

Activate Learning  
Further Education Corporation

MINUTES of a meeting of the Corporation held on 8 December 2015, 5.30 pm in Room DG01, City of Oxford College

Present: G Blackburn (Chairman)  
P Austin; M Brankin; S Britten Jones (staff governor), S Dicketts; J Dipple; P Hudson (staff governor); T James; M Jennings; P Odulinski, N Robinson; O Street (student governor), E Jones; J Von Klonowski

In attendance:  
A Camoenie, interim Chief Finance Officer  
B Grenville Jones, Director of Innovation and Development  
P Lloyd, CEO Activate Enterprise  
P Newman, Head of Campus Reading  
L Nicholls, Executive Director Curriculum Standards and Academies  
C Pennington, Head of Campus City of Oxford  
L Rawlings, Head of Campus Banbury and Bicester  
K White, Clerk to The Corporation

MINUTES

1. Apologies for absence  
Governors: C Jones
2. Declaration of interests, gifts and hospitality  
None  
RESOLVED  
None
3. Minutes, 14 July 2015  
The minutes of the Corporation meeting held on 14 July 2015 were approved as a correct record and signed by the Chairman.
4. Matters arising from the minutes  
The matters arising from the minutes of the previous meeting were reviewed by the Corporation.  
It was noted that the Risk Management Group have met. The new Chief Finance Officer will take forward the work of the Risk Management Group when he is in post in January 2016.



[REDACTED]

Structure

The Chief Executive advised the Corporation that the CFO has been appointed and the plan is that they will be in post in January 2016.

RESOLVED

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

RESOLVED

To receive the Chief Executive Report

APPROVALS

6. Remuneration Recommendations - CONFIDENTIAL

The Corporation received the recommendations from the Remuneration Committee

RESOLVED

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



UK Quality Code for Higher Education. Particular good practice was noted in the strategic approach to higher education and it was noted that in the context of Further Education that this is particularly good.

It was suggested that there may be potential to develop work to support level 4 apprenticeships in this area.

RESOLVED

To approve the Higher Education Self-evaluation Document 2014/15 and enhancement plan

9. Annual Financial Statements 2014 -15

The Corporation received the Annual Financial Statements which stated

STATUTORY REQUIREMENTS

12. \$XGLW DQG 5LVN & RPPLWWHH¶V \$QQXDO 5H5

The Corporation received the Annual Report which covers the Audit and 5LVN & RPPLWWHH¶V ZRUN IRU WKH SHULRG

It is the view of the Audit and Risk Committee that the Corporation has discharged its responsibilities adequately, that the Activate Learning group has an effective system of internal control, and that its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money) are adequate.

RESOLVED

7R UHFHLYH WKH \$XGLW DQG 5LVN & RPPLWW

13. Internal Audit Annual Report

The internal auditors RSM (previously Baker Tilly) concluded that they are satisfied that sufficient Internal Audit work has been undertaken to draw a reasonable conclusion on the adequacy and effectiveness of Activate /HDUQLQJ¶V DUUDQJHPHQWV )RU WKH PR on the work undertaken, it is the opinion of RSM that Activate Learning had adequate and effective governance, risk management and control processes to manage the achievement of its objectives.

The Chair of the Audit and Risk Committee advised the Corporation that the committee acknowledge that Activate Learning is an increasingly high risk organisation and therefore they are not concerned about the direction of travel of the audit opinion.

RESOLVED

To receive the internal audit annual report.

14. Annual Report on Risk Management

The Corporation received the Annual Report on Risk management

The Corporation reviewed the Group Risk Register. The Chair of the Audit and Risk Committee outlined plans to develop the audit and risk framework.

risks associated with staff morale will enable better monitoring. The importance of oversight of the change management process through restructure was emphasised.

The Chair of the Audit and Risk management group highlighted that an aim of the risk management framework is to address many of the issues raised by looking strategically at the business as a whole.

**RESOLVED**

To receive the annual report on risk management

To receive the risk register

15. Governance

The Clerk advised the Corporation that the Instrument and Articles and the Code of Conduct have been through routine review. Updates are noted in the report.

**RESOLVED**

To approve the Instrument and Articles to the Corporation

The Corporation is asked to approve the changes to the Code of Conduct and adopt version thirteen with immediate effect and to agree that, as stated in 1.5 of the code, by accepting appointment to the Corporation, each Member agrees to accept the provisions of this code.

To adopt the Code of Good Governance for English Colleges

To agree not to release the confidential items as outlined in the report

To note that Corporation attendance is below the target percentage for 2014/15

**ITEMS FOR INFORMATION**

16. Activate Learning Annual Report

The Corporation were advised that the Activate Learning Annual Report for 2014/15 has been written and designed and will be posted to all