

**Coleg Cymraeg Cenedlaethol Board of Directors**

**Wednesday 27 November 2013**

**9.15 – 2.00**

**Cledwyn Room 2 and 3, Bangor University**

**Present:**

**Directors:**

Professor R Merfyn Jones, (Chair)  
Andrew Green, Independent Director  
Professor Jerry Hunter, Higher Education Sector Director  
Geraint James, Independent Director  
Dr Hefin Jones, Director representing Academic Staff / Coleg Dean  
Dr Rhodri Llwyd Morgan, Higher Education Sector Director  
Dr Catrin Thomas, Higher Education Sector Director  
Ieuan Wyn, Independent Director  
Linda Wyn, Independent Director

**Observers:**

Jacob Ellis, Welsh Language Officer, NUS Wales  
Dr Cliona O'Neill, Higher Education Funding Council for Wales (HEFCW/CCAUC) (from 10.20)

**Officers:**

Dr Ioan Matthews, Chief Executive, Coleg Cymraeg Cenedlaethol  
Catherine Rees, Secretary, Coleg Cymraeg Cenedlaethol  
Dr Dafydd Trystan, Registrar, Coleg Cymraeg Cenedlaethol  
Nia Brown, Coleg Cymraeg Cenedlaethol Development Officer

**Also present:**

Meirion Prys Jones, Chair of the Coleg's Appointments Committee (Item 5 only)  
Mererid McDaid, Morgan Cole, Coleg Lawyer (until the training session)

**Apologies:**

Rachel Cable, HEW observer  
Professor Iwan Davies, Higher Education Sector Director  
Jacqui Hare, Higher Education Sector Director  
Stephanie Lloyd, Director representing students  
Professor Hywel Thomas, Higher Education Sector Director

Item	Main discussion points	Action Points	Timescale
<b>1. Opening Comments and Apologies</b>	<p>1.1 The members were welcomed and a special welcome was extended to Professor Jerry Hunter, Bangor University, Dr Rhodri Llwyd Morgan, Aberystwyth University and Dr Catrin Thomas. University of Wales: Trinity St David as Higher Education Sector Directors and Jacob Ellis, NUS Wales observer, to their first meeting.</p> <p>1.2 A welcome was extended to Mererid McDaid from Morgan Cole (Coleg's Lawyers) who would be leading the training session for Directors.</p> <p>1.3 Linda Wyn noted that she did not intend to apply for another term as Independent Director and Vice Chair and she was thanked for her valuable contribution throughout the period. It was noted that she would be joining the Academic Board as a Further Education Member.</p> <p>1.4 Apologies were received for inclusion in the minutes.</p> <p>1.5 It was noted that Catherine Rees was acting as Coleg Secretary in the absence of Dr Gwennan Schiavone.</p>	<p>Appoint Independent Director</p>	<p>By Spring 2014</p>
<b>2. Declarations of interest</b>	<p>2.1 It was noted that a new arrangement had been introduced where members would be asked to note on the attendance sheet any declarations of interest further to those already noted in the Register of Interests.</p> <p>2.2 There were no declarations apart from the ones that have</p>		

	already been recorded.		
<b>3. To receive and consider the minutes of the meeting held on 19 June 2013</b>	3.1 The minutes were accepted as an accurate record of the meeting held on 19 June 2013.		
<b>4. Correspondence</b>	4.1 There was no correspondence for the Board of Directors.		
<b>5. Appointment/re-appointment of Board Chair (BC/13/03/05)</b>	<p><u>Closed discussion</u></p> <p>5.1 For this item, the Chair, Coleg officers and all observers left the room in order that the Directors consider the matter. Present for the discussion were the Directors, namely Dr Hefin Jones, Professor Jerry Hunter, Dr Catrin Thomas, Dr Rhodri Llwyd Morgan, Geraint James, Linda Wyn, Andrew Green and Ieuan Wyn. Also present were the Coleg Secretary, Catherine Rees, and the Coleg solicitor, Mererid McDaid of Morgan Cole. Meirion Prys Jones, Chair of the Appointments Committee, joined the meeting.</p> <p>This part of the meeting was chaired by Linda Wyn, Deputy Chair of the Board of Directors.</p> <p>5.2 A presentation was given by Meirion Prys Jones on the Appointments' Committee's recommendation that a formal procedure should be adopted for appointing the Chair of the Board of Directors. Meirion Prys Jones left the meeting immediately following his presentation.</p>		

