

Company Number: 09510356.

Registered Charity Number: 1161235

**Minutes of Meeting of the Board of Directors (the Trustees) of the Company
held at Sarum College on 23rd June 2022**

Present: Rt. Revd. Alastair Redfern, (Chair), Dr Sue Groom, Mrs. Rosemary Macdonald, Rt. Revd. Stephen Lake, Mr. Tim Mynott, Sir Marcus O'Lone, Ms. Emma Osborne, Revd. Canon Edward Probert, Ms. Claire Sellars, Prior Simon and Prof. David Sims

In attendance: Mr. Mark Manterfield (Director of Finance & Facilities and Clerk to Trustees), Revd. Julia Maurant (Staff Representative) and Prof. James Woodward (Principal).

OPEN BUSINESS

1. Welcome and Opening Prayers

Bishop Alastair welcomed Trustees and Prof. Woodward opened in prayer.

2. Apologies

Revd. Canon Dr. Chigor Chike, Prof. Jane Shaw and Revd. Andrew de Ville

3. Trustees' Potential Conflicts of Interest

There were potential conflicts, which arose simply through members having dual roles that all are aware of. Some members of staff and trustees were also directors of the Board of Sarum College Services Ltd. Prior Simon was a Trustee of the Pershore, Nashdom, Elmore Trust which was a College benefactor. Ms. Sellars worked for a company that provided some pro-bono legal advice. Mrs. Osborne was director of an insurance company that had an administration agreement with Ecclesiastical Insurance. Canon Probert was a Residential Canon at Salisbury Cathedral and a Governor at Bishop Wordsworth School. Dr. Sue Groom was an Archdeacon with Salisbury Diocese.

4. Finance Matters

a) Mr Manterfield introduced the Management Accounts for the Result: 30th April 2022.

- At the time of the Trustee meeting in March, the January Management Accounts showed that the College was about £50k behind budget and the College was concerned about hospitality income.
- The Result at the end of April was a surplus of £21k, about £60k ahead of budget. A significant factor behind the difference was an unrestricted donation from monks, but other factors included additional educational income, improved activity in hospitality and savings including some posts. Hospitality activity had improved significantly in the spring and continued to be busier.
- With respect to the end of year forecast, the College was moving towards a forecast of breaking even, but a number of factors would impact on the end of year Result including the continued performance of Hospitality.

b) Mr Manterfield presented the Budget for the year ending 30th June 2023.

- The budget was break even at the Net position which was the equivalent of being a cash neutral operating budget.
- There had been a number of challenges in setting the budget:
 - the budget for utilities had been increased by some £50k;
 - the knock-on effect of increased expenditure led to an increase the budget for non-recoverable VAT of £15k;

- a number of posts had not been appointed to during the current financial year, but this was having an impact and they had been included in the budget for the new year. The role of Marketing Officer had not been included in the budget for the new year;
- it had not been possible to budget for improvements to the property beyond a budget for basic maintenance of £30k;
- a significant question had related to where to pitch the Hospitality budget. The budget was based on 10,500 room nights which compared to a forecast in the current year of 7,250 room nights; and
- while Central costs had increased through the increase in utility costs, there were also a number of reduced areas of expenditure.
- Trustees reflected on the budget.
 - Mrs Macdonald reported that F&GP had reviewed the budget and supported it.
 - The £40k in the cash flow forecast for capital expenditure was highlighted. The IT infrastructure (server, firewall, wifi points) had been purchased over a number of years, but there was a concatenation of the dates at which the manufacturers would withdraw support which would coalesce in the spring of 2023.
 - The increased activity in the building was emphasising the fact that some areas were looking tired. There were 41 en-suite bedrooms and 12 standard rooms, but the structure of the building was such that it would be a major project to en-suite the standard rooms and it was not planned for at the moment.
 - The Principal acknowledge work of Mr Gifford, the General Manager of Hospitality in increasing bednights which had not been without challenges. Without the work of Mr Gifford and his team the Management Accounts and budget would look very different.

Action

- **Bishop Alastair would write to Mr Gifford to thank him and his team for their work**
- Trustees received the financial overview and Finance Paper for Result 30th April 2022
- Trustees approved the Budget for the year commencing 1st July 2022 with associated cash flow forecast and notes.

5. Risk Register

- a) Mr Manterfield introduced the Risk Register. The Register had been reviewed by the College Leadership Team and by the F&GP. The Register was reviewed annually by the Trustees in June and reported in the Trustees' Annual Return.
- b) Trustees reviewed the Risks. The main risks were financial and at the time of reporting the lift. There were a number of risks with amber categorisation.
- c) The Principal highlighted the risks associated with recruitment into educational programmes. There was a reluctance across southern dioceses to get back into learning combined with financial pressures to support lay and clergy learning. Winchester MA numbers were down despite previous work to recalibrate the programmes, and there had been some short course cancellations. The market was fragile and unpredictable. There were some exceptions including the Course in Spiritual Direction which was the largest recruiting course in the college.
- d) The risk relating to Data Protection compliance had been missed off and would be added.

