

# ACTIVATE LEARNING FURTHER EDUCATION CORPORATION MAIN CORPORATION MEETING

Meeting date: Tuesday 30<sup>th</sup> April 2024

Venue: The Innovation Space, Guildford Campus

<b>PRESENT:</b>	Sue Sturgeon	Chair of the Corporation
	David Goosey ( <i>Virtually</i> )	Vice Chair of the Corporation
	Alison Blight	
	Lesha Chetty	
	Gary Headland	Chief Executive Officer
	Smitha Nair	
	Andy Stone	
	Emma Shipp	
	Kathy Slack	
	James Vořte	
	Dan Willis	Staff Governor
<b>IN ATTENDANCE:</b>	Cheri Ashby	Deputy Chief Executive Officer
	Jon Adams	Chief Strategy Officer
	Steve Ball	Chief Operating Officer
	Louise Basu	Chief People Officer
	Neil Brookes	Executive Director Faculty and Campus (North)
	Paul Newman	Executive Director Faculty and Campus (South)
	Peter Ryder	External Board Reviewer, Rockborn
	Lauren Ward	Governance Officer / Minute Taker
<b>CLERK:</b>	Amy Gleeson	Head of Governance / Clerk to the Corporation

## MINUTES

The meeting started at 17.35.

<u>MINUTE NO.</u>		<u>ACTION RESOLUTION</u>
1.	<b>Apologies</b> 1.1 Apologies for absence were received from Cathie Prest, Natalia Malczewska and Latifah Taha. 1.2 David Goosey joined the meeting virtually. 1.3 The Board welcomed Peter Ryder from Rockborn, who was undertaking the external governance review until July 2024.	

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

**2. Declarations of Gifts, Interests, and Hospitality**

2.1 Emma Shipp (ES) declared that she had been appointed as the External Representative on the University College Estate Management (UCEM) Audit Committee, pending approval at their next Board meeting. The Board noted that there was no conflict on the agenda.

2.2 The CEO declared he had attended a dinner hosted by the Capital City College Group, and Activate Learning was gifted a book.

2.3 The Chair declared that she had recently attended the Guildford Book Festival Readers Day on Activate Learnings behalf, and a free lunch was provided.

2.4 The Head of Governance confirmed that the Declarations of Interests, Gifts and Hospitality register would be updated accordingly.

**3. Minutes of the meeting on Tuesday 13 February 2024**

3.1 The Board approved the minutes of the meeting on Tuesday 13<sup>th</sup> February 2024 as an accurate record.

**4. Matters arising from the meeting on Tuesday 13 February 2024**

4.1 There were two outstanding matters arising from the meeting on Tuesday 13<sup>th</sup> February 2024. All other items had been completed.

4.2 The CEO updated the Board on the progress of his action to add Cybersecurity to the Strategic Risk Register. The CEO advised that Cybersecurity was added to the risk register which was presented to the Audit & Risk Committee alongside some other operational risks. The Audit & Risk Committee had also conducted a deep dive into the organisations Cybersecurity which had been reflected in the meeting papers. The Board noted that Cybersecurity had also been reviewed by GET as part of their routine review system and the CEO was confident that the team were keeping current on the dynamic risk and conducting rigorous testing. The risk will be added to the Strategic Risk Register moving forward so that the Board could continue to be updated on the progress. The Chair of the Audit & Risk Committee confirmed that the deep dive provided assurance that checks were in place and tests were happening.

4.3 The CEO advised that the second action, 'Review the 'Quality of Employer Engagement,' had been completed and was reflected throughout the meeting papers.

**5. Organisational Objectives and Strategic Risks (Balanced Scorecard)**

5.1 The Board received the Balanced Scorecard paper, which was taken as read. The CEO provided a brief overview of the contents of the paper and updated the Board on the activity which had taken place since the report was the published.

