ACTIVATE LEARNING FURTHER EDUCATION CORPORATION
CORPORATION BOARD MEETING

Meeting date: **2 June 2026**
Venue: **Microsoft Teams**

PRESENT:	Susan Sturgeon	Chair of the Corporation
	David Goosey	Vice-Chair of the Corporation
	Gary Headland	Chief Executive Officer
	Lesha Chetty	
	Tadhg Nicoll-Webb	
	Bethan O'Neil	
	Cathie Prest	
	Emma Shipp	
	Kathy Slack	
	Andy Stone	
	Daniel Willis	Staff Governor
	Callum Wood	Student Governor
IN ATTENDANCE:	Jonathan Adams	Chief Strategy Officer
	Steve Ball	Chief Operating Officer
	Louise Basu	Chief People Officer
	Neil Brookes	Chief Learning Officer (Quality)
	Paul Newman	Chief Learning Officer (Curriculum)
	Peter Reynolds	Chief Marketing Officer
GOVERNANCE PROFESSIONAL:	Nate Rowe	Governance Officer

MINUTES

The meeting started at 17:01PM

MINUTE NO.		ACTION RESOLUTION
1.	**Apologies for Absence.**	
	1.1 Apologies for absence were received from Alison Blight, Smitha Nair and Justin Obee.	

MINUTE NO.		ACTION RESOLUTION
2.	**Declarations of gifts, interest or hospitality**	
	2.1 There were no declarations of gifts, interest or hospitality raised.	
3.	**Minutes of the meeting held on 28th April 2026**	
	3.1 The Board approved the minutes of the meeting on 28 April 2026 as a true and accurate record.	
	3.2 The Board acknowledged that a number of matters within the minutes were recorded as follow-up areas for future discussion, specifically subsidiaries, curriculum reform and the PRP framework. The Board agreed that the identified follow-up areas would be captured and tracked to ensure they were not lost and would be brought forward appropriately.	
	RESOLUTION: The Board approved the minutes of the meeting held on 28 April 2026, subject to the agreed action to track the follow-up items (subsidiaries, curriculum reform and PRP framework).	
	ACTION: Update the minutes of the 28 April 2026 meeting to capture actions relating to subsidiaries, curriculum reform, and the PRP framework.	**Governance Officer**
4.	**Matters arising from the meeting on 28th April 2026.**	
	4.1 The Board noted the matters arising and confirmed that there were no actions from the previous meeting requiring further action or being carried forward.	
5.	**Quality and performance update.**	
	5.1 The Board received a verbal Quality and Performance update from Neil Brookes, Chief Learning Officer (Quality). Governors noted that this item had been introduced in response to feedback from the Governance & Strategy Day, where a desire was expressed for even greater visibility of quality and relevance matters at Corporation Board level. The Board further noted that no meeting of the Quality and Relevance Committee had taken place since the previous Corporation Board meeting, reinforcing the importance of this interim update.	
	5.2 The Board noted that the organisation was fully engaged in the GCSE and A Level examination season and received an update on examination attendance. The Board noted that attendance stood at 93% for English examinations, representing an increase of 0.5% on the previous year, and 94% for maths examinations, representing a decrease of 0.4%. The Board further noted that enrolments for English and maths qualifications had increased by approximately 200 year-on-year and had doubled over the previous four years at GCSE level. Governors were advised that A Level examinations were ongoing, English and maths examinations would conclude the following week, and all GCSE and A Level examinations would be completed by 23 June.	

MINUTE NO.		ACTION RESOLUTION

5.3 The Board reviewed the in-year performance metrics for core provision and noted overall attendance of 79.2%, an increase of 0.2% on the previous year, and retention of 91.8%, an increase of 0.3%. In response to questions regarding attendance, the Board noted the clarification that attendance was one performance indicator and did not necessarily provide a complete measure of learner engagement.