	<p>5.3. The Directors' decision was to adopt a formal procedure for appointing the Chair of the Board of Directors, and that the Appointments Committee would be responsible for advertising openly for a Chair at the end of every term of three years.</p> <p>5.4 Catherine Rees agreed to circulate Terms of Reference for the Appointments committee to include the procedure for appointing the Chair of the Board of Directors, in addition to the draft job description for the Chair, for Board approval.</p> <p>At this point the remaining officers and observers returned to the meeting.</p>	Secretary to circulate	Before Christmas 2013
<p><b>6. Constitutional Matters</b> <b>(BC/13/03/06)</b></p>	<p>6.1 An update was presented by officers on a number of matters that required approval by the Board.</p> <p>6.2 The appointment of Professor Jerry Hunter, Dr Rhodri Llwyd Morgan and Dr Catrin Thomas to act as institutional directors was accepted and approved until their appointment is confirmed at the meeting on 18/19 February 2014. Additionally, it was agreed that Dr Rhodri Llwyd Morgan and Professor Jerry Hunter, who have been appointed for the remainder of the term of directors who were to have retired in 2014, are qualified to serve for two further full terms, of three years each.</p> <p>6.3 The situation regarding the appointment / reappointment of Independent Directors as a result of Geraint James and Linda Wyn's terms ending on 31 March 2014 was noted. It was noted that the Coleg had advertised externally for two seats on the Board and that interviews would be held in</p>		

	<p>December 2013.</p> <p>6.4 The arrangements for the Court and Congregation in Carmarthen on 18 February 2014 were noted. It was further noted that Meirion Prys Jones would be addressing the Court and that the Dr Eilir Hedd Morgan Memorial Prize would be presented for the first time.</p>		
<p><b>7. Nominations: Honorary Fellows 2014</b></p>	<p>7.1 Following a formal process in which nominations were invited from Board members and members of the Academic Board, the following names were approved to be honoured as Honorary Fellows for 2014: Dr Alison Allan, Cennard Davies, Professor Elan Closs Stephens and Cen Williams.</p> <p>7.2 It was further noted that this was a confidential matter until the individuals confirmed their acceptance of the fellowships. The Coleg would publish an official press statement about a week before the Annual Congregation.</p> <p>7.3 In line with the usual arrangements, it was noted that members of the Board of Directors or the Academic Board would be presenting the Honorary Fellows at the Congregation on 18 February 2014.</p>		
<p><b>8. Training Session</b></p>	<p>8.1 A training session was delivered on the theme 'Responsibilities of Directors and Trustees' by Mererid McDaid from Morgan Cole, the Coleg's Lawyers.</p> <p>8.2 She was warmly thanked for her valuable presentation.</p> <p>8.3 It was agreed to circulate a copy of the presentation to Board Members.</p>	<p>Officers to circulate</p>	<p>Before Christmas 2013</p>

<p><b>9. Review of the Board's Operations</b></p> <p><b>(BC/13/03/09)</b></p>	<p>9.1 An update was given by the Chief Executive on those elements of the Board's Operational Plan that could be developed by the officers.</p> <p>9.2 It was recommended that time should be allocated for discussing and outlining the Board's aims and objectives for 2013/14 in addition to receiving a presentation on data and targets by the Registrar at the February meeting.</p> <p>9.3 As a result of a discussion regarding strategic planning, data and targeting Dr Cliona O'Neill, from the Funding Council, noted that the pending appraisal would assist the Coleg with its plans. It was noted that the consultants would be expected to present their findings for discussion at the meeting in June 2014.</p>	<p>Allocate time to discuss the Board's aims and for a presentation on data</p> <p>Receive a presentation from the consultants</p>	<p>19 February 2014</p> <p>18 June 2014</p>
<p><b>10. Chief Executive's Report</b></p> <p><b>(BC/13/03/10)</b></p>	<p>10.1 A written report was provided by the Chief Executive. It was explained that the purpose of this new system was to ensure that the Directors receive information on a wide range of developments without having to spend substantial time reporting on these in the meeting.</p> <p>10.2 Updates on pertinent matters arising from the meeting of the Board of Directors on 19 June 2013:</p> <ul style="list-style-type: none"> <li>• <u>Timescale of the appraisal of the Coleg's activities.</u> It was reported that two meetings had been held with HEFCW officers to discuss this.</li> <li>• <u>The Coleg's relationship with the higher education institutions.</u> The intention to draft an executive document between the Coleg and Higher Education Wales as a blueprint for conducting and developing the relationship</li> </ul>	<p>Circulate ITT paper to</p>	



