

Invitation to Tender:

Governance Review of the Coleg Cymraeg Cenedlaethol

Part 1 – Background

Aim of the Governance Review

This Invitation to Tender is an invitation for an individual or company to undertake governance review of the Coleg Cymraeg Cenedlaethol (the Coleg). The purpose of the review will be to evaluate the Coleg's existing governance structures and procedures and to make recommendations to our Board for consideration, where necessary, to improve effectiveness and strengthen the Coleg's ability to achieve its aims and objectives.

The Coleg Cymraeg Cenedlaethol

The Coleg Cymraeg creates and promotes training and study opportunities in Welsh by working with further education colleges, schools, universities, apprenticeship providers and employers. We inspire and encourage everyone to use their Welsh skills.

The Coleg's aim is to build a Welsh and bilingual education and training system that is open to all and to develop a bilingual workforce.

Fifteenth anniversary

In 2026, the Coleg will celebrate its fifteenth anniversary. The Coleg was established in 2011 following the Welsh Government's policy decision to create a national body to plan and co-ordinate Welsh-medium provision

in universities, operating on the principle that any academic or vocational discipline can be treated and discussed in Welsh.

There has been a significant increase in the coverage of Welsh-medium provision in our universities over the last 15 years and there is now a strong community of Welsh-medium lecturers and educators working across Wales, and there has also been an increase in the number of students studying some of their higher education course through the medium of Welsh. Since 2018 the Coleg's responsibilities have been extended to include the further education and apprenticeship sectors. This has offered an innovative opportunity to embed the Welsh language in further education colleges and in workplaces across Wales to a degree never seen before. Given the numbers of learners and trainees enrolling each year in the post-16 sector, and their direct link to the Welsh economy, employment, public services and communities, there is a golden opportunity to make a significant contribution to achieving the targets of the [Welsh Language Strategy 2050.pdf](#) as well as the implementation of Welsh Government strategies in other areas.

The Coleg's new responsibilities

The Tertiary Education and Research (Wales) Act 2022 established Medr (Tertiary Education and Research Commission) with responsibility for planning, funding, and regulating the entire tertiary education sector in Wales. Medr officially began operating on 1 August 2024, and among its strategic duties it is responsible for promoting and encouraging tertiary education through the medium of Welsh (including Sixth Form in schools). Welsh Ministers have **designated the Coleg as the body to advise Medr** on its duties relating to the Welsh language, giving it an important and influential national strategic role. In its first advice to Medr in September 2024 the Coleg outlined an ambitious vision:

'that all learners use, maintain and develop their Welsh during their tertiary education or training'.

As well as providing formal advice under the designation, the Coleg also responds to Medr's policy consultations on issues relevant to the Welsh-medium and bilingual tertiary sector.

More information about the Coleg's work can be found on [our website](#).

Governance structure

The Coleg Board provides guidance and direction to the body by setting strategies, agreeing how and where resources will be used, reviewing progress made and scrutinising achievement.

The Board consists of up to 12 members, including the chair. The current Chair of the Coleg, until 31 August 2026, is Dr Aled Eirug. Board members are non-executive directors and trustees as the Coleg is registered as a charity. The Board has delegated a number of responsibilities to three standing sub-committees:

- Audit and Risk Committee
- Finance and General Purposes Committee
- Appointments and Governance Standards Committee

The Coleg has a comprehensive Governance Document that sets out its governance structure, the responsibilities of the Board and its committees, a code of conduct for members, and action framework. The Coleg is registered with Companies House as a company limited by guarantee, as well as being a registered charity, and the legal constitution of the Coleg is set out in its Articles of Association.

As directors of a limited company and as trustees of a charity, Board members are ultimately responsible for ensuring compliance with all of the Coleg's legal and financial responsibilities.

The Senior Management Team

The Board works closely with the Chief Executive and management team, and members of the management team attend Board and sub-

committee meetings as required. The Chief Executive and at least one of the other executive directors will normally be present at all governance meetings in order to report on progress, answer questions, and provide support to members.

Members of the management team are not members of the Board.

Dr Ioan Matthews has been the Chief Executive of the Coleg since its inception in 2011, and has led the Coleg through several phases of strategic growth. Other members of the management team are:

Directors

- Gwenllian Griffiths, Director of External Affairs
- Dr Dylan Phillips, Director of Corporate Affairs
- Dr Dafydd Trystan, Director of Tertiary Education
- Rebecca Williams, Director of Tertiary Education (shadow)

Senior Managers

- Suzanne Lewis, Senior Manager for Corporate Services
- Dr Lowri Morgans, Senior Manager for Further Education
- Gwenllian Owen, Senior Manager for Higher Education
- Mari Fflur, Senior Manager for Policy

Part 2 – Specification and how to apply

The following specification provides guidance for conducting an evaluation and review of the Coleg's governance. The review can identify good practice in the existing arrangements as well as make recommendations, where necessary, for improving effectiveness and strengthening the Coleg's ability to achieve its aims and objectives. A number of issues are listed under the following five headings that should be considered when evaluating the Coleg's current governance structure and procedures, and their suitability with regard to the Coleg's new role as a result of its designation to advise Medr. Your application should provide a draft plan of review, and an outline of your proposed methodology. Your draft plan may include other issues beyond those listed below if that will improve the quality and output of the review.

