

## **Coleg Cymraeg Cenedlaethol Board of Directors**

**Tuesday, 24 March 2015**

**1.15 – 1.45**

**Coleg Office, Cardiff**

### **Present:**

#### **Directors:**

Andrew Green (Chair)  
Professor Iwan Davies, Higher Education Sector Director (video network)  
Jacqui Hare, Higher Education Sector Director  
Geraint James, Independent Director  
Dr Hefin Jones, Director representing academic staff / Coleg Dean  
Dr Gwyn Lewis, Independent Director (video network)  
Dr Rhodri Llwyd Morgan, Higher Education Sector Director (video network)  
Professor Catrin Thomas, Higher Education Sector Director (video network)  
Professor Hywel Thomas, Higher Education Sector Director  
Ieuan Wyn, Independent Director (video network)  
Linda Wyn, Independent Director (Vice-Chair) (video network)

#### **Observers:**

Olivia Jones (Universities Wales)  
Kimberley Meringolo, Higher Education Council for Wales (HEFCW)  
Lisa Newberry (Universities Wales)

#### **Officers:**

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

#### **Apologies:**

Beth Button, Director representing students  
Professor Jerry Hunter, Higher Education Sector Director

Item	Main points of discussion	Actions	Timescale
<b>1. Welcome and introductions</b>	<p>1.1 The directors were welcomed to a special meeting of the Board of Directors to discuss the Welsh for Adults item that had been postponed from a meeting of 4 March 2014. The Chair gave a presentation explaining the context of the Coleg's bid to the Welsh Government to lead in the field of Welsh for Adults. It was noted that the Welsh Government were aware that the Board of Directors had not yet had the opportunity to discuss and approve the bid.</p> <p>1.2 Apologies were received for inclusion in the minutes.</p>		
<b>2. Declarations of interest</b>	<p>2.1 Three directors declared an interest in the Welsh for Adults item. Two of those who declared an interest were present at the meeting.</p> <p>2.2 It was explained that those directors were entitled to make comments, but they would leave the meeting for the discussion and vote.</p>		
<b>3. Welsh for Adults: comments from directors with interest</b>	<p>3.1 The comments of members who had declared an interest were noted.</p> <p>3.2 Written comments were submitted by a higher education sector director who was unable to attend. The following points were noted:</p> <ul style="list-style-type: none"> <li>• That the bid, in the view of the member, was unconstitutional, since the objectives in the Coleg's Constitution refer to Welsh medium higher education and to working with and through higher education institutions in Wales;</li> </ul>		

	<ul style="list-style-type: none"> <li>• That the bid would damage the Coleg’s raison d’être and its relationship with higher education, and that the Coleg should have consulted with the universities before pressing ahead with the bid;</li> <li>• That the Coleg was competing against those higher education institutions that were also bidding to be the Welsh for Adults Entity;</li> <li>• That the bid meant that the Coleg was not focusing a hundred per cent on Welsh medium higher education;</li> <li>• That any bid by the Coleg that did not include the providers would fail to guarantee quality;</li> <li>• A reference was also made to the member’s view that Coleg officers had developed a relationship in secret with Mudiad Meithrin and the WEA.</li> </ul> <p>3.3 A higher education sector director stated her concern that the Coleg would be competing with institutions.</p> <p>3.4 A higher education sector director said he could see both sides of the matter, and that he was concerned that disagreement would endanger the unity of the Board.</p> <p><b>At this point, the directors who had declared an interest left the meeting.</b></p>		
<p><b>4. Welsh for Adults: background</b></p>	<p>4.1 Nodwyd amgylchiadau sefydlu’r Coleg yn dilyn ymrwymiad polisi gan Lywodraeth Cymru 2007-2011. Nodwyd bod gweithgareddau’r Coleg wedi ymestyn y tu hwnt i’r hyn a oedd wedi ei gynnwys yn adroddiad gwreiddiol yr Athro Robin Williams.</p> <p>The circumstances pertaining to the establishment of the Coleg as a result of the 2007-2011 Welsh Government policy were noted. It was noted that the Coleg’s activities had extended beyond that which was included in the original report of Professor</p>		

