed and noted the contents of the paper.</p>	
<p>HSDC CORP 30/23</p>	<p>Termly Report of the Student Committee:</p> <p>Members of the Board received the Termly Report of the Student Committee from the meeting held on the 12th June 2023. The Chair of the Student Committee, Stella Charman, spoke to the paper and briefly outlined the discussions which had taken place at the meeting. In particular, she drew the following to members’ attention:</p> <ul style="list-style-type: none"> • Prevent - There had been excellent debate on the Prevent programme which had highlighted the fact that HSDC students were influenced by factors well beyond the college gate. Students had picked up on issues nationally and, as a result, the College needed to respond to these messages from the wider world. • Recycling – There had been discussions about the College recycling more effectively. • International Event – The SU had held a very successful international event in collaboration with the International Students. • Prayer Room – The prayer and reflection room at the Havant campus had been refurbished. • Student Voice Conference – The Student Voice conferences had gone well and the campus-based SUs had put a lot of hard work into their summer term activities. Members had been provided with the full Student Voice Report as an appendix to the Student Committee report, which outlined student survey outcomes and comparisons from summer and autumn 2021 to summer and autumn 2022. • Common/shared issues included tutorial and student funds. The tutorial programme was being reviewed and updated for the 23/24 year with input from the SU and an issue regarding student funds needed to be addressed at the start of the year. • Governors sought clarification on the reference to islamophobia. The VP SLQ explained that students had expressed the view that the College was creating divisions by persisting with Prevent as part of the tutorial programme. She went on to say that the tutorial material had been related to local threats. The College had previously been told by Ofsted to clarify local threats and this had been done using the local Prevent Board, case studies on extremism and “run/hide/tell”. The students had felt that this approach was creating a division at the College and they felt that, sometimes, there were micro-aggressions or they felt self-conscious. • Governors queried the issue related to student funds. The Chair of Student Committee explained that this related to the funding of student transport to attend Student Committee meetings as this cost was being charged to the SU budget. She went on to say that the SU funds should be made to work effectively for the student body. There was a significant sum in the SU account and the students had a number of ideas on how to use it, including a pool table which would also be an income source. The VP SLQ highlighted the fact that the SU had previously generated income from selling NUS/Totum cards but these were now free and, therefore, the SU needed to consider new ways of generating income. Once the funds in the account were spent, there was no new potential income. <p>Members of the Board reviewed and noted the Termly Report of the Student Committee.</p>	