5.4 The Board noted that forecasting activity was underway and received an initial forecast indicating a potential 2% increase in classroom-based achievement to 85%. Governors also noted apprenticeship achievement of 60.6%, representing an increase of 7.8% on the previous year. The Board acknowledged that apprenticeship achievement remained a dynamic measure that could move in either direction before year-end but noted the assurance provided that ongoing scrutiny and monitoring arrangements would enable any emerging issues to be identified and addressed promptly.

5.5 The Board reviewed the outcomes of the Spring Learner Survey and noted that combined positive and neutral responses remained at 95.4%, unchanged from the previous year. Governors welcomed improvements in responses to the statements “I feel my views are listened to” (up 0.9%) and participation in activities preparing learners for the world of work (up 0.8%). The Board also noted that the “I feel safe” measure had returned to the same level as the previous year, following the decline reported in the first-term survey, which had previously been attributed to a specific incident in Reading.

5.6 In discussing the consistency of learner experience across campuses, particularly during the examination period, the Board sought assurance regarding examination arrangements. Governors noted the confirmation that invigilation staffing arrangements had been strengthened and that an excess of invigilators had been available on each examination day to date. The Board further noted the assurance that, whilst isolated incidents could occur within an organisation of this size, no significant issues had been reported across campuses during the current examination series.

5.7 The Board discussed arrangements for gathering learner feedback following examinations and queried whether a formal exit-feedback mechanism existed. Governors noted that feedback was currently collected informally through course and tutor-level processes, but that there was no organisation-wide end-of-programme or point-of-exit feedback process. The Board noted that further consideration would be given to this area and suggested that any future approach could be aligned with work being undertaken to track alumni destinations.

5.8 The Board discussed the importance of evidencing inclusion and demonstrating impact for priority learner groups. Governors agreed that

MINUTE NO.		ACTION RESOLUTION
	future reporting should, where possible, include outcomes for groups such as care leavers, young carers and young parents, whilst recognising that cohort sizes varied across campuses. The Board noted that such information would strengthen both strategic oversight and Ofsted readiness.	
	ACTION: Ensure future reporting includes outcomes for priority inclusion groups such as care leavers, young carers and young parents.	**Chief Learning Officer (Quality)**
5.9	The Board considered the risks associated with year-end performance forecasts and received assurance that the forecasts presented had been risk assessed and were not expected to deteriorate, whilst recognising the particular volatility associated with apprenticeship achievement measures. Governors further noted that future improvement activity was likely to continue to focus on examination-based provision, including A Levels, together with wider study programme elements such as work experience and work-related learning, although no conclusions were drawn in advance of the formal improvement planning process.	
5.10	The Board reviewed the arrangements available to learners for raising concerns relating to examinations and sought assurance regarding reporting routes. Governors noted that examination delivery was subject to strict regulatory requirements and that any issues were reportable to awarding organisations through established processes. The Board received assurance that invigilators were appropriately trained, that learners were briefed at the start of examinations regarding examination rules and reporting arrangements, and that concerns could also be raised through tutors and study programme staff, with issues triangulated and escalated where necessary.	
5.11	The Board noted the overview provided on student engagement and feedback mechanisms, including student forums, roundtables, student conferences and the work of student experience leaders. Governors noted that feedback gathered through these channels was intended to be fed back into faculties and tutorial groups through “you said, we did” approaches to ensure that feedback loops were closed. The Board further noted that digital platforms were available to support the submission of compliments, feedback and complaints, and that additional detail could be provided outside the meeting if required.	
5.12	The Board noted the Chair’s intention that quality and performance updates should continue to be received at future Board meetings. Governors also noted the associated approach to agenda planning, including the re-ordering of items where necessary to ensure sufficient time was available for substantive discussion.	
	ACTION: Review and consider improvements to end-of-exam and learner exit-feedback mechanisms.	**Chief Learning Officer (Quality).**

MINUTE NO.		ACTION RESOLUTION
6.	**Annual accountability statement**	

6.1 The Board received the Annual Accountability Statement, which was taken as read.

6.2 The Board considered the Annual Accountability Statement and noted the statutory requirement to publish and submit the statement by 31 July. Governors noted that the statement had been reviewed throughout the year by the Quality and Relevance Committee, including monitoring progress against agreed actions, and that it had subsequently been recommended to the Corporation Board for approval.

