

**Board of Directors of the Coleg Cymraeg Cenedlaethol**

**Wednesday, 23 November 2016**

**9.30 - 1.10**

**Bangor University**

**Present:**

**Directors:**

Andrew Green (Chair)  
William Callaway, Director, Higher Education Sector  
Fflur Elin, Director representing students  
Professor Jerry Hunter, Director, Higher Education Sector  
Geraint James, Independent Director  
Gwilym Dyfri Jones, Director Higher Education Sector  
Dr Hefin Jones, Director representing academic staff / Coleg Dean  
Dr Gwyn Lewis, Independent Director  
Dr Rhodri Llwyd Morgan, Director, Higher Education Sector  
Professor Hywel Thomas, Director Higher Education Sector  
Ieuan Wyn, Independent Director  
Linda Wyn, Independent Director (Vice-Chair)

**Observers:**

Ifan James, Undeb Cenedlaethol Myfyrwyr Cymru (UCMC)  
Dr Cliona O'Neill, Further Education Funding Council for Wales (CCAUC/HEFCW)

**Officers:**

Dr Ioan Matthews, Chief Executive  
Dr Dylan Phillips, Senior Academic Manager  
Catherine Rees, Secretary  
Dr Dafydd Trystan, Registrar  
Nia Brown, Development Officer

**Apologies:**

Professor Iwan Davies, Director, Higher Education Sector  
Dr Gwennan Schiavone, Senior Academic Manager

Item	Chief discussion points	Action points	Timescale
<b>1. Welcome and introduction</b>	<p>1.1 The Chair welcomed the members, and particularly William Callaway as a new Board member.</p> <p>1.2 Apologies were received to be included in the minutes.</p> <p>1.3 It was reported that Professor Jacqui Hare had resigned from the Board on her retirement from Cardiff Metropolitan University. The Chair, on behalf of the Board, will be writing to thank her formally for her contribution during her term of service.</p>	Chair to write to JH	November 2016
<b>2. Declarations of interest</b>	<p>2.1 Members were reminded of the procedure whereby members are asked to state on the attendance sheet any declarations of interest in addition to those already stated in the Register of Interests.</p>		
<b>3. Receive and consider minutes of the 22 June and 15 September 2016 meetings</b>	<p>3.1 The minutes of the meetings held on 22 June and 15 September 2016 were accepted as a correct record.</p>		
<b>4. Correspondence</b>	<p>4.1 A letter was received from the widow of Professor Gwyn Thomas, Fellow of the Coleg, agreeing for the Coleg to establish a Memorial Award in his memory. The award will be presented for the first time at the Anglesey National Eisteddfod, 2017. The Board welcomed the establishment of the award.</p>		
<b>5. Chair's Matters</b>	<p>5.1 The Chair gave a verbal report. He noted that the Chief Executive's report (item 9) explained the Coleg's current situation fully. He reported that the Coleg's prospects were promising and</p>		

	<p>the budget more stable for the coming years. He reported on the establishment of a Task and Finish Group chaired by Delyth Evans, which will look at the Coleg's role and possible opportunities to expand that role.</p>		
<p><b>6. Finance Matters (Item 11)</b></p>	<p>6.1 The Registrar presented the Coleg's Audited Accounts for 2015/16.</p> <p>6.2 Reported that the level of reserves as at 31 July 2016 was consistent with the agreement made with the Funding Council to spend a proportion of the 2015/16 grant during 2016/17, to alleviate the effect of a considerable decrease in the Coleg grant from the Funding Council for the current academic year. Further reported that the forthcoming procurement exercise for new banking services would lead to a more proactive attitude to investing the reserves.</p> <p>6.3 Reported in addition that the External Auditors had declared a clean audit and that the minor matters raised last year had been resolved. Following discussion of the accounts, the officers were congratulated for their work in securing healthy funds and a stable budget for the Coleg for the future.</p> <p>6.4 The Board of Directors approved the accounts, and it was agreed that they be presented to the meeting of the Coleg Court on 8 March 2017.</p>		
<p><b>7. Audit and Risk Committee (Items 12a a 12b)</b></p>	<p>7.1 The minutes of the Audit and Risk Committee meetings held on 18 October and 16 November 2016 were noted, and a report made on the meetings by the Chair, Geraint James. Noted that an internal audit of the Coleg branches had been completed, and a finance audit will be completed before the end of the year. The auditors' new timetable of work is in preparation.</p>		