Minute Number	Minute	Action
<p>HSDC CORP 31/23</p>	<p>Termly Report of the Curriculum, Quality & Learning Committee:</p> <p>Members of the Board received the Termly Report of the CQL Committee from the meeting held on the 13th June 2023. Romy Jones (RJ), Chair of the Committee, presented the report and drew members' attention to the following key issues:</p> <ul style="list-style-type: none"> • Quality of Teaching and Learning – There had been significant focus on English and Maths during the 22/23 year by the CQL Committee. RJ advised that arrangements were now in place, led by the Assistant Principal and Deputy Principal Curriculum, which were more secure in terms of delivering better organised, better timetabled, better provision next year. The position would be closely monitored. • Complaints – The Committee had had an in-depth focus on complaints and had reviewed this area in particular detail. RJ advised members that a large number of complaints had been linked to teaching and learning, in particular, staff issues which included: <ul style="list-style-type: none"> - not being able to recruit staff in certain subjects and having to use agency staff. - new staff straight from industry not equipped to deliver high quality sessions without support and/or training. - cancelled lessons due to staffing issues and staff sickness. • Review of committee papers – RJ advised members that, at the end of the meeting, it had been agreed to convene a small working group to review the papers and the information provided. It was noted that meeting was due to take place later that week (13th July 2023). • Exam Results – Members sought clarification on how the exam results would be reported once available. The VP SLQ confirmed that some results would be affected by the adjusted grade boundaries as they had been more generous the previous year. She went on to say that the results would be compared to both 21/22 and 18/19. • Policies – Members noted the policies which had been approved under delegated authority and formally approved the Inclusion Policy & Local Offer as recommended by the CQL Committee. • Curriculum Strategy – Members of the Board noted the progress achieved against the Curriculum Strategy during 22/23 and endorsed the themes for 23/24. • Quality Strategy – Members of the Board formally approved the Quality Strategy and Annual Quality Cycle for 23/24 as recommended by the CQL Committee. • Sub-Contractor – Members reviewed and noted the sub-contractor achievement rates for 22/23 and endorsed the proposed use of Tempus Training Ltd and JBC Skills Training Ltd in 23/24. <p>Members of the Board reviewed and noted the contents of the report, formally approved the Quality Strategy, Annual Quality Cycle, themes of the Curriculum Strategy, the use of sub-contractors in 23/24 and the Inclusion Policy & Local Offer.</p>	
<p>HSDC CORP 32/23</p>	<p>Termly Report of the Audit Committee:</p> <p>Members of the Board received the Termly Report of the Audit Committee from the meeting held on the 22nd June 2023.</p> <p>The Chair of Audit, Lydia Morrison (LM), spoke to the paper and she drew the following key issues to members' attention:</p> <ul style="list-style-type: none"> • Risk Management – LM confirmed that the top ten risks were reviewed and discussed by the Committee. • Cyber Security/DPO/GDPR – LM advised members that the Cyber Essentials Plus accreditation had now expired and the College was working towards a re-accreditation assessment. Training for staff and students would be rolled out going forward. The Director for IT Services was reviewing the structure to better support the cyber security function. • Radio System at Alton Campus – LM advised members that the radio system at the Alton campus had failed the recent fire audit. A replacement system had been scheduled to be installed during June/July once a new radio licence from Ofcom had 	

Minute Number	Minute	Action
	<p>been granted. The DP Finance & Facilities was invited to provide an update. He confirmed that the new radio system had now been installed at the Alton campus and it was fully functioning.</p> <ul style="list-style-type: none"> • The External Audit Plan for the 2022/2023 Financial Statements Audit and Regularity Audit had been reviewed and considered by the Committee. LM advised members that initial meetings had taken place to discuss the plan and the Audit Committee had endorsed the approach. LM highlighted the fact that, due to the ONS reclassification in November 2022 and the change in regulations, this would change some of the work conducted by the External Auditors but it was not onerous. The Audit Committee had agreed to recommend the External Audit Plan for 2022/2023 for approval by the full Corporation. • Crisis Management Plan – The Committee had received a draft template Crisis Management Plan (CMP) specifically for education institutions which would be used as the basis on which to develop the College’s own CMP and replace the current Disaster Recovery Plan (DRP). The Committee agreed that the format was clear and the content logical and they endorsed the template and agreed it should be adopted. • Internal Audit: TIAA – The Committee had received the final set of 3 internal audit reports from TIAA as it had been their last meeting. No issues of concern were brought to the Committee’s attention. Thanks were extended to the TIAA team for their hard work during their time working with the College. • Appointment of new Internal Audit Service Provider – The Audit Committee agreed to recommend Haines Watts/Validera as the internal audit service provider for a 3-year contract from 1st August 2023 to 31st July 2026 (with annual review). • Post-16 Audit Code of Practice (ACoP) – The Audit Committee had received a copy of the updated Post-16 ACoP (April 2023) for information and reference. The main change related to the fact that FE colleges were now in the Public Sector following the ONS reclassification in November 2022. <p>Members of the Board reviewed the contents of the report and noted the issues which had been discussed by the Audit Committee at its meeting on the 22nd June 2023. In addition, members accepted the recommendations of the Audit Committee and formally approved the following:</p> <ul style="list-style-type: none"> • The External Audit Plan for the audit of the Financial Statements year ending 31st July 2023. • The appointment of Haines Watts/Validera as the Internal Audit Service Provider for a 3-year contract term effective from 1st August 2023 to 31st July 2026 (with an annual review). 	
<p>HSDC CORP 33/23</p>	<p>Termly Report of the Finance & Estates Committee:</p> <p>Members of the Board received the Termly Report of the F&E Committee from the meeting held on the 28th June 2023.</p> <p>The Chair of the Committee, Elspeth Mackeggie Gurney (EMG), spoke to the report and drew the following key issues to members’ attention:</p> <ul style="list-style-type: none"> • IT Strategy – The Committee had welcomed the newly appointed Director of IT Services, Stuart Humes, to the meeting. He had presented a termly IT update which had outlined key operational issues and he had presented a ‘Situation Report’ which outlined his thoughts on the current IT Strategy. It was acknowledged that this document could either be used as a revised IT Strategy or as an Appendix to the current strategy document. EMG advised members that the ‘Situation Report’ had been very well put together and had been simple and easy to understand and the Committee had endorsed the revised IT Strategy. • Annual Report on Off-Site Activities – The Committee had received the Annual Report on Off-Site Activities and approved the revised Educational Visits and Off-Site Activities Policy. A significant number of successful trips had been facilitated and members noted that all visits had a clearly identified link to the curriculum to ensure they were enriching and delivered outcomes for learners. The Committee had 	

