



**SPECIAL MEETING OF THE HSDC CORPORATION
HELD ON 31st JANUARY 2024
COMMITTEE ROOM (134), SOUTH DOWNS CAMPUS
OR REMOTE ACCESS VIA MICROSOFT TEAMS**

M I N U T E S

Present:

Matt Atkinson	Lorna Hayes
Mike Bateman	Kamlesh Pandya
Simon Claridge	Helen Read (Staff Governor)
Clive Dobbin (<i>Chair</i>)	Michael Thornton
Lucy Flannery	Mike Tiller (Staff Governor)
Mike Gaston (Principal)	Tony Wright (<i>Vice-Chair</i>)

In attendance:

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

Total Membership	18
Total vacancies	1 (<i>External</i>)
Total possible attendance	17
Quorum:	8
Total Present:	12 - meeting quorate (70.5% attendance)

Minute Number	Minute	Action
HSDC CORP 01/24	<p>Apologies for Absence & Welcome:</p> <p>The additional special meeting of the Corporation had been convened to receive an update in respect of ongoing strategic conversations with neighbouring colleges and to bring to members’ attention the potential risks associated with the decision to re-occupy the South Buildings at the South Downs campus to support a phased refurbishment of the 2nd floor main building.</p> <p>The Chair welcomed all members to the meeting, in particular Helen Read, Support Staff Governor who was attending her first meeting of the Board and Peter Marsh who was attending to support main agenda item 3. Apologies for absence were noted and accepted from Elspeth Mackeggie Gurney, Romy Jones and Stella Charman.</p>	
HSDC CORP 02/24	<p>Declarations of Interest – Governors were reminded of their duty to declare an interest, financial or otherwise, in any item on the agenda. No member declared any conflict of interest with any item on the agenda which had not previously been declared.</p>	
HSDC CORP 03/24	<p>Places for People/2nd Floor Refurbishment of main building, South Downs Campus:</p> <p>The Principal advised members of the Board that the project for the refurbishment of the second floor of the main building at the South Downs campus was planned for the end of the academic year. He emphasised the fact that it was too big a project to realise over the summer months of July and August and, in order to ensure completion by September 2025,</p>	

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	<p>the project needed to start in May 2024. He went on to say that the project was a two-phased project which would allow students continued access to specialist labs to the end of their programme of study whilst refurbishing one wing where, presently, general teaching classrooms existed. Consequently, those classrooms needed to be found and timetabled elsewhere on the campus from May 2024 to the end of the academic year on 12th July 2024. There were two options:</p> <ul style="list-style-type: none"> • To buy temporary classrooms at substantial cost to the College and have them in the car park; or • Re-occupy the South Buildings for those 10 weeks, which were on the land being sold to PfP. <p>The Principal advised members that he had taken the decision to re-occupy part of the South Buildings for those 10 weeks. He stated that he believed the reoccupation was the right approach rather than incurring substantial costs but he wanted to highlight to the Board that this option came with an inherent risk whereby the College could be penalised by PfP due to vacant possession. He went on to say that the risk was a measured one, and one he was willing to take with the support of the ESG. He added that, as more time went by, the risk became less and less. He invited Peter Marsh to summarise the position for the Board.</p> <p>Peter Marsh explained the following to members:</p> <ul style="list-style-type: none"> • PFP’s planning application had not yet been approved. There were outstanding matters with Hampshire Highways for a proposed junction and the retaining wall still to be resolved. • Within the contract with PFP there were various set dates regarding completion. Legal advice had been sought from the College’s solicitors and comfort had been provided that, given the timelines involved, lack of planning approval and the fact that there were a number of unresolved matters within the College’s control, it was deemed low risk that the College would find itself in breach of contract. • Should the worst happen and the College did find itself in breach of contract, the financial penalty incurred would be small compared to the cost of temporary classrooms. • The risk was deemed minimal but, due to the potential financial penalties, Board endorsement had been sought. <p>The Chair thanked Peter Marsh for his summary and reiterated the fact that the matter was deemed low risk. The Chair of ESG confirmed that the matter had been discussed in detail at the recent ESG meeting. Members had been fully informed and he had been copied into all the correspondence from the College Solicitors. He was content that the risk was minimal, measured and worth taking.</p> <p>Members of the Board agreed to the reoccupation of the South Buildings to support the two-phased approach of the 2nd floor, main building, refurbishment at the South Downs campus.</p>	
<p>HSDC CORP 04/24</p>	<p>Partnerships and Strategic Conversations:</p> <p>Members of the Board received a confidential briefing paper which provided an update in respect of the ongoing strategic conversations with neighbouring colleges. Due to the confidential nature of the contents of the report and the related discussions, this item is recorded as a confidential minute for Governors only.</p>	
<p>HSDC CORP 05/24</p>	<p>Date of next meeting – Members noted that, in accordance with the Corporation Calendar 23/24 approved on the 10th July 2023, the next meeting of the Corporation was scheduled to take place on Wednesday 27th March 2024 at 16.45 hrs</p>	

There being no other business, the meeting closed at 19.00 hrs

Signed:

Date:.....