	<p>noted that there was still time to present papers for the Conference which is to be held on 1-3 July 2014.</p> <p>10.4 Risks and opportunities:</p> <ul style="list-style-type: none"> <li>• The latest version of the Coleg's Risk Register was accepted following discussion in the Audit Committee on 24 October.</li> <li>• Following a suggestion by a Board member, it was agreed that traffic lights or coloured arrows should be placed to identify the risk status in the Risk Register.</li> </ul> <p>10.5 Reports on Activities (June – November 2013):</p> <ul style="list-style-type: none"> <li>• A list was received, for information, of activities and meetings attended by the Chief Executive during the period 20 June to 15 November 2013.</li> </ul>		
<p><b>11. Reports by the Directors</b></p>	<p>11.1 It was explained that this was a new item which gives Directors the opportunity to present short oral reports on any specific activity that has to do directly with the Coleg that they have undertaken since the last meeting.</p> <p>11.2 An oral report was given by Andrew Green on the Wales Government Online Digital Resources Task Force, established in February 2013 by the Assembly. The working party's recommendations, which are to be published before the end of the year in relation to online open learning are of interest to the Coleg.</p> <p>11.3.1 An oral report was given by Ieuan Wyn following a meeting of the Education and Progression Group held in October 2013. A reference was made to the Coleg's</p>	<p>Present the Communication Strategy to the Board</p>	<p>19 February 2014</p>

	<p>communications strategy, which includes targeting pupils from deprived areas and from age KS3 onward.</p> <p>11.3.2 Following a discussion, it was agreed to receive a presentation by the Coleg's Communications Manager at the next meeting. It was also agreed to consider the potential of undertaking pilot projects in three designated areas in order to consider ways of strengthening progression between education sectors, and to work with school students from year 7 upwards. Officers agreed to consider this and to present recommendations on the way forward at the next meeting.</p> <p>11.4 An oral presentation was given by Jacob Ellis, in the absence of Stephanie Lloyd, on student matters. He referred to:</p> <ul style="list-style-type: none"> <li>i. Establishing a linguistic charter to improve provision including one sabbatical officer in each institution to ensure consistency across every Union.</li> <li>ii. A council network of Language Officers which ensures that they are conscious of student matters nationally.</li> <li>iii. NUS Wales have established translation provision for the unions.</li> <li>iv. Strengthening partnerships with further education.</li> <li>v. Successful training for the Coleg's student representatives held on 22 November 2013.</li> </ul> <p>11.5 The contributors were thanked for their comprehensive reports.</p>		
<p><b>12. Strategic Planning</b></p>	<p>12.1 A presentation was given by the Chief Executive on the timescale for forming the Coleg's new Strategic Plan for the</p>		

<p><b>(BC/13/03/12)</b></p>	<p>period 2014/15 to 2018/19.</p> <p>12.2 The timescale that would give the Board the chance to consider a draft plan at the meeting of 19 February 2014, before approving the final plan on 18 June 2014 was noted.</p> <p>12.3 As a result of the previous discussion on the Board's activities the intention was confirmed to allocate a whole morning to discuss the Strategic Report along with the Board's aims at the February 2014 meeting.</p> <p>12.4 The process and timescale for the Strategic Plan were approved.</p>	<p>Allocate a morning for the Strategic Plan</p>	<p>19 February 2014</p>
<p><b>13. Operational Plan 2013/2014</b> <b>(BC/13/03/13)</b></p>	<p>13.1 An update was given by the Chief executive on the progress against the targets in the Operational Plan for 2013/14.</p> <p>13.2 It was explained that the Operational Plan is based on the original Strategic Plan drafted in 2011. As a result of that many of the targets have been achieved.</p> <p>13.3 It was suggested by a Board member that that the Coleg could satisfy the needs of the employment market by stimulating the creation of a Wales Employment Agency and it was agreed that the idea should be discussed with the Office of the Welsh Language Commissioner.</p>	<p>Discuss the matter with the Commissioner's Office</p>	<p>December 2013</p>
<p><b>14. Staffing Matters</b></p>	<p>14.1 An oral report was given by the Coleg's Secretary on the Staffing Committee which met on the previous evening (26 November) and other staffing matters.</p> <p>14.2 It was noted that the Committee had approved a new</p>		

	<p>method of evaluating the posts of employed Coleg staff and had adopted a policy and procedure. This was noted by the Board.</p> <p>14.3 It was noted that the Coleg had adopted a training and development plan as an element of working towards the Investment in People standard. It was reported that there would be specific training for managers and that a staff review would be repeated in March 2014. It was noted that the hope was for registration for the standard to occur in September 2014 with the assessment in 2015.</p> <p>14.4 It was noted that Rhian Dafydd, Lowri Johnston and Iona Morgan had left the Coleg.</p> <p>14.5 It was noted that Lowri Wyn Bulman, Joanna Evans and Catrin Williams had returned from maternity leave.</p> <p>14.6 Congratulations were extended to Dr Gwennan Schiavone, Coleg Secretary and Senior Manager on the birth of twins.</p> <p>14.7 The appointments of Manon Llwyd (Development Officer: Marketing and Communication) and Dr Angharad Watkins (Editor) were noted.</p> <p>14.8 Changes in the administration team were noted including the appointment of Rhinedd Williams as Office Manager in Carmarthen and the redefinition of responsibilities of the development officers concerned with academic work, namely Rhian Davies, Arwel Lloyd a Catrin Williams.</p>		
<p><b>15. Financial Matters</b></p>	<p>15.1 A presentation was given by Geraint James, Chair of the Audit Committee on the Coleg's Audited Accounts for 2012/13.</p>		