6.3 The Board reviewed the principal updates reflected within the statement, including the development of new Local Skills Improvement Plans (LSIPs). Governors noted that, whilst the revised LSIPs had not yet been formally published, the identified priority sectors remained broadly consistent with previous iterations. The Board further noted that the defence sector now featured more prominently and consistently across national priorities and all three LSIPs.

6.4 The Board discussed the requirement to reference the Inclusive Mainstream Fund within the statement and noted that the funding was intended to support organisational readiness for SEND reforms, including the strengthening of mainstream provision and the development of staff capability. Governors noted that the funding allocation had not yet been confirmed and that the statement therefore included an assumed allocation of approximately £1.2 million. The Board acknowledged that, as a result, the planned activity described within the statement was necessarily higher-level than would be expected in future years, when reporting would be able to reflect confirmed plans and evidence of impact.

6.5 The Board noted that, following the formal publication of the LSIPs, the Corporation would have a statutory responsibility to undertake a more detailed review of how effectively the Group was meeting local and national skills needs. Governors noted that the outcome of this review would inform future accountability statements and received assurance that the review would be undertaken early in the next academic year to support readiness for future inspection discussions regarding curriculum alignment with skills priorities.

6.6 The Board discussed how skills needs were identified and reflected across the three counties served by the Group. Governors noted that curriculum planning was principally informed by the LSIPs and national priorities, whilst recognising that curriculum areas outside the identified priority sectors also continued to assess and respond to the needs of their respective industries and employers.

6.7 The Board considered the importance of collaboration with other providers across the region and noted the intention to use the

MINUTE NO.		ACTION RESOLUTION
	forthcoming LSIP duty to review process to develop a broader understanding of how providers collectively met regional skills needs. Governors discussed opportunities to strengthen sector-wide engagement and noted the suggestion that accountability statements and/or LSIPs could form part of the agenda for the forthcoming Surrey Colleges Joint Governance Conference.	
	6.8 The Board reviewed the objectives and associated performance measures contained within the statement and requested further refinement to strengthen the specificity and measurability of the key performance indicators. Governors discussed the need to provide clearer contextual information alongside numerical targets in order to improve transparency and understanding of performance expectations.	
	6.9 The Board considered the most appropriate governance route for this refinement and agreed that the detailed review should be undertaken through the Quality and Relevance Committee. Governors further agreed that the revised section should be returned to the Corporation Board for final consideration and approval at the July meeting, in advance of the statutory submission deadline of 31 July.	
	ACTION: Update the Annual Accountability Statement to strengthen and contextualise the objectives and associated KPI measures. Submit the revised section to the Quality and Relevance Committee for review and to the July Corporation Board for final approval before submission by 31 July.	**Chief Strategy Officer**
	ACTION: Explore opportunities to discuss Local Skills Improvement Plans with other regional providers to collectively address local skills needs.	**Chief Strategy Officer**
7.	**CEO Report**	
	7.1 The Board received the CEO Report, which was taken as read.	
	7.2 The Board acknowledged that the reporting period covered by the report had been relatively short and that the number of Corporation Meetings during the academic year was currently being reviewed by the Search and Governance Committee.	
	7.3 The Board considered the position regarding outstanding payments due from Oxfordshire County Council (OCC) Governors received assurance that management had not accepted last year's position of late payment by OCC had pursued the matter robustly. Governors noted the target for settlement of the outstanding balance by 31 July, and the establishment of a Memorandum of Understanding intended to support timely payment arrangements in the future. The Board recalled previous discussions on this matter and sought assurance that the issue did not represent an	

MINUTE NO.		ACTION RESOLUTION

established pattern of behaviour. Governors noted management's commitment to continue monitoring the position closely.

