

BOARD OF GOVERNORS

MINUTES OF A MEETING OF THE BOARD OF ACTIVATE LEARNING
HELD AT THE CITY OF OXFORD CAMPUS ON 9 JULY 2018

PRESENT:	Chris Jones (5/7)	Chair of the Corporation
	Tracey James (7/7)	Vice Chair of the Corporation
	Sally Dicketts (7/7)	Chief Executive Officer
	Maire Brankin (6/7)	
	Evelyn James (7/7)	
	Dermot Mathias (6/7)	
	Pauline Odulinski (6/7)	
	Anja Owona Okoa (6/7)	Student Governor
	Nina Robinson (5/7)	
	Malcolm Wicks (7/7)	
	Ben Sims (7/7)	Staff Governor
	Julia Von Klonowski (5/7)	
IN ATTENDANCE:	Steve Ball	Chief Finance Officer
	Lee Nicholls	Deputy Chief Executive Officer
CLERK:	Jamie Wade	

PART I

The meeting started at 16:05.

<u>MINUTE NO.</u>		<u>ACTION</u>
	The Chair welcomed everyone to the meeting and provided an outline of the key items of focus for the meeting. The Board noted that the meeting would be the last attended by the current Student Governor, and thanked her for her contribution and wished her luck for the future.	
1.	<u>Apologies for Absence</u> The Board received apologies from James Dipple and Nigel Rayner.	
2.	<u>Declarations of Interest, Gifts and Hospitality</u> No members declared any conflict of interest, gift or hospitality.	
3.	<u>Minutes of the Meeting of 18 June 2018</u> The minutes of the meeting on 18 June 2018, having previously been circulated to the Board, were approved as an accurate record of the meeting. All members were agreed.	
4.	<u>Matters Arising from the Meeting of 18 June 2018</u> The Clerk provided an update on matters arising from the meetings on 16 April and 18 June 2018.	

MINUTE
NO.

ACTION

5.

Finance and Performance

Group Budget and Financial Plan 2018/19

The Board received the 2018/19 Budget, which was taken as read, and the CFO provided an overview of the key points. The Board noted that, following challenge at the previous meeting, the budget surplus had been reduced to £500k, to allow for a Group contingency of £400k; this would still ensure an ESFA rating of 'good'. The CFO advised the Board that exceptional income anticipated from the Saudi Partnership and the disposal of the Bicester campus was excluded from the budget. The Board briefly considered approval process for the Bicester campus disposal.

Action: Check the approval of the Property Strategy in 2016/17

Clerk

The Board considered the Activate Enterprise Ltd (AE Ltd) budget in detail, assessing the level of certainty in the figures, in light of past performance. The CFO and AE Ltd Link Governor assured the Board that the budget was based upon more robust information than in previous years, and the AE Ltd Board had scrutinised the budget prior to submission to the Corporation. The Board noted the ongoing quality issues affecting AE Ltd, and agreed that budget aspirations must not be allowed to distract the team from improving quality; the DCEO advised the Board of work underway at a Group level to support and monitor quality improvements in AE Ltd, including identifying 'lead measures' to ensure early warning of issues. The Board agreed that the AE Ltd Board must provide assurances that quality improvement would be the primary aim for the business.

Action: Provide the Corporation with assurance of the focus on quality in AE Ltd

AE Ltd
Board

Action: Agenda Item, October Corporation Meeting: Activate Apprenticeships Deep Dive

Clerk

The Board considered the sensitivities and dependencies within the AE Ltd budget and noted that the Group contingency would cover a failure by AE Ltd to meet the budget surplus, provided all other divisions achieved their budgets. The Board noted that there were reservations around the International Division budget and therefore agreed to increase the contingency by £100k, and reduce the surplus accordingly, to allow for these risks.

The Board noted that the contingency budget was a Group contingency; there would be a clear understanding that divisional budget holders remained responsible for achieving the pre-contingency budget, and reporting would be on a pre-contingency basis.

The Board commended the CFO on the Budget Report and approved the 2018/19 Budget, subject to the adjustment to reduce the budget surplus by £100k and increase the contingency by £100k. **All members were agreed.**

Strategic KPI Summary

The Board received the 90-Day Strategic KPI Update July 2018, which was taken as read.

6.

Improvement Plan

2017/18 Improvement Plan Update

The Board received the FE and Skills Improvement Plan Update and received an overview from the DCEO. The Board agreed that they were not content with achievement rates remaining static overall, and noted that achievement predictions were affected by changes to examination regimes, and were set

MINUTE
NO.

