Coleg Cymraeg Cenedlaethol Board of Directors

Wednesday 22 November 2023 (10:30 – 1.50) Y Llwyfan, Carmarthen

Present

Board Members:	Dr Aled Eirug (Chair) Ann Beynon William Callaway Nia Elias Rhys Evans John Hayes Meri Huws Professor Anwen Jones Professor Pedr ap Llwyd Llinos Roberts
Observers:	Alan Jones (Welsh Government) and Dr Cliona O'Neill (HEFCW) (full meeting)
Officers:	Dr Ioan Matthews (Chief Executive) Gwenllian Griffiths (Chief Engagement and Communications Officer) Dr Dylan Phillips (Secretary) Dr Dafydd Trystan (Registrar) Nia Brown (Governance Officer) Mari Fflur (Academic Manager) (Item 11)
Apologies:	Angharad Roberts, Professor Enlli Thomas, Elain Gwynedd

Minutes of the 22 November 2023 meeting – closed meeting

1. Item 1 – Welcome, apologies and introductory matters

Number	Main points of discussion	Actions	Timescale
1.1	All those present were welcomed to the meeting.		
1.2	Apologies were noted as above.		
1.3	Condolences were extended to Dr Ioan Matthews and his family following a recent bereavement.		
1.4	Congratulations were extended to Llinos Roberts on her appointment as Chair of the Wrecsam National Eisteddfod 2025 Executive Committee.		

2. Item 2 – Declarations of interest

Number	Main points of discussion	Actions	Timescale
2.1	Members were reminded of the procedure by which they are asked to note any declarations of interest additional to those already noted in the Register of Interests.		

3. Item 3 – Commission for Tertiary Education and Research

Number	Main points of discussion	Actions	Timescale
3.1	The Chief Executive and the Chief Engagement and Communications Officer gave an update on the		

	Commission for Tertiary Education and Research (CTER).		
3.2	They noted: • that CTER would become fully operational on 1 April 2024 • the strategic discussions between the Coleg's Chief Executive and the Chief Executive of CTER, Simon Pirotte • the intention to invite Professor Dame Julie Lydon, chair of CTER's Board, to the next meeting of the Coleg Board in Bangor • the intention of the Commission's shadow team to meet with Coleg officers at the beginning of the new year to agree a procedure for working together and submitting advice		
	At this point, Professor Anwen Jones joined the meeting		

4. Item 4 – Memorandum of Understanding with the Commission for Tertiary Education and Research

Number	Main points of discussion	Actions	Timescale
4.1	The Chief Executive presented a Memorandum of Understanding with CTER.		
4.2	Following a number of questions, the following points were made: • the Coleg's current arrangements will continue in the medium term as CTER begins its work		

	• the Strategic Plan will be prepared following the 2026 Election • CTER and the Coleg have a collaborative relationship		
4.3	During the discussion, it was recommended that, by March 2025, the Coleg's Articles of Association should be given some consideration in the context of providing advice to the Commission	Consider the Coleg's Articles of Association	By March 2025
4.4	It was recommended that members submit any additional comments on the Memorandum with the Commission by 4 December.	Members to submit comments on the Memorandum	By 4 December 2023.

5. Item 5 – Memorandum of Understanding with the National Centre for Learning Welsh

Number	Main points of discussion	Actions	Timescale
5.1	The Chief Executive presented a Memorandum of Understanding with the National Centre for Learning Welsh.		
5.2	The Memorandum agreed between the Chief Executive of the Coleg and the Chief Executive of the Centre was noted.		
5.3	It was further reported that officers were working and planning together to ensure that there is no duplication of strategies.		
5.4	During the discussion, it was recommended that the Coleg's innovative partnerships should be publicised.		

