

Coleg Cymraeg Cenedlaethol Board of Directors

**Tuesday 13 December 2011
2.30 – 4.30**

Video Conferencing Network

Present:

Directors:

Professor R.Merfyn Jones, (Chair)
Professor Medwin Hughes, Higher Education Sector Director
Professor Aled Jones, Higher Education Sector Director
Professor Hywel Thomas, Higher Education Sector Director
Wyn Thomas, Higher Education Sector Director
Geraint James, Independent Director
Dr Ian Rees, Independent Director
Linda Wyn, Independent Director
Luke Young, Student Representative Director

Officers:

Dr Ioan Matthews, Chief Executive, Coleg Cymraeg Cenedlaethol (IM)
Dr Gwennan Schiavone, Secretary, Coleg Cymraeg Cenedlaethol (GS)
Dr Dafydd Trystan, Development Manager Coleg Cymraeg Cenedlaethol (DT)

Observers:

Dr Alison Allan, Higher Education Funding Council for Wales (HEFCW)

Apologies:

Jacqui Hare, Higher Education Sector Director
Helen Marshall, Higher Education Sector Director
Gareth Pierce, Independent Director
Dr Hefin Jones, Director representing Academic Staff
Lisa Newberry, Higher Education Wales (Observer)

Item	Main discussion points	Action Points	Timescale
1 Opening Comments and Declarations of Interest.	<p>1.1. All were welcomed to the meeting by the Chair.</p> <p>1.2. The directors were invited to note any declarations of interest in relation to the agenda items.</p> <p>1.2.1. The interest of the four directors from the higher education sector present at the meeting was noted (Professor Aled Jones, Professor Medwin Hughes, Professor Hywel Thomas and Wyn Thomas) in relation to the recommendations on awards for consideration under Item 7. It was confirmed that these directors would not contribute to the discussion under this item.</p>		
2 Apologies	<p>2.1 It was noted that apologies had been received from Jacqui Hare (Higher Education Sector Director), Helen Marshall (Higher Education Sector Director), Gareth Pierce (Independent Director), Dr Hefin Jones (Director representing Academic Staff) and Lisa Newberry, Higher Education Wales (Observer).</p>		
3 To receive the minutes of the meeting held on 17 October 2011	<p>3.1. It was noted that an addition was needed under item 9.1.4 that the Board had agreed to establish a Remuneration Committee.</p> <p>3.2. The minutes were confirmed as an accurate record of the meeting, subject to adding the point noted in 3.1 above.</p> <p>3.3. It was agreed to present the minutes again at the next Board meeting, dealing with issues that needed immediate attention only at this meeting.</p>	<p>GS to amend the minute</p>	<p>At once</p>

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<p>4 Matters Arising</p>	<p>4.1 <u>The Coleg's Academic Board</u>: It was noted that the first meeting of the Academic Board had been held on 23 November, with the main aim of agreeing a framework for the Coleg's academic strategy. It was noted that a wide-ranging and substantial discussion had been held on the various matters for consideration in creating such a strategy, and following the discussion a series of principles were agreed that would form the basis for the Coleg's academic strategy. It was noted that Coleg officers would draw up a draft strategy on the basis of these principles by the beginning of January so that a full discussion could be held on the draft at the next Academic Board meeting on 1 February 2012. It was noted that a further draft of the strategy would be presented for consideration by the directors at the next meeting of the Board on 29 February 2012.</p> <p>4.2. <u>Staffing Issues</u>: Following the discussion at the meeting on 17 October of matters associated with Coleg staff employment, it was noted that the Coleg's Human Resources Adviser had recommended that a Staffing Committee be established, to comprise the Chair, one or two other Directors, the Chief Executive (unless matters related to the employment of the Chief Executive were being discussed) and the Human Resources Adviser. It was noted that the Staffing Committee would report to the Board on any matters that needed to be drawn to its attention.</p> <p>4.2.1. In accordance with the recommendation, it was agreed that a Staffing Committee be established, and it was agreed that the Chair should be given authority to invite one or two members of the Board to serve on the Committee.</p>	<p>Establish Staffing Committee.</p>	<p>At once</p>