Minute Number	Minute	Action
	<p>commended the staff involved in delivering the extensive programme of trips and visits during the year.</p> <ul style="list-style-type: none"> • Period 10 Management Accounts – EMG highlighted the fact that the College was very close to the end of the financial year. It was noted that the risk of the out-turn changing adversely was minimal at this stage. EMG advised members that it had been identified that the number of cash days included ‘restricted cash’ (capital grant funds received) and the Committee had requested that the ‘restricted cash’ be removed and shown separately going forward so that Governors had a clear view in respect of this important KPI. In addition, improved reporting on specific capital projects was also requested so that the Committee had a clearer view on where the College was in respect of capital. • Subcontracted Provision – The Committee had received an update on the subcontracted provision which included a performance/quality review of the subcontractors during 2022/2023 and the proposed use of subcontractors in 2023/2024. The Committee had endorsed a total proposed subcontracted delivery in 23/24 of £550k with Tempus Training Ltd and JBC Skills Training Ltd. • Policies – It was noted that the Committee had approved a number of updated policies under delegated authority. • College Marketing and Student Enrolment – The Committee were cautiously optimistic and noted the current position in respect of student enrolment in 23/24. In addition, the Committee had noted the progress which had been achieved in implementing the Marketing action plan (yr 1). • Financial Regulations – EMG highlighted the fact that several additional sections had been added following the ONS’ decision to reclassify FE colleges as public sector organisations. Colleges were now subject to the framework for financial management as set out in the document Managing Public Money (MPM). Members of the Committee reviewed the proposed changes and agreed to recommend the updated Financial Regulations for approval by the Board. • Review of the Nurseries – EMG advised members of the Board that the nursery position continued to be difficult and challenging with an anticipated operating loss of £106k in 22/23 and £173k if a contribution to College overheads was included. She went on to say that management had taken action which included: <ul style="list-style-type: none"> - Fees and charges were to be increased in line with local competitors from September 2023 and again in January 2024. This would result in a 15%-20% increase and the reaction from parents had, generally, been understanding. - Pay – College management were exploring ways to reduce its employer contributions to the Local Government Pension Scheme (LGPS) for Nursery staff. It was noted that contributions currently cost the College 26.1% of basic salaries whilst independent nurseries, required to auto enrol staff into a private pension scheme, paid around 3%. Further work and exploration on potential for outsourcing or creating a subsidiary to operate the nurseries through was required and would be reported back through the F&E Committee and to the Board. <p>The Committee had agreed that, with the 15% - 20% increase in fees, the nurseries should be given another year of operation to see if they could secure a break-even position. In addition, it was noted that the College had recruited a new Commercial Marketing Officer to target advertising to bring more 3-4 year olds into the nurseries at both campuses.</p> <p>Members of the Board reviewed the contents of the paper and noted the issues which had been discussed at the meeting on the 28th June 2023 as outlined in the report. In addition, members of the Board undertook the following:</p> <ul style="list-style-type: none"> (i) Noted the performance of the subcontractors during 2022/2023 and formally approved the proposed contractors for the 2023/2024 academic year. (ii) Noted the position regarding student enrolments for 2023/2024. (iii) Accepted the recommendation of the F&E Committee and formally approved the changes to the Financial Regulations as outlined in the report. 	