7.4 The Board received assurance from the CEO that none of the matters reported gave rise to any material risks to the achievement of the Group's strategic objectives.

7.5 The Board reviewed the initial update on the staff survey and welcomed the participation rate achieved. Governors noted that 68% of eligible staff had completed the survey following actions taken to improve the quality and effectiveness of the data collection process. Governors noted the CEO's initial assessment that the survey indicated strong improvements across most measures, with only very minor declines in a small number of areas. The Board noted that a detailed analysis of the results would be presented at a future meeting.

7.6 The Board received an update on merger activity and welcomed the positive progress made. Governors recognised that the next phase would require significant effort and prioritisation across both organisations. The Board noted the next steps include due diligence and Board sign off.

7.7 The Board noted the indicative timeline, under which any approved merger would take effect at the end of July 2027. The period between preferred partner identification and merger completion was expected to include approximately one year for due diligence, planning and contracting.

8. Finance update / management accounts

8.1 The Board received the Finance Update and Management Accounts report, which was taken as read. The COO presented an overview.

8.2 The Board noted confirmation that the Group had been awarded in-year growth funding, generating approximately £1 million of additional income and contributing directly to EBITDA. Governors noted that the funding was not expected to be received until July, the final month of the financial year, which limited the Group's ability to deploy the funding to support delivery within the year as originally intended.

8.3 The Board reviewed the latest financial forecast and noted that EBITDA was now expected to increase to approximately 4.3%, with the potential to reach approximately 4.5%, and that financial health could improve to the upper end of the "Good" category at around 230 points. Governors further noted that the additional funding would materially strengthen the forecast year-end cash position.

8.4 The Board noted that, in addition to the in-year growth funding, the Group was expecting to receive an additional capital grant of approximately £4 million before the end of the financial year. Governors noted that, if received as anticipated, this would increase forecast year-end cash

MINUTE NO.		ACTION RESOLUTION
	balances to approximately £22 million, around £5 million above the original plan, with a corresponding improvement in cash days in hand.	
8.5	The Board discussed the challenges created by the timing of funding announcements and considered the implications of receiving significant funding late in the financial year. Governors noted management's view that where funding could no longer be invested effectively within the year, retaining the benefit through enhanced cash resilience represented the most appropriate approach, whilst continuing to identify and pursue viable investment opportunities during the remaining months of the year.	
8.6	The Board noted that the improvement in EBITDA was largely attributable to one-off funding and was therefore not expected to be sustained in future years. Governors received assurance that the strategic objective remained to achieve EBITDA of 5% by 2030 and noted that the budget to be presented at the next meeting was likely to reflect EBITDA closer to 4%, consistent with the strategic plan, rather than assuming continuation of the exceptional in-year uplift.	
8.7	The Board reviewed an overview of additional investment being undertaken across the estate as a result of improved in-year financial performance. Governors noted a range of property and environmental improvement works, including refurbishments and repairs, perimeter and site security enhancements, and other campus improvements intended to enhance the experience of learners and staff.	
8.8	The Board received an update on the planned rollout of a new lockdown alarm system designed to address inconsistencies across campuses. Governors noted that implementation was expected to be completed across all sites by September, with Reading, Farnham and Merrist Wood scheduled for completion before the end of July. The Board noted that this was consistent with previous discussions at the Safeguarding and Health and Safety Committees.	
8.9	In response to a query regarding a mains water issue at Guildford College, the Board noted that the source of the leak had been identified as a fire hydrant located close to the main water supply. Governors were advised that the mains water supply to the building had now been restored and that repair of the hydrant remained outstanding.	
8.10	The Board considered the underlying financial performance position excluding the benefit of the in-year growth funding. Governors noted management's confirmation that, even without the additional £1 million, the Group remained forecast to achieve its original budget assumptions, including EBITDA of approximately 3.5% and year-end cash balances of approximately £17 million. The Board noted that the in-year growth funding therefore represented an improvement above the planned position rather than mitigation of an underlying shortfall.	