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	<p>4.3. <u>Financial Issues:</u> In accordance with the Board's recommendation at the meeting on 17 October, it was noted that the Audit Committee had discussed and approved a reserves policy for the Coleg on the morning of the meeting.</p> <p>4.4. <u>Coleg Strategic Plan:</u> It was noted that the final Plan had been circulated following the receipt of further comments on the draft document, and following discussion with HEFCW officers. It was noted that the Coleg would present the Strategic Plan to HEFCW later in the week, and it was noted that the Plan would be issued in January 2012.</p> <p>4.5. <u>Academic Staffing Plan:</u> Following discussion at the meeting on 17 October (Item 21.3) it was reported that the Coleg had agreed with Bangor University on a full plan for the Social Sciences post.</p> <p>4.5.1. In relation to the 2012/13 Academic Staffing Plan, following the success of the post in the field of Historiography and the discussion at the 17 October meeting on further experimentation with this model in 2012/13 with a post in Philosophy (Item 21.4) the Board was asked to agree to approve the recommendation to create a post following a similar model in Philosophy through the Staffing Plan in 2012/13. The Board approved the recommendation.</p>	Recommendation to be implemented	At once
5 Correspondence	5.1. There was no correspondence to note.		
6 To receive and consider the Coleg's Audited Accounts for the period to 31 July	6.1. A report was received from Geraint James (GJ), Chair of the Audit Committee, on the meeting of the Audit Committee held on the morning of the meeting. It was noted that two officers from <i>PricewaterhouseCoopers</i> , the Coleg's External Auditors, had been present at the meeting. It was noted that a		

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<p>2011, together with the Audit Committee Report</p>	<p>presentation of the Audited Accounts had been given and following discussion some minor amendments and corrections were agreed before confirming the final versions. It was noted, for information, that the form of the accounts would be revised for the next financial year, in accordance with the Coleg's status as a charity following its registration in August 2011.</p> <p>6.2. The Audit Committee's recommendation to accept and approve the accounts was noted.</p> <p>6.3. Subject to one textual correction to the accounts, the accounts were formally approved by the Board.</p>	<p>Coleg Auditors to correct the text in accordance with the Board's recommendations.</p> <p>Revised accounts to be confirmed as the formal Audited Accounts of the Coleg for the period to 31 July 2011.</p>	<p>At once</p> <p>At once, following amendment of the text.</p>
<p>7 To receive and consider recommendations on awards from the Academic Staffing Scheme and the Research Scholarships Scheme</p>	<p>7.1. In introducing this item a word of thanks was noted to members of the advisory panel on awards from the Academic Staffing Plan and the 2012/13 Research Scholarships Plan.</p> <p>7.2. It was noted that 48 applications had been received for posts to be funded through the Academic Staffing Plan, and 16 applications received for the Research Scholarships Plan.</p> <p>7.3. It was noted that the advisory panel had given careful consideration to all the applications received, and it was noted that the recommendations circulated to the directors before the meeting had been presented by the panel, subject to full and detailed discussions between Coleg officers and the institutions to resolve some matters and issues raised by</p>		

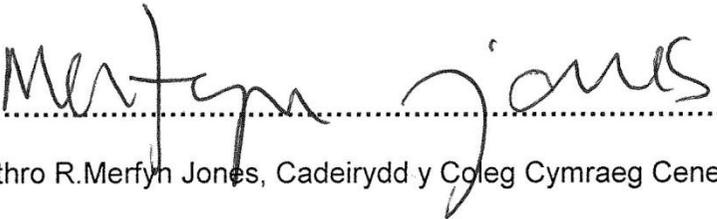
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	<p>the panel. It was noted that Coleg officers would correspond with the institutions individually to discuss these matters and to note any further conditions associated with the awards before allowing any further action by the institutions.</p> <p>7.4. The directors were invited to consider the advisory panel's recommendations, and to approve the content of the draft circular distributed before the meeting.</p> <p>7.5. The recommendations were approved unconditionally, and the content of the circular and the intention to issue it on 14 December was approved.</p>		
<p>8 To confirm a nomination for Chair of the Appointments Committee (oral report)</p>	<p>8.1. The Chair reported that Meirion Prys Jones, Chief Executive, Welsh Language Board, had accepted the invitation to act as external chair of the Appointments Committee. The Board was asked to approve the appointment, and it was approved unconditionally.</p> <p>8.2. It was confirmed that the Coleg would appoint two other members to the committee, in accordance with arrangements agreed at the last meeting.</p> <p>8.3. An outline was given of the process for appointing directors to the four vacancies that would arise at the Coleg's Annual Meeting on 28 February 2012, in accordance with the arrangements agreed by the Board of Directors on 30 March 2011 for staggering directors' terms of office.</p> <p>8.3.1. It was noted that the arrangements would be as follows: (i) Higher Education Sector Directors - it was noted that Higher Education Wales had agreed to provide two nominations from the sector for the two vacancies that would</p>		