5.5	The recommendation that the Memorandum should be reviewed annually was agreed.	Review the Memorandum	Annually

6. Item 6 – Strategic priorities to 2025/26

Number	Main points of discussion	Actions	Timescale
6.1	The Chief Engagement and Communications Officer and the Chief Executive presented the strategic priorities for the period up to 2025/26.		
6.2	They discussed the current priorities and the external context: • the establishment of the Commission for Tertiary Education and Research • the Welsh Language Education Bill and supporting the Act's implementation • the relationship with the National Centre for Learning Welsh		
6.3	They discussed the themes of the three-year plan: • short-term (2024/25) and medium-term (2025/26) funding • reviewing and refining existing plans and planning for the new Senedd term • evidencing progress and advising the Commission on targets and measuring the progress of providers		

6.4	Strategic priorities were noted and updates were received on: • the whole sector • higher education, with an emphasis on expanding audiences and diversifying funding as a result of the premium • further education and apprenticeships, including reviewing the action plan		
6.5	A report was given on changes to the staffing structure in order to strengthen the management team and get to grips with the task of advising the Commission and planning strategically.		
6.6	The themes and strategic priorities were discussed. In response to a number of questions, the following was noted: • that restructuring was essential in order to be able to provide advice to the Commission • that only 16% of the Coleg's budget is spent on central staff and that the restructuring would not entail any significant additional costs • that the Coleg's internal budget holders had been planning for cuts in the context of potential cuts by the Welsh Government • that there would be a reduction in employers' USS pension contributions from 2024/25 • the Board's participation in the priorities		
6.7	The presentation was approved, and it was agreed that the Coleg should respond appropriately to current		

	budgetary challenges but should also respond to the opportunities arising from the establishment of CTER.		

Minutes of the 22 November 2023 meeting – full meeting

7. Item 7 – Minutes of the 28 June 2023 meeting

Number	Main points of discussion	Actions	Timescale
7.1	The minutes were accepted as an accurate record of the meeting held on 28 June 2023.		

8. Item 9 – Chair's Matters

Number	Main points of discussion	Actions	Timescale
8.1	The Chair reported on visits to the University of South Wales and Wrexham University branches.		
8.2	He reported on a Welsh in the Workplace celebration at Bangor University.		
8.3	The format of Board meetings was discussed. It was recommended that they should be held either fully face-to-face or with everyone attending on Teams, but not as hybrid meetings.		

9. Item 10 – Chief Executive's Report

Number	Main points of discussion	Actions	Timescale
	At this point, Mari Fflur, Alan Jones and Dr Cliona O'Neill joined the meeting.		
9.1	The Chief Executive's written report on recent activities was received.		
9.2	**The Coleg's budget for 2023/24** It was reported that there would be no cut to the Coleg's budget within 2023/24 but there was no certainty about the budget from 2024. Alan Jones reported that the Welsh Government's budget would be challenging following the Chancellor's announcement on 22 November 2023.		
9.3	**Welsh Government monitoring report** The monitoring report (July 2023) submitted to the Welsh Government in the summer was noted.		
9.4	**Equality, Diversity and Anti-Racism** A report was given on the Sbarduno scheme, a mentoring scheme that raises the confidence of Black, Asian and Ethnic Minority students to continue their studies through the medium of Welsh.		
9.5	**Staffing Matters** It was reported that the hybrid working arrangements had stabilised and were now established.		

10. Item 14 – Finance and General Purposes Committee

Number	Main points of discussion	Actions	Timescale
10.1	**Minutes** The minutes of the Finance and General Purposes Committee meeting held on 27 September 2023 were noted and received. Professor Pedr ap Llwyd, Chair of the Finance and General Purposes Committee, reported on: • reviewing the performance of the Coleg's investment managers, Sarasin • the intention to discuss making use of internal expertise to monitor the investments instead of an independent monitoring service at the February meeting		
10.2	**Investments policy (Item 14ii)** The Coleg's investment policy was approved following the committee's review.		

11. Item 11 – Welsh as a subject / discipline

Number	Main points of discussion	Actions	Timescale
11.1	Mari Fflur gave a presentation on the Welsh language as a subject / discipline.		