5.2 The CEO gave an update on the work that the organisation had been doing externally around the strategic organisational objective of raising the organisation's profile externally. The team have been focusing on activities including supporting smaller colleges and he reported that the progress was starting to pay off and the organisation's reputation was increasing. The Board noted that the CEO had attend a working dinner with the AOC and the leaders of the six other largest college groups. The meeting was productive with strong support for the community of interest to express their views as a cohesive and

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

collective group because of the issues that impact them differently due to scale, such as devolution.

5.3 The CEO highlighted the strategic importance of Surrey and advised the Board that the new CEO of Guildford and Waverley District Council had visited Guildford College and a meeting with the new CEO of the integrated Care Board was being arranged. The Board noted that growth of core provision in Surrey would be a strategic theme going forward which would be discussed at the Governance and Strategy Away Day and would feature in Activate Learning's next five-year strategic plan.

5.4 One governor requested further details on the comprehensive analysis on commercial income and the timeframe. The COO advised that the work had been commissioned to get the organisation ready for the next academic year so that the organisation has a structural investment next year to drive up the clarity. The analysis includes looking at the structures, strategic vision and cycle of business. The Board noted that the focus was on the Business School activity development.

5.5 One governor provided feedback on the Balanced Scorecard and requested that the objectives grid included all of the details and not signposting to other areas of the report.

5.6 One governor commended the work on the Staff Journey and highlighted that the staff resignations are now 8% lower. The CEO advised that there have been intense efforts from the organisation to identify the requirement for teaching staff so that they can be recruited and socialised ahead of the new academic year which was an improvement on previous years.

5.7 One governor referred to page 36 of the Balanced Scorecard and suggested that it would be useful for governors if each current project or pursuit included a desired impact or outcome. The CEO agreed to do an example and obtain feedback from the Board.

**ACTION: Produce an example in the Balanced Scorecard of a current project or pursuit and the desired outcome.**

5.8 The Chair referred to the reapplication for the Tier 4 Sponsorship License, and questioned the likelihood of the application being accepted and the measures the organisation will put in place to ensure that it was not removed again. The CEO advised that he had a briefing scheduled and until then he would not be able to respond, however, reassured the Board that there would be appropriate checks and rigorous processes. The Board noted that the aim of the license was to enable the organisation to have international students and that the Corporation could put an internal audit in place to seek assurance. The Board discussed the likelihood of the getting international students should the license be successful, and the COO advised that it would be important to get the right business model which will be discussed at the scheduled meeting.

5.9 The Board engaged in a discussion regarding staff turnover. The CEO advised that staff turnover was tracked for both teachers and support staff. A new process has been introduced where every resigning member of teaching staff has an interview with him to help understand teacher attrition. Overall, teacher turnover is down, and group service turnover is up for a variety of reasons, and some are more positive such as promotions. The Board noted that the Staff Survey results would help provide correlating data on how staff are feeling. There is regular contact between the DCEO and Chief People Officer and the focus was on building capability and capacity before the next academic year. The Chair advised the Board that she felt positive about the recruitment

CEO

efforts after hearing from the HR team at the recent SAR meeting. The CEO agreed to provide data on staff turnover alongside the staff survey results.

**ACTION: Provide data on the staff turnover alongside the staff survey results.**

CEO

5.10 One governor asked about reporting in relation to the Employer Journey. The CEO advised that there had been an emphasis, in line with the organisation objectives, on the quality and relevance of the organisation's education provision and the Learner Journey, including safeguarding and managing the substantial growth of learners. The Staff Journey has also been a focus because the staff are critical to the organisation's success. The CEO provided an update on the Employer Journey including the work to gain funds through the local skills improvement funds to generate new programmes to meet the demand of employers and the substantial investment into Sustainability Bootcamps, which have been designed to be suited to the needs and demands of employers.

#### *Organic Growth*

5.11 The CEO provided an update on the organisation's organic growth. Previously the organisation had income of around £86m and this year the forecast outturn was around £98m. The CEO highlighted the organic growth of 16 to 18-year-old learners referred to Project 1000 included within the paper. The Board noted that the 16-18 organic growth and the uplift in funding rates mean it is a good part of the organisation's business model, and that the organisation would not become complacent as the demographic situation would decline towards the end of the decade. Other areas for growth would be discussed at the Governance and Strategy Day such as the Online provision. The Board noted that the Online provision was still a regulated, core funded activity but it had grown exponentially. Other examples of organic growth included the launch of HTQS in Business, HTQS in Technology and the Sustainability Bootcamps.