ACTION

against a context of significant change and the risk of a post-Ofsted 'slump'. The Board agreed that it would be helpful to show achievement against national averages, which would be available in the following year. Having considered the breakdown of levels of embedding English and Maths in the faculties, the Board agreed that there should be a specific focus on English and Maths.

Action: Report on the embedding of Maths and English within curriculum delivery within regular Improvement Plan updates

DCEO

2018/19 Improvement Plan

The Board received the 2018-19 Improvement Plan and noted that, despite setting targets slightly lower than the targets set within the 2021 plan, the trajectory remained set to achieve the 2021 target (achievement rates within the top 10% of colleges nationally). The Board agreed that yearly targets should flex within the confines of the 2021 end targets. The Board considered whether the targets were achievable, and were assured of the DCEO's confidence in the targets and reminded of the need to remain ambitious for the sake of learners.

The Board noted the significant year on year improvement predicted for in Timely Success in Apprenticeships, and considered measures in place to drive such improvement.

The Board noted that merger partner colleges were not included in the Improvement Plan, and would be integrated upon joining the Group. The DCEO advised that Bracknell & Wokingham College were being included in the Self-Assessment (SAR) process and assured the Board of the commitment to maintain a focus on quality and not become distracted by merger.

The Board approved the 2018-19 Improvement Plan. **All members were agreed.**

7. Corporation Schedule of Business 2018/19

The Board received the 2018/19 Schedule of Business and approved it subject to adjustments to the timings of the October and December meetings and consideration of locating meetings at different campuses within the Group. **All members were agreed.**

Action: Adjust timings of the October and December meetings and arrange for a rotation of meeting venues

Clerk

8. Minutes of Committees

Audit and Risk

The Chair of the Audit and Risk Committee provided an update from the meeting on 27 June 2018, and the Board approved:

- Recommendations from the meeting on 27 June 2018
- Group Strategic Risk Register and Action Plan
- Internal Audit Strategy 2018/21
- External Audit Plan 2018/19
- Financial Regulations

All members were agreed.

Search and Governance

The Chair of the Search and Governance Committee provided an update from the meeting on 09 July 2018, and the Board approved the Committee's recommendations that:

MINUTE
NO.

ACTION

1. in the short term, one governor from each merger partner corporation would be invited to join the Activate Learning Board for a transitional two year term of office;
2. in the long term, members would be proactively sought from businesses with significant presence in Bracknell and Guildford;
3. Susan Cornish, governor of Bracknell and Wokingham College, having the best fit of skills and experience and having displayed a commitment to the merger through her involvement in the Joint Merger Working Group, would be invited to join the Activate Learning Corporation; and
4. the Approval Schedule would be adopted by the Corporation and approval of policies would be delegated in accordance with that Schedule.

All members were agreed.

9. Policies

The Board received and approved the following policies:

- Gifts and Hospitality Policy
- Risk Management Policy (*as approved by the Audit and Risk Committee*)
- Safeguarding Policy
- Preventing Extremism and Radicalisation Policy
- Customer Comments, Suggestions and Complaints Policy
- Admissions Policy
- Attendance, Punctuality and Absence Management Policy

Governors were invited to raise any questions relating to the policies with the Clerk. **All members were agreed.**

10. Use of Corporation Seal

The Board noted that there were no uses of the Corporation Seal to approve.

11. Health and Safety Update

The Health and Safety Update report was taken as read.

12. Evaluation

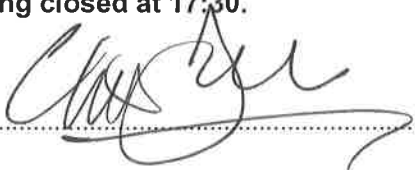
Due to time constraints, the Board were invited to provide individual feedback on the meeting to the Clerk, after the meeting.

13. Any Other Business

No other business was raised.

The meeting closed at 17:30.

Chair



Date

22/10/18

Summary of Actions

Action	Responsible
Check the approval of the Property Strategy in 2016/17	Clerk
Provide the Corporation with assurance of the focus on quality in AE Ltd	AE Ltd Board
Agenda Item, October Corporation Meeting: Activate Apprenticeships Deep Dive	Clerk
Report on the embedding of Maths and English within curriculum delivery within regular Improvement Plan updates	DCEO
Adjust timings of the October and December meetings and arrange for a rotation of meeting venues	Clerk