MINUTE NO.		ACTION RESOLUTION
8.11	The Board discussed the Department for Education's approach to funding in-year growth and noted that, whilst growth activity had been recognised, only part of the calculated entitlement had been funded. Governors noted that approximately two-thirds of the calculated amount had been funded in the previous year and approximately three-quarters in the current year, leaving a recurring unfunded element of between one-quarter and one-third. The Board noted management's approach of not including in-year growth funding within budget assumptions because of the uncertainty surrounding allocations and further noted the view that the funding methodology should more closely align with actual funding practice.	
8.12	The Board received clarification that the T-Level Clawback was unrelated to the in-year growth funding position but has been netted off in the recent funding announcement.	
8.13	The Board reviewed the impact of additional in-year investment on cash forecasts and noted that the forecast position already incorporated the planned expenditure, including approximately £0.5 million of additional investment funded through increased high-needs income together with further capital expenditure commitments.	
8.14	The Board reiterated its support for management's efforts to secure the timely receipt of committed funding and noted that, despite confidence regarding eventual receipt, the cash forecast continued to adopt a prudent approach by assuming that some receipts could be delayed beyond the financial year end.	
8.15	The Board considered the format of the coversheet of the finance report and discussed the inclusion of "N/A" entries within certain sections, including equality, diversity and inclusion, ethical, environmental and legal considerations, and communications. Governors challenged whether these sections should be revisited more routinely. The Board noted management's acknowledgement that, due to the detailed and recurring nature of the report, these sections had not always been reconsidered on each occasion and noted the feedback.	
8.16	The Board reviewed treasury management arrangements and noted that a formal Treasury Management Policy had recently been approved through the Audit and Risk Committee. Governors noted that surplus cash was now being placed on deposit rather than being retained in current accounts, generating additional investment income. The Board further noted that the Group had not pursued investment in non-cash assets such as equities, reflecting both historic capacity constraints and the need to maintain an appropriate balance between return and risk.	

MINUTE NO.		ACTION RESOLUTION
9.	**Governor activities (updates/insights)**	
	9.1 The Board noted that, due to the short timeframe between meetings, there were no Governor updates to report.	
10.	**Governance items**	
	10.1 The Board noted that there had been no uses of the Corporation Seal since its last reported use.	
	10.2 The Board noted that no contracts had been signed by the Chair since the last meeting.	
	10.3 The Board approved the use of the Corporation Seal on the five collateral warranties for the Salex funded scheme at Merrist Wood.	
	RESOLUTION: The Board approved the use of the Corporation Seal on the five collateral warranties for the Salex funded scheme at Merrist Wood.	
	10.4 The Board received the Sustainability Policy, which was taken as read. The Board discussed the importance of evidencing the impact of the Sustainability Strategy and Policy, including how progress against stated goals would translate into measurable outcomes. The Board noted the executive commitment to compile an annual report of progress against the Sustainability Strategy, including KPIs, to enable the Board to track progress and transformation, with the intention that this would be presented to the October meeting and thereafter on an annual basis, alongside more frequent monitoring at Group Executive level.	
	RESOLUTION: The Board approved the Sustainability Policy.	
	Daniel Willis, Callum Wood, Jonathan Adams, Steve Ball, Louise Basu, Neil Brookes, Paul Newman and Peter Reynolds left the meeting	
	The following items are recorded as confidential and will not be published in accordance with the Corporation's Standing Orders for the Conduct of Business, which allow for restricted disclosure where matters are confidential or sensitive in nature.	
13.	**AOB and Date of Next Meetings**	
	13.1 There were no items raised under any other business.	
	13.2 The Board noted that the next meeting would be on 7th July 2026, at Bracknell and Wokingham Campus.	

The meeting closed at 18:40

Chair ....S J Sturgeon........Date ………3rd June 2026……………………………..

ACTIVATE
LEARNING