<p><b>8. Constitutional matters</b></p> <p><b>(Item 6)</b></p>	<p>8.1 The Secretary, on behalf of Professor Iwan Davies, presented a paper on establishing a subsidiary company for the Coleg.</p> <p>8.2 Following discussion, approval was given to the principle of establishing a subsidiary company for the Coleg which could access various funding sources. The Secretary will commence the work of implementing this during 2017 with professional advice, and further recommendations will be presented to the Board of Directors in due course, setting out the costs, necessary resources and the circumstances where clarity would be required as to the boundary between the subsidiary company's work and that of the main body. Noted that the subsidiary company's objectives would be consistent with the objectives of the Coleg as a body, and that separate accounts would be needed.</p> <p>8.3 Arrangements for the Annual Meeting (Court and Annual Convocation) were presented. They will be held on 8 March 2017 on the Bay campus at Swansea University.</p>	<p>CR to submit a further paper on the subsidiary company to the Board</p>	<p>2017 – subject to other developments.</p>
<p><b>9. Appointments Committee</b></p>	<p>9.1 The Secretary reported on the arrangements to appoint a new Coleg Chair. An extraordinary meeting of the Board of Directors will be held in January to receive and approve the Appointments Committee's recommendation. Andrew Green's term terminates at the end of March and the new Chair will commence duties on 1 April 2017.</p> <p><i>At this point, William Callaway and Dr Hefin Jones left the meeting.</i></p> <p>9.2 The appointment of Dr Hefin Jones, appointed as director representing the academic staff, was approved, following a full process of nomination by the staff and interview by the Appointments Committee. Dr Jones will serve for another four years, and reference was made to his great contribution to the</p>	<p>Extraordinary Board meeting</p>	<p>January 2017</p>

	<p>Coleg life to date.</p> <p>9.3 The appointment of William Callaway, Secretary, University of South Wales, as a higher education sector director following Jacqui Hare's retirement, was approved.</p> <p><i>At this point, William Callaway and Dr Hefin Jones re-joined the meeting.</i></p>		
<p><b>10. Nominations – Fellows 2017</b></p> <p><b>CONFIDENTIAL</b></p>	<p>10.1 Approved the invitations to Professor Merfyn Jones, Dr Siân Wyn Siencyn and Professor Brynley F. Roberts to receive Fellowships at the Annual Convocation at Swansea on 8 March 2017. It was emphasised that the names would remain confidential until the official announcement.</p>		
<p><b>11. Chief Executive's Report</b></p> <p><b>(Item 9)</b></p>	<p>11.1 The Chief Executive gave an update on the Coleg's work, noting the following matters:</p> <ul style="list-style-type: none"> <li>• <u>2017/18 funding situation</u> - Reported that the Cabinet Secretary for Education and Skills had confirmed that a budget of £5.4m had been allocated to the Coleg. Confirmed that the Coleg will receive a grant directly from the Welsh Government as from 1 April 2017, rather than from the Funding Council. Dr Cliona O'Neill noted that, although the funding arrangements had changed, the Funding Council would continue to co-operate with the Coleg. Board members expressed their appreciation of the officers' work in securing the Coleg's future. The budget will ensure the continuation of a limited number of subject grants to support the new strategy.</li> <li>• <u>Task and Finish Group</u> - Reported on the developments of the Task and Finish Group chaired by Delyth Evans, which is looking at the Coleg's role and potential opportunities to expand that role. The Group will meet in Cardiff for the first time on 25 November 2016 and an invitation was extended to</li> </ul>		

	<p>attend the meeting.</p> <ul style="list-style-type: none"> <li>• <u>Culture, Welsh Language and Communication Committee</u> - Reported on developments in the field of Initial Teacher Training and the discussions with Government officials to expand the Coleg's work on the Language Proficiency Certificate for Teachers. On 24 November 2016 officers will be submitting evidence to the Culture Committee in the Senedd, which is investigating the Welsh Government's new Language Strategy.</li> <li>• <u>Branches</u> – Reported that the Internal Auditors had carried out a review of branches. The report recommends developing the future role of the branches. A paper will be prepared for the Board in June 2017.</li> <li>• <u>Centre of Excellence in Rural Health and Care</u> - Reported that the Coleg had been invited to participate in the Welsh Language and Health Partnership Board. This will be an opportunity for the Coleg to draw attention to the Welsh language in the field of health.</li> <li>• Updates on marketing and communication work, activities in the Coleg's Information Services, Academic Training Programmes and <i>Gwerddon</i>.</li> </ul>	Paper on branches to the Board	21 June 2017
<b>12. Staffing Issues</b>	<p>12.1 The Secretary gave an update on staffing issues. Reported that Adam Jones, former student observer on the Board of Directors and former student representative on the Academic Board, had been appointed to a maternity cover post in the marketing and communications department.</p> <p>12.2 Noted that the results of the annual staff satisfaction survey had improved, despite the unsettling year. Noted that staff had been given regular updates on the Coleg's situation throughout the recent period.</p>		
<b>13. The Risk</b>	13.1 The Registrar gave a verbal report on the Risk Register. Noted		