5.12 The CEO advised that non-organic growth had not been as fast paced and reminded the Board of the two acquisitions which the organisation had explored. The Board noted that the organisation had hired a recently retired Managing Director to support the COO to produce a UK commercial and international strategy and plan for growth.

5.13 The CEO gave an update on apprenticeships and highlighted that the DfE expected colleges to reach 67% achievement by 2025. The Board noted that Activate Learning's forecasted achievement this year was 58%. There was strong focus on improving quality which was now heading in the right direction. The CEO also informed the Board about the development of a Level 3 Teaching Assistant with Special Educational Needs and Disabilities (SEND), a capability the organisation had created to meet employer needs.

5.14 The Board noted that HE had plateaued which had been anticipated due to what was happening in the higher education sector, but the organisation was investing in new online HE programmes to get a return in future years.

5.15 The Chief Strategy Officer (CSO) highlighted that funding streams sometimes do not enable the organisation to meet the skills needs, and therefore commercial growth was often required and gave examples of the Sustainability Bootcamp and AI courses.

5.16 The Chair asked how the Board could have more reassurance on apprenticeships. The CEO highlighted the Search and Governance Committee's recommendation to no longer have an individual link governor covering this area

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

and instead, introduce a Quality and Relevance Committee which will provide the opportunity for more detailed discussion on areas such as apprenticeships.

5.17 One Governor reflected on some of the feedback she received from students at the Student Conference and questioned the strategic approach to allow students to access local employer opportunities, such as Heathrow Airport. The CEO explained that the organisation had a team of Business Engagement Specialists to help understand and target business needs, additionally, there was currently a review and analysis of the apprenticeship business model. The DCEO advised that there was consistent and systematic engagement with students, including Career Fairs on campus to help students understand the options which are available to them.

5.18 The Board agreed to discuss apprenticeships at the Governance and Strategy Day. One governor requested support with understanding apprenticeships and the DCEO agreed to circulate resources to enhance the Board's knowledge and understanding.

**ACTION: Provide information to enhance the Corporation Board's knowledge and understanding of apprenticeships.**

*Skills Funding*

5.19 The CEO provided an update on Institution of Technology (IoT) spaces in Reading and Blackbird Leys. The Board noted that the Group Director of the CreaTech Faculty was currently investigating the IoT's delivery models and their success, specifically the infrastructure and workings of the programmes offered. The CEO advised that the director was exploring if Guildford's Level 4 and 5 CreaTech provision with Reading and Oxford, as well as Online Higher Technical Qualifications (HTQ), would help to improve the success of the IoT and the student numbers.

**6. Learner Journey Update**

*Activate Learning Mid-Year Review verbal report.*

6.1 The Board received the April 2024 Activate Learning Group Improvement Plan (IP) which was taken as read.

6.2 The Chair of the Corporation informed the Board that she had attended the mid-year review meeting with Emma Shipp and Alison Blight. The Chair shared the following highlights from the meeting:

- An issue was highlighted with T-Level students having better access to Work Experience opportunities compared to other students which may be down to the current availability of work.
- Staff were aware of the journey to navigate the curriculum reforms and they were able to share an example of a new programme which was being designed.
- Staff recruitment processes and retention was discussed, and work is underway to address the vacancies.
- Retention in apprenticeships had improved, as had employer engagement.
- There was a focus on the study programmes, which are not performing at the national average, there has been improvements compared to the 2022/23 academic year, evidencing that the organisation was on the right journey.

**DCEO.**

6.3 The Chair concluded that overall, the IP discussion was open, honest, realistic, based on accurate data, and uncovered a positive trend with the organisation moving in the right direction. The Board noted that governors had asked challenging questions and the teams involved had welcomed the challenge and provided honest answers.