	<p>Robin Williams.</p> <p>The understanding of the Coleg's management team from the tender document was that the Government wished to see a national body undertaking the strategic role in Welsh for Adults. The central body would not be a provider, but it would have roles already undertaken by the Coleg, i.e. planning, co-ordinating and supporting. It was emphasised that it was appropriate therefore, in light of the Coleg's existing structure and experience, that it could provide a service to the Welsh Government. It would be for the Government to decide what body should be awarded the work. The Coleg was aware of other bids and wished them well.</p> <p>4.2 The Welsh Government's invitation to bid was published in December 2014, so this was after the Board meeting on 26 November 2014. The possibilities were discussed by the senior managers and the Chair, and it was agreed to attend an information meeting in Newtown on 19 January 2015. In that meeting, one of the Government's officers noted that they would prefer to see the entity based in an organisation that was not also a Welsh for Adults provider. Following a further discussion with the Chair, a message was sent to members of the Board of Directors, noting a recommendation to prepare a bid for 25 February 2015, and this was done, based on the responses of the majority of Board members. The intention to submit a bid was supported by HEFCW officers, and Universities Wales was also informed.</p> <p>4.3 Legal advice was received noting that there are no constitutional reasons why the bid cannot be submitted.</p> <p>4.4 It was noted that this is a bid by the Coleg alone, and that there are no formal partners. No secret discussions had taken place. It was noted, if the bid was successful, that a number of national bodies had expressed an interest in collaborating with the Coleg, and that the Coleg would look forward to working with all</p>		
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	<p>universities. In preparing the bid, discussions were held with ColegauCymru/CollegesWales, and WJEC. It was emphasised that a successful bid would not affect the Coleg's current work, as discrete staff would be appointed to carry out the work.</p>		
<p><b>5. Welsh for Adults: discussion</b></p>	<p>5.1 A discussion was held on the matter.</p> <p>5.2 An independent director referred to the fact that the Coleg was not competing against anybody since it is not a Welsh for Adults provider, and that he was in favour of the bid.</p> <p>5.3 An independent director said she had welcomed the bid initially, but she was now concerned that the bid would cause disagreement on the Board, and that the Coleg would be competing against its stakeholders.</p> <p>5.4 A higher education sector director supported the Coleg's strategic leadership, and stated that she was supportive of the bid.</p> <p>5.5 A higher education sector director stated his disappointment at hearing the institutional discord, and his support for the Coleg's bid was noted.</p> <p>5.6 The staff director agreed with these comments and emphasised the fact that the Government is looking for a national body to provide leadership.</p> <p>5.7 A higher education sector director agreed with these comments of, and emphasised the need for all Directors to understand their responsibilities as company directors. He referred to the Government's remit and the Coleg's future as a result of the end of HEFCW funding. He stated that the Coleg's mission needed to be refreshed in order to ensure the continuation of Welsh medium higher education.</p> <p>5.8 An independent director noted that he did not have a constitutional</p>		

	<p>objection to the bid, but he was concerned about the wisdom of this development and how the situation could be rectified in future. He questioned whether the advantages outweighed the disagreement.</p> <p>5.9 An independent director agreed with those comments and referred to an endangering of the relationship with stakeholders.</p>		
<b>6. Welsh for Adults: vote</b>	<p>6.1 It was explained that each member had one vote, apart from those who had declared an interest. The Chair would have a casting vote if needed.</p> <p>6.2 Vote result:</p> <p>Confirm the bid – 5</p> <p>Withdraw the bid – 3</p> <p>No abstentions.</p>		
<b>7. Welsh for Adults: next steps</b>	<p>7.1 Following a vote, in which the majority confirmed the bid, it was agreed to inform the Government that the Coleg's bid to lead Welsh for Adults was confirmed.</p> <p>7.2 The Chair stated that he had noted the nature of the discussions about the Coleg's bid to be a Welsh for Adults Entity, and he promised to do his best to resolve any disagreement amongst Board members. He noted the need to accept the result and move on.</p>		
<b>8. Date and location of the next meeting</b>	<p>8.1 It was noted that the next meeting of the Board of Directors would be:</p> <ul style="list-style-type: none"> <li>• 17 June 2015, Swansea</li> </ul>		

	8.2 Osian Rhys was thanked for providing simultaneous translation.		
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