Action

- **Mr Manterfield would add the risk relating to Data Protection compliance**
- e) Trustees approved the Risk Register

6. Minutes of the Finance & General Purposes Committee on 9th June 2022

- a) Mrs Macdonald introduced the Minutes of the meeting

- The meeting had started by giving some time to the General Manager of Hospitality. F&GP had been delighted to hear about the increase in Hospitality activity including the impact of registering with booking.com. The General Manager's job had been challenging given the difficulty in recruiting to a number of vacancies. As previously discussed, F&GP had noted the impact on the building of increased activity.
 - The meeting had reviewed the budget and cash flow forecast leading to the recommendation to Trustees to approve the budget.
 - With respect to the Quinquennial building inspection report, the meeting noted the report from Sir Marcus that many of the items were routine maintenance.
- b) Trustees reviewed the Education: Professional Indemnity and Governors' Trustees' and Management Liability Renewal Statement of Fact which had been issued by Ecclesiastical Insurance. Trustees authorised Mr Manterfield to sign the document, but asked him to note to the broker that income would increase by more than 15% over the previous year.
 - c) Trustees received the Minutes.

7. Minutes of the Board of Studies on 9th June 2022

- a) Prof Sims introduced the Minutes
 - Trustees approved the proposal that the postholder of the role of Short Courses Coordinator (newly Dr Jess Scott) should join the Board of Studies.
 - Members of the faculty had read and discussed, 'After Whiteness'. Trustees supported the Board of Studies in encouraging the College to continue the direction of travel in thinking about how to bring the curriculum up to date politically, socially, culturally and in terms of racial justice.
 - The Board of Studies had considered how to encourage publication among the academics. Publications both increased the profile of academics and college and helped academics to scrutinise their own thinking. It was possible for work on publications to be put aside in favour of immediate work pressures. Recent publications could be displayed in the College.
 - Student representation on the Board of Studies was going well. One representative raised the issue of student exposure to new staff before they are recruited and this had fed into the recruitment process for the new lecturer in Missiology as a current Ministry student would form part of the interviewing team.
- b) Trustees considered the Minutes.
 - In thinking about short courses, particular courses could be expanded to include tools to enable students to take forward their learning.
 - The question of the mix of onsite and online short courses could also be returned to. It may be that a larger cohort of people may be interested in a half day course online than were interested in a full day in person.
- c) Trustees received the Minutes

8. Report of the Staff Representative

- a) Revd. Julia Mourant had been asked to raise a specific issue. The minimum wage had increased each year for the last few years and employees on or very close to the minimum wage had had their salary increased to match it. This had had the consequence of eroding the pay differentials between those employees affected by the increase in minimum wage and employees with pay levels above the minimum wage. Trustees noted this and F&GP would have oversight of the issue and come up with some recommendations. The budget for 2022-23 had included a 2.5% increase for all staff.
- b) With respect to communications, the Principal had instituted a monthly staff meeting and sought to encourage open discussion.

- c) Staff were generally positive about the increase in hospitality activity. There were some tensions, but there were also some new employees joining which it was hoped would have a positive impact on the community.

[Bishop Stephen joined the meeting]

9. Welcome to Bishop Stephen, Bishop of Salisbury, Foundation Trustee

- a) Bishop Alastair welcomed Bishop Stephen to his first meeting and attendees of the meeting introduced themselves.
- b) Bishop Stephen highlighted that we had been blessed with the fact that Salisbury Diocesan Board of Finance and the Diocese, the Cathedral, South Canonry and Sarum College were geographically close and he wanted to make sure that lines of communication were good all round.

10. Safeguarding

- a) Dr Groom introduced the papers. The Sarum College Safeguarding Reference Group was giving consideration to two areas of work.
- The opening up of hospitality including through booking.com raised questions around the safeguarding of staff, and a wide range of guests some of whom were vulnerable. A sub-group was working on suitable training for Hospitality Coordinators. The papers included two Hospitality Risk Assessments relating to guests and staff respectively. Church of England safeguarding resources were not designed to address these issues. These were issues that were experienced by all staff as they walked around the building.
 - With respect to Safeguarding Leadership Training for Ordinands and LLMS, national guidelines were that there should be a gap of at least a week between the two sections of teaching, but that did not work for part-time students. Suzy Fatcher, Diocesan Safeguarding Advisor, had argued coherently with National Safeguarding Team for a different approach at Sarum which involved all teaching in one day and that had been accepted.
 - Suzy Fatcher would start a period of maternity in September and her job share partner Jem Carter would cover her responsibilities for Sarum College during her absence.
 - There were periods, particularly in the evening and overnight when the Hospitality Coordinator was working alone in the building. The Close itself was locked overnight. The General Manager of Hospitality would seek any advice from local police. Trustees endorsed further research into an alarm, however there was a mobile phone.
- b) Trustees received the Minutes of the Sarum College Safeguarding Reference Group held on 24th May 2021 and received the Safeguarding Risk Assessment for External Hospitality Guests, and Hospitality Staff.

11. Health & Safety

- a) Mr Manterfield presented the Annual Report to Trustees written by Mr Gary Gifford, General Manager of Hospitality which included some action points for the year ahead, and the Health & Safety Part 1 Statement of Policy of Intent.
- b) Trustees Received the Annual Report and Approved the Health & Safety Part 1 Statement of Policy of Intent.

12. Date of meetings in 2022

The following meeting dates and times were agreed:
14.00 on

28th September this may be in person only as both rooms with AV equipment were otherwise booked
1st December

13. Dates of meetings in 2023

Bishop Alastair invited Trustees to write to Mr Manterfield with their views on the balance between meeting in person and meeting online, and views on hybrid meetings. Peoples' lifestyles and work patters were changing and the College did not want to prevent people from being able to serve as a Trustee.

Action

- **Mr Manterfield would email Trustees to invite their reflection on patterns of Trustee meetings.**

14. Any Other Business

No issues were raised

[Revd. Julia Mourant left the meeting]

Mark Manterfield 15th July 2022