<p><b>Register (Item 13)</b></p>	<p>that the full Register is presented to the Board annually. Risks are regularly reviewed by the officers and are regularly submitted to the Audit and Risk Committee.</p> <p>13.2 The risks were discussed, and consideration given to amending two strategic risks, namely: the lack of progression from secondary schools / further education colleges (11/04) to high; and the lack of attention to the Welsh language when planning the TEF (15.02) – to medium; and one operational risk, namely the low numbers on some degree courses in which the Coleg have made a substantial investment (13/07) to high. Agreed to circulate the directors with the note to HEFCW on the TEF.</p> <p>13.3 During the discussion on progression, reference was made to the lack of Welsh textbooks since the corresponding English textbooks were commissioned by commercial publishers in England. In addition, reference was made to the Pearson award cycle. Agreed to organise contact with the WJEC Chief Executive to convey the Board’s desire to alleviate the problem.</p> <p>13.4 The register was approved, with the amendments.</p>	<p>DT to update</p> <p>Circulate HEFCW’s note on TEF to the directors</p> <p>IM to organise a meeting with GP, WJEC</p>	<p>January 2017</p> <p>January 2017</p> <p>Before the end of 2016</p>
<p><b>14. New Academic Plan (Item 14)</b></p>	<p>14.1 The Registrar gave a presentation on the steps taken to prepare the Coleg’s new Academic Plan which will lay the foundations for a new framework for academic planning over the next five years.</p> <p>14.2 Noted that discussions had been taking place for over a year with the Academic Board, consultation with the universities and the Coleg Consultative Group to discuss the plan principles. At the Academic Board meeting on 13 October 2016, the plan was discussed in detail, and a subject prioritising exercise was carried out. The Registrar reported on the outcomes.</p> <p>14.3 Following the presentation, there was a comprehensive discussion, and a number of further suggestions were made to add to the new plan.</p>		

	<p>14.4 Reference was made during the discussion to employment needs in the local economy, and Linda Wyn and the Secretary agreed to discuss the matter further.</p> <p>14.5 Also agreed that officers and students should hold further discussions on inclusive education.</p> <p>14.6 The new Plan was approved for circulation to the Board of Directors and the Academic Board with comments.</p>	<p>CR and LW to discuss priority areas</p> <p>DT and FfE to discuss inclusive education</p> <p>Circulate to the Board of Directors and the Academic Board</p>	<p>Before the end of 2016</p> <p>Before the end of 2016</p> <p>Before the end of 2016</p>
<p><b>15. Subject grant allocation framework (Item 15)</b></p>	<p>15.1 Dr Dylan Phillips gave a paper on the subject grant allocation procedures for 2017/18. Noted that the officers are currently holding a series of planning meetings with individual institutions.</p> <p>15.2 Following a discussion, the framework for subject grant allocation was approved.</p>		
<p><b>16. Academic Board</b></p>	<p>16.1 The Dean, Dr Hefin Jones, gave a verbal report on the Academic Board meeting held on 13 October 2016, on the following matters:</p> <ul style="list-style-type: none"> <li>• Much of the meeting was taken up with discussion of the new Academic Plan</li> <li>• A paper was received on the reform of the process for electing students to the Academic Board</li> <li>• A paper was received on the system of recruiting students and prospective students to the Coleg, and there will be a report on any developments in due course.</li> <li>• Reports were received on Widening Access and Research and Publications.</li> <li>• Reference was made to the TV series <i>Doctoriaid Yfory</i> and <i>Her yr Hinsawdd</i> broadcast on S4C and which publicize the Coleg and study through the medium of Welsh.</li> </ul>		

	<ul style="list-style-type: none"> <li>The Dean noted that he had visited the Arts Festival at Cardiff Metropolitan University and a joint exhibition between Cardiff Metropolitan University and the University of Wales Trinity St David.</li> <li>Noted that arrangements for the Dean's tour were ongoing and that this year he would also be visiting further education colleges.</li> </ul> <p>The Dean and members of the Academic Board were thanked for their work during the year.</p>		
<b>17. Matters arising</b>	17.1 There were no matters arising from the minutes.		
<b>18. Reports by Directors</b>	18.1 Professor Jerry Hunter reported that the Research and Publications Group was collaborating with the Learned Society to share data. Reported that a joint lecture had been held between the Coleg and the Society on 15 November 2016. The lecture, on William Salesbury was delivered by Professor E Wyn James, Cardiff University.		
<b>19. Any other business</b>	<p>19.1 A recommendation was made to ask the Welsh Government for the Coleg to be a member of any relevant panel or body which might be established in relation to the Language Strategy.</p> <p>19.2 Recommended that awareness of Welsh-medium education be raised among careers advisers. Noted that a meeting was being arranged between the Coleg and Careers Wales.</p>		
<b>20. Dates and venues of next meetings</b>	<p>20.1 Noted that there will be a network meeting in January to approve the recommendations of the Appointments Committee in addition to the following meetings:</p> <ul style="list-style-type: none"> <li>Court Meeting, 8 March 2017, Swansea University</li> </ul>		

	<ul style="list-style-type: none"><li>• 22 March 2017, Swansea University</li><li>• 21 June 2017, The Open University, Cardiff</li></ul> <p>20.2 The simultaneous translators were thanked for their work, and Bangor University staff were thanked for their assistance in organising and hosting the meeting.</p>		
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