Minute Number	Minute	Action
<p>HSDC CORP 34/23</p>	<p>Management Accounts for the period ended 31st May 2023:</p> <p>Members of the Board had received the Management Accounts for May 2023 (Period 10) for consideration and review.</p> <p>In presenting the report the DP F&F (DA) drew the following to members’ attention:</p> <ul style="list-style-type: none"> • The Management Accounts presented a stable position and projected a ‘Good’ financial health. • Operational cash was stable with the College exceeding £2.5m cash balance on every day throughout the year (FEC recommended 25 days cash in hand). • The majority of key financial benchmarks used by the FEC had been rag-rated ‘green’. • There was a redundancy contingency of £150k which wouldn’t be fully utilised but there were still some commitments in July and, therefore, he had been prudent in his projection. • The risk of the out-turn position changing adversely was minimal at this stage. <p>Members of the Board reviewed the contents of the Management Accounts and noted the current position.</p>	
<p>HSDC CORP 35/23</p>	<p>HSDC Budget 2023/2024 and Financial Forecast 2024/2025:</p> <p>Members of the Board received a confidential paper on the HSDC Budget 2023/2024 and Financial Forecast 2024/2025 for consideration and review. Due to the confidential nature of the contents of the report and the related discussions, this minute is recorded as a separate confidential minute for Governors only.</p>	
<p>HSDC CORP 36/23</p>	<p>Termly 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 26th June 2023. 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"> • Summer Works – SC advised members that there was a significant programme of summer works planned. IoT and T Levels works at the South Downs campus, T Level works at the Alton campus and an accelerated programme for a new three-story building at the Havant campus from the Post-16 Capacity Fund. • Land Sale – SC advised members that the land sale was still going through the planning phase and it was hoped a decision would be received on that soon. • Long-Stop Date – SC outlined the discussions which had taken place in respect of the long-stop date in November 2023. He advised members that, at that point, either party could back out of the deal but there was nothing to suggest that would be the case. • FECTF – The design team, ACG, had been appointed for 3 key projects as one package: <ul style="list-style-type: none"> - FECTF/Master Plan projects. - Havant new build. - Second-floor refurbishment project of the main building on the South Downs campus. <p>ACG had completed a site ‘walk around’ at each campus to identify options and provide initial thoughts for areas of development.</p> <p>Members of the Board reviewed the contents of the report and noted the current position.</p>	