<p><b>(BC/13/09/15)</b></p>	<p>15.2 The accounts were approved unanimously by the Board of Directors and it was agreed that they be presented to the meeting of the Coleg Court on 18 February 2014.</p>		
<p><b>16. Audit Committee</b> <b>(BC/13/03/16)</b></p>	<p>16.1 The appointments of Dr Rhodri Llwyd Morgan and Dr Catrin Thomas as members of the Audit Committee were confirmed.</p> <p>16.2 The minutes of the Audit Committee held on 19 June and 25 October 2013 were received.</p> <p>16.3 An oral report was given by Geraint James, Committee Chair on the meeting that convened the previous evening (26 November).</p> <p>16.4 It was noted that the Committee had reviewed the fees offered to individuals from outside the Board who would sit on some of the Coleg's committees and awarding panels, as well as contributing to staff development activities.</p> <p>16.5 It was noted that it was not appropriate for the Audit Committee to consider the issue of fees payable to external members of that Committee but the Board agreed to add this item to the list.</p>		
<p><b>17. Academic Board</b></p>	<p>17.1 An oral report was given by the Dean, Dr Hefin Jones, on meetings of the Academic Board held on 17 July and 16 October 2013.</p> <p>17.2 The Dean reported that he had organised days to visit each branch across Wales during the academic year.</p> <p>17.3 Since the meeting of 16 October, it was noted that a</p>		

	<p>representative of every institution in turn would give a presentation to the Academic Board starting with Dr Siân Wyn Siencyn of the University of Wales: Trinity St David on 'People, projects, stuff and students'.</p> <p>17.4 An update was given on the situation in relation to forming subject plans across a range of areas and it was noted that targets are being set in every plan that would feed into the national target.</p> <p>17.5 It was noted that the Academic Board had discussed processes for varying the level of grants for academic posts to reflect situations that would lead to promotions. Staff employment is a matter for the individual institutions but it was noted that they should consult fully with the Coleg should there be an expectation that the Coleg revise the grant level following the promotion of a member of staff funded by the Coleg. The arrangements for incorporating sabbatical periods within staff working arrangements funded by the Coleg were also noted, in accordance with practice at individual institutions.</p> <p>17.6 Developments in the field of Translation Studies, the work of the Academic Collaboration Committee and revisions of strategic projects were also noted.</p> <p>17.7 It was noted that the Academic Board had approved the principle of establishing prizes for students which would recognise the contribution of pioneers in Welsh-language education.</p> <p>17.8 It was noted that a process of reviewing the Coleg's investment through the Academic Staff Plan would begin in spring 2014.</p>	<p>Circulate Translation Studies report</p>	<p>Before Christmas 2013</p>
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	<p>17.9 It was reported that the Coleg would be publishing a newsletter noting the situation in relation to funding projects in 2013/2014. The emphasis would be on substantial strategic projects.</p> <p>17.10 It was noted that Professor Jerry Hunter would chair the research Committee.</p> <p>17.11 A suggestion was made that the subject panels should be in contact with employers / societies such as the Science Society and the Medical Society. It was noted that the Coleg already collaborates with the Learned Society.</p> <p>17.12 The Dean was thanked for his comprehensive presentation.</p>		
<b>18. Matters Arising</b>	18.1 There were no matters arising.		
<b>19. Any Other Business</b>	<p>19.1 A request was received from the students to update the Coleg's website regarding student membership on committees/panels and the Registrar gave assurances that this was in hand.</p> <p>19.2 A request was received to add an item on the Coleg's implementation programme and how stakeholders can contribute to the Coleg's work to the Court agenda in February 2014.</p> <p>19.3 The need to circulate correspondence by e-mail to approve the reduction in the Court's stakeholder membership was noted.</p>	<p>DT to check</p> <p>Court agenda</p> <p>Circulate correspondence</p>	<p>Before Christmas 2013</p> <p>18 February 2014</p> <p>Before Christmas 2013</p>

<p><b>20. Date and location of the next meeting</b></p>	<p>20.1 It was noted that the next meeting of the Board of Directors would be on 19 February 2014 at y Llwyfan, Carmarthen.</p> <p>20.2 The simultaneous translators were thanked for their work as was Bangor University for their help in organising and hosting the meeting.</p>		
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