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	<p>arise on the Board at the Annual Meeting.</p> <p>(ii) Independent Directors - it was noted that the Coleg would advertise in the press for the one vacancy on the Board that would arise at the Annual Meeting. It was confirmed that the outgoing independent director was entitled to re-apply for a further two terms as director.</p> <p>(iii) Director to represent students - it was noted that the National Union of Students Wales would nominate a director to represent students, by a process determined by that body.</p>		
<p>9 To confirm the Appointment of Internal Auditors</p>	<p>9.1. A report was received from GJ on the process undertaken to appoint Internal Auditors. A brief report was given on the applications received, and it was noted that the Audit Committee, following discussion, recommended that there should be a discussion with the best company to secure confirmation of the company's ability to conduct the service fully through the medium of Welsh. Subject to receiving that confirmation, and ensuring that the company concerned met the Coleg's requirements, the Board was asked to approve the recommendation to appoint the company.</p> <p>9.2. Following discussion, the directors agreed to allow the Chair to approve the appointment of the Company, subject to receiving confirmation that the company met the above requirements.</p>	<p>Coleg Officers to hold discussions with the company concerned.</p> <p>Chair of the Coleg to approve the appointment of the company, subject to confirmation that the company met the requirements as noted.</p>	<p>At once</p> <p>As soon as possible.</p>
<p>10 Funding Agreement between the Coleg and Institutions</p>	<p>10.1. It was reported that the Coleg had now received a final draft of the Funding Agreement between the Coleg and the institutions from the Coleg's lawyers.</p>		

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	10.2. It was noted that the Agreements would come into effect on a date to be agreed in 2012, and that the Agreements would be distributed to the institutions in the new year.		
11 Arrangements for the Coleg's Annual Meeting, 28 February 2012	<p>11.1. It was noted that the first Annual Meeting of the Coleg would be held at 2.30 on Tuesday, 28 February in Swansea (exact location to be confirmed). It was noted that it was intended to hold an honouring ceremony following the meeting, to start at 6.00 to honour three individuals who have made an outstanding contribution to Welsh medium higher education as 'Honorary Fellows'.</p> <p>11.2. It was confirmed that it was expected that the directors would attend the Annual Meeting.</p>		
12 Any other business	<p>12.1. A request was made for clarity as to whether Further Education institutions receiving funding directly from HEFCW could be involved in Coleg plans and be eligible to receive funding from the Coleg.</p> <p>12.1.1. It was agreed to refer the matter to HEFCW, with a request for confirmation of the position as soon as possible.</p> <p>12.2. It was reported, for information, that the Coleg was in the process of formalising its relationship with several bodies and institutions. In this context, it was noted that a meeting had been held recently between Coleg officers and officers of the University of Wales Press to discuss the Coleg's publication processes. It was noted that the University of Wales Press had presented a draft agreement to the Coleg to formalise the relationship between the Coleg and the Press. It was agreed that the matter should be included as an agenda item for the next meeting.</p>	<p>HEFCW to supply confirmation of the position as soon as possible.</p> <p>The matter to be placed on the agenda of the next meeting.</p>	<p>By February 2012</p> <p>29 February 2011</p>

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13 Date and location of next meeting	13.1. The next meeting will be held on 29 February 2012 at Swansea University.		

Derbyniwyd a chymeradwywyd y cofnodion yn ffurfiol yng nghyfarfod Bwrdd Cyfarwyddwyr y Coleg Cymraeg Cenedlaethol a gynhaliwyd ddydd Mercher, 29 Chwefror 2012, ym Mhrifysgol Abertawe.

Llofnod: 

(Yr Athro R. Merfyn Jones, Cadeirydd y Coleg Cymraeg Cenedlaethol)

Dyddiad: 29/2/12