Minute Number	Minute	Action
HSDC CORP 37/23	<p>Termly Report of the HR Committee:</p> <p>Members of the Board received the Termly Report of the HR Committee meeting which had been held on the 19th June 2023 and which summarised the key issues which had been considered and discussed as follows:</p> <ul style="list-style-type: none"> • Initial BeHeard Survey outcomes. • eNPS (Employee net promoter score). • Structural review. • PDRs. • Pay <p>Members of the Board reviewed and noted the contents of the paper.</p>	
HSDC CORP 38/23	<p>Termly Report of the Search & Governance Committee:</p> <p>Members of the Board received the Termly Report of the Search and Governance Committee meeting which had been held on the 21st June 2023. The Chair of the committee, Tony Wright, outlined the key issues for Governors as follows:</p> <ul style="list-style-type: none"> • Vacancies – There was currently one vacancy for Teaching Staff Governor and a 0.5 Student Governor role share vacancy on the Board. • Gender Balance – The gender balance on the Board was currently 10 males and 7 females (excluding co-options/Associate) and 11 males and 10 females (including co-options/Associate). • Co-opted Members – There were currently three co-opted members and one Associate Governor: <ul style="list-style-type: none"> - Stella Charman (Associate) who served on the Student CQL Committees. - Mark Carter who served on the Finance & Estates Committee. - Keryn Landey who served on the Audit Committee. - Gemma White who served on the Audit Committee. • Student Governors – Student Governors were elected by the Student Parliament on the 8th June 2023 and their appointment to the Board was confirmed via electronic resolution on the 12th June 2023: <ul style="list-style-type: none"> - Owen Ellwood, South Downs campus; - Ashley Chinyemba, Alton campus; - Marc Schmidt, Havant campus. <p>It was noted that the Student Governors would serve for a 2-year term of office from 12th July 2023 to 11th July 2025 or until they ceased to be a student at HSDC, whichever came first.</p> • Teaching Staff Governor – Grant Gallacher had resigned his role as Teaching Staff Governor on 12th June 2023. Members noted that nominations would be sought from the Teaching Staff in the Autumn. • Membership of Corporation Committees – The Committee had considered and agreed to recommend the Membership of Corporation Committees for Board approval as outlined in Appendix B to the paper. • Review of Key Governance Documents – The Committee undertook the annual review of key governance documents and agreed to recommend the changes outlined in Appendix C to the paper. • Register of Business Interests – Members of the Board received the updated summary register of interests for information and to note. • Annual 1:1 meetings with the Chair – The Board introduced annual informal 1:1 meetings with the Chair in 21/22. All meetings had been completed for 22/23. The key themes arising from these meetings had been summarised and were provided at Appendix E to the paper. • Chair's Appraisal – Members were reminded that the Board had introduced an annual review of the Chair's performance in 21/22 to further improve performance feedback to the Chair which had previously only been captured within a small section of the Governance Self-Assessment questionnaire. Appraisal forms had been circulated in May 2023 to all Board members and the ELT. 17 forms from a possible 21 had been received which equated to an 81% return rate. (compared to 45% in 	

Minute Number	Minute	Action
	<p>21/22). The Vice-Chair confirmed that feedback on the outcomes of the process would be provided to the Chair by the end of the academic year. Thanks were extended to all those who had engaged with and contributed to the process.</p> <p>Members reviewed the contents of the paper and formally undertook the following:</p> <ul style="list-style-type: none"> (i) Reviewed and noted the current membership position outlined in Appendix A to the paper. (ii) Noted the position regarding the memberships which were due to come under review during the 2023/2024 academic year and beyond and the related actions. (iii) Formally approved the membership of Corporation Committees as outlined in Appendix B to the paper. (iv) Formally approved the updated Governance documents outlined in Appendix C to the paper. (v) Formally approved the updated Register of Business Interests outlined in Appendix D to the paper. (vi) Noted the position regarding the Chair’s appraisal 2022/2023. (vii) Reviewed and noted the themes arising from the 1:1 meetings with the Chair during 2022/2023 outlined in Appendix E to the paper. 	
<p>HSDC CORP 39/23</p>	<p>Annual Review of the Work of the Committees, their Terms of Reference and Annual Schedule of Business:</p> <p>Members of the Board were aware that, each year, as part of the annual review and evaluation cycle, all Corporation Committees undertook a review of their own specific Terms of Reference and Annual Cycle of Business at the summer term meeting.</p> <p>In addition, each committee also completed an annual review of performance against the key criteria outlined in the Code of Good Governance which specifically related to its area of responsibility. The review against the key elements of the Code had been further developed to include the use of an evidence-based matrix to assess and validate compliance.</p> <p>Members noted that, all the committees had concluded that the Board was largely compliant with the key criteria in the Code and no major gaps had been identified. Members reviewed and endorsed the proposed enhancements outlined in Appendix B to the paper in respect of environmental sustainability.</p> <p>Members of the Board formally undertook the following:</p> <ul style="list-style-type: none"> (i) Noted that all Corporation Committees had completed an evidence-based compliance assessment against the key responsibilities enshrined in the Code of Good Governance and it was the view of those Committees that the Board was largely compliant. (ii) Endorsed the proposed enhancements outlined in Appendix B to the paper in respect of environmental sustainability. (iii) Approved the proposed changes to the Terms of Reference and Annual Schedules of Business of the Corporation Committees which were outlined in a summary schedule provided at Appendix A to the paper. (iv) Approved the updated Scheme of Delegation for 2023/2024 provided as Appendix C to the paper. 	
<p>HSDC CORP 40/23</p>	<p>Outcomes of Governance Self-Assessment 2022/2023:</p> <p>Members of the Board received a paper on the Outcomes of the Governance Self-Assessment 2022/2023. The Vice-Chair spoke to the report and highlighted the following key points:</p> <ul style="list-style-type: none"> • 13 responses had been received from a possible 17 which equated to 76% return rate, compared to 88% in 21/22. The Vice-Chair commented that it would be nice to have 17 responses from a possible 17, particularly as the response rate had dropped compared to the previous year. 	