*A-Level Review and Level 5 Learning & Skills Teacher Improvement Plan.*

6.4 In the absence of Cathie Prest (CP), Quality of Education Link Governor, the DCEO shared the following feedback from Cathie on the A-level Review and Level 5 Learning and Skills Improvement Plan:

*A-Level Review.*

*Cathie Prest felt that Hannah O'Neil, Group Director for A-Levels at City of Oxford, has a clear plan of action to drive improvement and has a consistent approach across all faculties and the four campuses that deliver A-Levels. Cathie felt as if the conversation was open and honest and was very pleased to see plenty of bespoke continuing professional development and support for staff to develop skills. She said there is evident stretch and challenge for staff, such as encouragement for them to become markers for exam boards to help develop their understanding of assessments, and the team are rigorously sticking to course entry requirements when recruiting students to ensure the right student is on the right program. There is scrutiny on students validated progress ratings to ensure students are making the necessary progress, and strong use of student feedback is helping to drive improvements. Governors were asked to ensure Activate Learning was recruiting staff now for September, due to strong competition from schools and sixth forms. There is encouragement to look at sufficient resources and ensure they are in place to support the curriculum reforms coming in 2025. There is a trend in how Activate Learning invests in and supports Level 3 students, where skills are lower, but the course and qualification proves to be more demanding and mismatched with skills support from the pandemic.*

*Cathie highlighted staffing for A-Levels at Guildford Campus from September 2025 will be a key area of focus, needing time, planning, and investments.*

*Level 5 Skills and Improvement Plan, with particular emphasis on Apprenticeships.*

*Cathie held discussions as to how the anticipated OFSTED inspection can be managed. Cathie feels confident that Teaching, Learning and Assessment is sound and good, however there are requirements to be clearer on the data. She feels Activate Learning is in a good place for initial teacher inspection, which will undergo separately from the college this term.*

6.5 The Board that the Key Performance Indicators (KPI) for Level 5 learners had been included on page 12 of the pack for transparency.

*Quality and Consistency Performance Update paper, April 2024.*

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

6.6 The Board received the Quality and Consistency Performance Update paper, which was taken as read. The DCEO presented a short PowerPoint presentation with the highlights of the paper.

6.7 The DCEO notified the Board there were currently 158 apprentices awaiting Gateway assessments, which was double the previous academic year's volume. She reported that the apprenticeship achievement was being tracked rigorously with a target of 58%, 4% higher than the last academic year. The Board noted that apprenticeships were still undergoing quarterly monitoring from the Department of Education (DfE), as the 58% forecast is below the minimum performance forecast of 67%. However, the DCEO had been informed at a recent meeting that as this rate was not declining, there is no need for an intervention and the DfE is therefore happy with the organisations next projected target of 62%.

6.8 The Board noted that if the students currently undergoing their End Point Assessments have strong outcomes, apprenticeships will have a positive outturn as the end of the academic year.

6.9 One Governor questioned what steps needed to be taken to ensure Activate Learning reaches the 67% expected achievement rate in the future. The DCEO advised that she was confident that this could be achieved, due to having more secure employers hosting the apprenticeships, as well as enhanced and more transparent data which is easier to monitor student progress. The Board noted that the previous academic years have seen yearly improvements of 4%, proving that 62% in 2024/2025 and 67% in 2025/26 is achievable.

6.10 The CEO reflected on the past achievement rates for the Oxford apprentices during an ongoing OFSTED inspection, in which the organisation had jumped from a grade 3 to a grade 2 due to the evidence of ongoing work. The Board noted that there was a brief pause on apprenticeship recruitment, to ensure the delivery of a high quality, deliverable, apprenticeship programme suited to the employer whilst being realistic. However, there is now a focus on fixing this backlog and rebuilding relationships with the employers.