11.2	The presentation identified and discussed the challenges relating to the field of Welsh, which included: • ensuring a supply of teachers and employees who can speak Welsh to a high standard • certainty about the future of departments of Welsh and Welsh-medium scholarship • expanding audiences		
11.3	An update was given on the Education Workforce, which noted a current lack of people qualifying to be teachers. The promotion of teaching as a career was discussed as well as the recruitment and retention of teachers.		
11.4	The recommendations were approved, authorising officers to respond to the challenges by planning and taking action as outlined in the circulated paper.		
	At this point, Professor Pedr ap Llwyd and Rhys Evans left the meeting		

12. Item 12 – Appointments and Governance Standards Committee

Number	Main points of discussion	Actions	Timescale
12.1	**Minutes** The minutes of the Appointments and Governance Standards Committee meeting held on 20 September 2023 were noted and received. The Secretary reported on:		

	• a strategy to recruit two new members to the committee • the committee's long-term work programme		
12.2	**Appointment procedures (Item 12ii)** The Secretary presented the Procedures for making appointments to the Board and its committees. The addition of a process for appointing and re-appointing the chair of the Appointments and Governance Standards Committee was approved.		
	At this point, Mari Fflur left the meeting		

13. Item 13 – Audit and Risk Committee

Number	Main points of discussion	Actions	Timescale
13.1	**Minutes** The minutes of the Audit and Risk Committee meeting held on 25 October 2023 were noted and received. William Callaway, Chair of the Audit and Risk Committee, reported: • that HSBC had refunded the full amount to the Coleg's bank account • that an internal audit on cyber security had given limited assurance with 11 recommendations, and that the committee had praised officers for ensuring quick action, including progress on joint work between an external contractor and the new Systems and IT Manager • on the procurement process for internal auditors		

13.2	**The Coleg's Audited Annual Accounts for 2022/23** The Coleg's audited annual accounts for 2022/23 were presented. The clean audit by the External Auditors was noted. The Accounts were received and approved.		
13.3	**The Risk Register** The committee chair gave an update on the Risk Register and the changes due to the current climate. It was agreed to circulate the Register following the meeting.	Circulate the Risk Register to members	Immediately

14. Item 15 – Academic Board

Number	Main points of discussion	Actions	Timescale
14.1	The minutes of the Academic Board meeting held on 11 October 2023 were noted and received. The Secretary reported: • that a presentation had been given by Heledd Bebb from OB3 on the findings of research into student attitudes. This would be discussed by the branches who would then report back to the Academic Board at the May 2024 meeting. • that the officers of Welsh language student unions had established Pwyllgor Cenedlaethol Myfyrwyr Cymru (a national committee of students for Wales)		

15. Item 16 – Post-16 Strategic Board

Number	Main points of discussion	Actions	Timescale
15.1	The minutes of the Post-16 Strategic Board meeting held on 24 October 2023 were noted and approved. Meri Huws, Chair of the Post-16 Strategic Board, reported: • that presentations had been given by Qualifications Wales; Bridgend College and Coleg y Cymoedd; and SkillsCymru • that a discussion had been held on the Further Education strategy • that the impact of the original action plan needed to be measured • that Yusuf Ibrahim, Cardiff and Vale College, had been appointed as Vice-Chair of the Post-16 Strategic Board		
15.2	It was agreed to invite Dr Gwennan Schiavone, Lead Officer of CYDAG, to join the Post-16 Strategic Board		

16. Item 17 – Constitutional matters

Number	Main points of discussion	Actions	Timescale
16.1	**The Annual General Meeting (the Coleg Court)** It was noted that the Coleg's Annual General Meeting (the Coleg Court) would be held virtually on 18 March 2024.		

16.2	**Terms of Reference (Item 17ii)** Amendments to the remits of the Appointments and Governance Standards Committee, the Finance and General Purposes Committee, the Academic Board and the Post-16 Strategic Board were presented and approved. The terms of reference of the Audit and Risk Committee were presented and approved with no amendments.		

17. Item 19 – Next meetings

Number	Main points of discussion	Actions	Timescale
17.1	The dates of the next meetings were noted: • 20 March 2024, Bangor • 3 July 2024 • 20 November 2024 • 26 March 2025 • 25 June 2025		
17.2	Nico were thanked for providing the simultaneous translation.		