Minute Number	Minute	Action
	<ul style="list-style-type: none"> • The analysis from the completed questionnaires was provided at Appendix A to the paper. • The majority of areas had scored well with ‘strongly agree’ or ‘agree’. The areas that had scored less favourably were considered by the Committee and a response provided in the report. • Having reviewed and considered the analysis and the emerging themes arising from the SAR process, the Committee agreed that there were no areas of concern to report to the Board. • The Committee considered how far the summary analysis outlined in Appendix A reflected the Board’s performance and agreed to recommend a self-assessment grade of ‘outstanding’ for Governance for the 22/23 year. <p>Members of the Board reviewed and noted the contents of the paper and the analysis provided. Members considered how far the summary analysis provided reflected the Board’s performance and approved the self-assessment Grade 1, ‘Outstanding’, for Governance for the 2022/2023 year.</p>	
HSDC CORP 41/23	<p>Termly Report on Governor Link Activity:</p> <p>Members of the Board received and noted a report which outlined the governor activity during the Summer term 2023. It was noted that there had been significant activity across the whole College during the term which had included:</p> <ul style="list-style-type: none"> • Attendance at NCC – CQL Chairs’ Network. • Annual Strategic Conversation. • Attendance at Business Breakfast. • Accountability Agreement Briefing. • Governors’ May Conference. • Single Central Register check. • AoC Finance & Audit Committee Chair’s Network. • Board Champion attendance at internal College committees (H&S, Environmental Sustainability, HEAG, EDI, Safeguarding). • Student Governor mentor sessions. <p>The Clerk emphasised the importance of completing feedback forms following learning walks or link governor activity. She advised members that completed forms were presented to the ELT for consideration and discussion and any actions arising from the feedback was recorded in the ELT minutes to evidence the ‘impact of governance’. In addition, it was noted that the ELT had established a standing agenda item for each meeting for any impact of governance to be identified and recorded.</p>	
HSDC CORP 42/23	<p>College Recognition and Reward:</p> <p>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>Members of the Board considered the nominees for the Summer Term Award and agreed to make the award to Angelica Cruz.</p>	<p>Action: Clerk to notify People Services</p>
HSDC CORP 43/23	<p>Annual Report on the Use of the College Seal:</p> <p>Members of the Board received the Annual Report on the Use of the College Seal. The Corporation had previously agreed that the Chair and the Principal should be generally authorised to authenticate the Seal of the Corporation and that the Corporation would receive an annual report detailing the occasions on which the Seal had been used, thereby, formally ratifying its use.</p> <p>Members reviewed the contents of the paper and noted the occasion when the</p>	

Minute Number	Minute	Action
	Corporation Seal had been applied during 2022/2023 and formally ratified its use as authenticated by the Chair and the Principal.	
HSDC CORP 44/23	Urgent Business: (i) Overspend on Alton T Level Project – The DP F&F explained that a number of variations had arisen in respect of the T Level works at Alton. He sought Board approval to increase the contingency from £60k to £100k and this was supported by the Corporation. The DP F&F advised members that all of the elements of college match funding would come from the new grants that the College had received to address condition and transformation. Members of the Board approved the additional £40k of contingency costs as outlined.	
HSDC CORP 45/23	Calendar of Meetings in 2023/2024 - Members of the Board received and formally approved the Calendar of meetings for the Corporation and its Committees for the 2023/2024 academic year.	

There being no other business, the meeting closed at 19.22 hrs

Signed:

Date:.....