6.11 One Governor queried the scalability of apprenticeships whilst meeting employer and future needs. Paul Newman, Executive Director of Faculties and Colleges (South) informed the Board of an up-coming 320-hour industry placement T-level in Construction, Design and Planning, which demonstrated the importance of the necessary blend between learning and industry placement. The Board noted that the key points of evaluation were not only quality and scalability, but also the skills need and whether Activate Learning was best to fulfil it, and if so, how. The organisation should not try to resolve every gap in skills needs, however instead skilfully identify, and contribute by referring students to other providers.

*Further Education Update.*

6.12 The Board noted that the 16-18 provision was expected to exceed the previous academic years pass rate by 0.4%, with a forecasted target of 88.5%, which is a positive position to be in following the various mental health challenges seen in students this academic year. A-Levels have a predicted 4.6% retention improvement across all campuses, in comparison to the previous year.

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

6.13 The DCEO extended her thanks to the governors, for their support and contributions during the Improvement Plan process. She especially thanked Cathie Prest for her continuous challenges on data.

*Higher Education Update.*

6.14 The Board noted that the organisation was on track to exceed the target of 90% achievement, by 6%.

6.15 The DCEO reported that there had been positive feedback from the recent internal Student Satisfaction Survey, especially in Learning Resources, Student Voice, Organisation and Course Management, and Mental Health and Wellbeing support services. Student satisfaction in Mental Health and Wellbeing, scored 82% which is an improvement compared to 75% in the previous academic year. The Board noted there is continued focus on student communication and, ensuring that they receive feedback on the actions taken to address the identified areas of improvements.

6.16 The CEO gave thanks to the DCEO and her team for their exceptional work to meet the targets set at the beginning of the academic year. One governor also commended the DCEO and her team on the powerful conversations held during the Audit & Risk deep dive on student mental health and wellbeing.

**7. Finance, Information, Estate and Equipment**

7.1 The Board received the Finance, Management Accounts for Year to End February 2024 paper which was taken as read. The COO presented a short PowerPoint presentation with the highlights of the paper.

*ESFA Financial Health.*

7.2 The COO reported that the full year budget review was on track to deliver an unmoderated 'Good' financial health. He reminded the Board that this year's cash budget would decrease, however EBITDA would increase, with the potential for further increases.

*Cash.*

7.3 The Board was notified that the cash position continued to be in a positive position. The COO highlighted to governors that a noticeable change was regarding the confirmation that Activate Learning would receive £1.8M of exceptional in-year growth funding for 16–18-year-olds. The Board noted that exceeding the thresholds for the new year could possibly result in receiving additional government funding for exceptional in-year growth the following academic year, although not guaranteed.

7.4 The COO explained that the organisation had been able to swap the use of the investment funds for growth funding, instead of using a balance sheet, enabling the release of the provision for next year. The Board noted that this would be a further increase on the cash balance but as this academic year was an investment year, the cash balance forecast would display slightly lower than the previous academic year.



*EBIDTA and Deficit.*

7.5 The Board noted that the organisation was projected to exceed the surplus by £100K by using the effective budget plan. EBITDA was forecasted to be £1.7M higher than what was generated last year, despite being a year of investment. The Board also noted points in variance of income, particularly around growth in high needs and exceptional growth in 16-18 learners.

*Investment Fund.*

7.6 The Board noted that there had been a change in the allocation of Activate Learnings £1.8M investment funding, with £1.4M going towards commitment requests. Half of the fund would be put towards responding to the growth in student numbers such as recruiting additional teachers, and additional resources for the support services like safeguarding, as well as investing in other growth funding such as the partnership with Newcastle College Group to formulate the EQuoo mental health assessment-controlled trial.

7.7 The COO advised the Board there was two possible instances where the growth funding could increase, which are being closely monitored by the COO and DCEO. Additionally, there is £1M of additional income, which is available to the organisation, although due to the possibility of this being received in the late year, spending plans would not yet be adjusted. There is £400k unallocated from the investment fund, however this could be allocated to teaching improvements and staff costs, such as the early recruitment of teaching staff. This could add £1.3M EBITDA and the organisation would remain with Good financial health.

7.8 One Governor requested clarification on the process of allocating the investment funds. The COO explained that a business case was created by the relevant team, and then reviewed by the GET. He added that most of the cases can be approved, and the process provides the opportunity to look ahead into the next years funding capability.

**8. Committee Updates and Recommendations**

*Audit & Risk Update and Recommendations.*

8.1 The Board received the Audit & Risk Committee Update which was taken as read.

8.2 The Board noted that Andy Stone had been elected as the new Chair of the Audit & Risk Committee, succeeding DM.

8.3 One governor, also a member of the Audit & Risk Committee, expressed that the update paper did not reflect the in-depth discussions and rigorous deep dives which were conducted by the committee, particularly the one on safeguarding and student well-being. The Head of Governance noted the feedback for future updates and advised that the paper was intended to be a summary in the absence of the meeting minutes which would be shared with the Corporation Board once they had been ratified by the Audit & Risk Committee.

8.4 The Chair of the Audit & Risk Committee, AS, presented the Committees recommendation to approve the Risk Management Policy which had been reviewed in accordance with the policy review schedule. The Board noted that

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

the only change was the job title for the Head of Governance and agreed to approve the Risk Management Policy.

**RESOLUTION: The Board approved the Risk Management Policy.**

**Board**

*Search and Governance Committee.*

*Search & Governance Update.*

8.5 The Board received the Search and Governance Committee Update paper which was taken as read and the update was noted by the Board.

*Quality & Relevance Committee and Link Governor Structure.*

8.6 The Board received the Oversight of the Quality and Relevance of our Education Provision and Link Governor Roles paper, which was taken as read.

8.7 ES, Chair of the Search and Governance Committee, requested comments on the paper which outlined the committee's recommendation to introduce a new Quality & Relevance Committee and a proposed Term of Reference as well as a revised link governor structure to create capacity for the new committee. No comments were raised.

8.8 The Board approved the creation of a Quality & Relevance Committee and the Terms of Reference the Board noted that the next steps would be for Search and Governance Committee to identify governors to join the committee and a membership list would be presented to the Corporation Board for consideration.

**RESOLUTION: The Board approved the creation of a Quality & Relevance Committee and the Terms of Reference.**

**Board**

8.9 ES highlighted that 2/8 of the current link governor roles were vacant and a several would be subsumed into the new Quality & Relevance Committee. The proposed structure would give more clarity on the link governor roles and their responsibilities. The Board approved the revised Link Governor Structure.

**Board**

**RESOLUTION: The Board approved the revised Link Governor Structure.**

*Adoption of the AoC Code of Good Governance 2023 and Governance Action Plan.*

8.10 The Board received the Adoption of the AoC Code of Good Governance and Governance Acton Plan paper, which was taken as read.

8.11 ES briefed the Board on the recommendation to adopt the AoC Code of Good Governance and highlighted the benefits of the new code which included ensuring compliance and providing assurance to stakeholders. The Head of Governance gave an overview of the how the Governance Action Plan was created which involved a review against the new AoC code and using the areas of improvement which were identified from the governance self- assessment process.

**RESOLUTION: The Board approved the adoption of the AoC Code of Good Governance and agreed to endorse the Governance Action Plan.**

**Board**

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

*Governor Recruitment.*

8.12 The Board received the Corporation Membership paper which was taken as read.

8.13 ES provided an overview of the Search and Governance Committee's request to run a targeted recruitment process for three external governors with knowledge and expertise in Special Education Needs (SEND), Health and Well-being and Careers guidance. The Board noted that the recruitment would also aim to enhance the diversity of the Corporation Board with a focus on ethnicity, age, LGBTQ+ and disability. The Executive Director of Faculties and Colleges (South) suggested the recruitment of a Governor with Landbased experience to as the organisation has a Landbased college. ES agreed that the Search and Governance Committee would take this into consideration for future recruitment.

**RESOLUTION: The Board approved for the Search and Governance Committee to run a targeted recruitment process for three external governors to address the identified knowledge, experience, and diversity gaps.**

Board

*Committee Appointments.*

8.14 ES highlighted the recommended committee appointments which had been outlined with the membership paper. The Corporation Board approved the appointment of Smitha Nair to both the Audit & Risk and Remuneration Committee and the reappointment of Kathy Slack to the Search and Governance Committee for a second term of office.

**RESOLUTION: The Board approved the appointment of Smitha Nair to the Audit & Risk Committee for a three-year term, until 30<sup>th</sup> April 2027.**

Board

**RESOLUTION: The Board approved the appointment of Smitha Nair to the Remuneration Committee for a three-year term, until 30<sup>th</sup> April 2027.**

Board

**RESOLUTION: The Board approved the reappointment of Kathy Slack to the Search and Governance Committee for a further term of office, until 30<sup>th</sup> April 2027.**

Board

**9. Link Governor Updates**

*Stakeholder Engagement Link Governor.*

9.1 The Board received the Surrey Chairs, Governors, and Principals Presentation and Minutes which were taken as read.

9.2 Kathy Slack (KS), the link governor for stakeholder engagement advised the Board that were two key areas that the Board should focus on - the opportunities that devolution presents, and the need to ensure that the skill needs for local areas are being met. She commended the Chief Strategy Office and his team for the work that they conducted to improve the organisations understanding of these areas, and the preparation that had gone into the materials for the Governance and Strategy Day. The Board noted that KS feels that Activate Learning is in a good position due to the size of the organisation and being more advanced than the other colleges in terms of analysis, recognition of strengths, understanding of arising issues, and strategic planning.

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

9.3 The Board noted that Berkshire and Surrey had been announced to be a Level 2, meaning they will take on responsibility for the adult education budget which the organisation would need to assess and influence. KS stressed the importance of governors utilising their strengths, particularly with stakeholders, to continue to build Activate Learnings profile and become influential during the devolution.

9.4 The Board noted that there was a large evaluative piece of skills needs work which was underway, and it would be discussed at the Governance and Strategy Day in May. This work would interlink with the Accountability Statement, which will be presented at the June Corporation meeting for ratification.

9.5 The Chair of the Corporation thanked KS for her efforts and for sharing her insights on devolution.

9.6 Lesha Chetty (LC) raised a potential conflict of interest following the discussions regarding Surrey County Council, as various boroughs are clientele of LC. The CEO highlighted that as the Governance and Strategy Day will discuss stakeholder engagement in Surrey the conflict should be noted. The Head of Governance agreed to discuss the declaration with LC offline to better understand the potential conflict and to advise on any action required for the Governance and Strategy Day.

**ACTION: Liaise with Lesha Chetty to better understand her work in relation to the Surrey County Council to advise on any future potential conflicts of interest.**

HoG.

9.7 The Chair of the Corporation requested an update on the feedback obtained from the Student Conference. The DCEO thanked the governors who participated in the conferences and advised the Board that the feedback was being collated and students will be given an update in a 'You Said, We Did' style.

**10. Governance**

10.1 The Board noted that there had been no uses of the Corporation Seal.

10.2 The Board noted that in accordance with the Framework for Governance, the Chair of the Corporation had signed two contracts (SENSS Agreement and Advanced) which exceeded 200k in value. A link to the documents had been provided within the meeting book.

10.3 The Head of Governance requested approval for the two policies which had been provided in the meeting book. The Board noted that policies had been approved by the GET and a coversheet had been provided to outline the changes. The Board approved the following policies:

- Fees Policy
- Fitness to Study Policy

**RESOLUTION: The Board approved the Fees Policy.  
RESOLUTION: The Board approved the Fitness to Study Policy.**

Board

**MINUTE  
NO.**

**ACTION  
RESOLUTION**

**Board**

**11. AOB and Dates of Next Meetings**

11.1 The Chair informed the Board that the Governance and Strategy Day would be taking place on Tuesday 14 May 2024 at Merrist Wood Campus.

11.2 The Board noted that the date of the next meeting was Tuesday 4 June 2024 on Microsoft Teams.

**The meeting closed at 19.30.**

Chair

S I Sturgeon

Date: Thursday 6<sup>th</sup> June 2024



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