Issues to consider in a governance review

(i) Membership and composition of the Board

- Board Size
- Skills, experience and knowledge of the members
- Representation and diversity
- Suitability of length of members' term of office and member turnover timetable
- Suitability of appointment/re-appointment procedures
- Succession planning arrangements and leadership sustainability
- Clear role specifications for members and the Chair
- Attendance and engagement of members
- Monitoring and reviewing the performance of the Board and members
- Induction, training and continuous development of members

(ii) Role and responsibilities

- The Board's role and contribution to the Coleg's strategic leadership
- Clarity about the aims and objectives of the Coleg (and where the boundaries lie between the work of the Coleg and other bodies, particularly Medr)
- Clarity about the decisions that are the responsibility of the Board, the Board's subcommittees, and the officers
- The suitability of the Coleg's Governance Document and Governance Framework which sets out the flow of responsibilities and the interrelationships between them
- The Board's relationship with the Coleg's 'Court' (the annual meeting of the 'Members', i.e. the Coleg's stakeholders)
- To monitor the performance and measure the outcomes of the Coleg's activities
- Responsibility for compliance with legislation and regulations
- Risk management and internal control
- Financial management, budget monitoring, investments, audits
- Disclosure and management of conflicts of interest
- Members' understanding of their responsibilities
- The Board's role in engaging with external bodies, key individuals, and opinion formers

(iii) Organisation

- Frequency and duration of Board meetings
- Order and focus of meetings
- Quality of discussions
- Balance between policy and strategy discussions and administrative and financial issues
- Quality of papers to the Board
- Access to relevant information between meetings
- Support of the Board's secretariat

(iv) Committees

- Suitable sub-committee structure
- Delegated responsibilities and status of sub-committees
- The flexibility of the governance structure to be able to adapt to the needs of the next stage in the body's development
- Accountability and clear reporting lines
- Provisions within sub-committee arrangements to refer and upgrade matters to the attention of the Board
- Relationship of committees to each other
- Suitable range of skills, experience and knowledge of external sub-committee members
- Suitability of length of members' term of office and member turnover timetable
- Suitability of appointment/re-appointment procedures

(v) Dynamics and culture

- Chair's Leadership
- The overall culture of the Board
- Conduct of Board members and sub-committees in (and between) meetings, and adherence to the Code of Practice
- Clearly documented expected cultural values
- Suitability and effectiveness of members' Code of Conduct
- Relationship between the Chair/Board and the Chief Executive and the management team
- Internal liaison and communication with the Coleg's staff body and officers
- Liaison and communication with Coleg funders
- Liaison and communication with the Coleg's stakeholders and sectoral partners

Expected Outputs

- A comprehensive report outlining findings and recommendations

- Presentation of the main findings and recommendations to the Board:
 - set in order of priority
 - distinguishing between recommendations for the short term and those for the medium/long term.

Proposed methodology

Applicants should outline their proposed methodology for conducting the review. This should include information on how it is intended to:

- data collection (e.g. interviews, surveys, document reviews);
- benchmarking against best governance practice in similar bodies¹;
- ensure confidentiality and objectivity.

The successful reviewers will have the opportunity to observe a meeting of the Coleg Board on 25 March 2026, and some of the Board's subcommittee meetings in April and May.

Timeline

Approximately three months should be set aside for the completion of the governance review. It is expected to start as soon as possible and end by 30 June 2026 at the latest. You will be expected to present your findings and recommendations to a meeting of the Board on 24 June 2026.

Applicants should provide a detailed timetable of activities and dates where engagement with the Management Team and Board members will be required, in order to facilitate the arrangements and identify any challenges with the proposed timetable.

The Welsh Language

The successful individual/company will be expected to carry out the review in Welsh and provide a presentation and report to the Board in Welsh or

¹ i.e. a national strategic body with approximately 40 staff and which is also a charity

bilingually. Your application must confirm that you have the capacity to meet this requirement.

Budget

The value of the Tender is estimated to be approximately £15,000.

Applicants should provide a detailed breakdown of the costs. The daily cost of each member of the team who will be contributing to the review, what their role will be, and the number of working days included in the Tender for each individual should be indicated. The cost of any additional expenses should also be stated, and all quotes must include VAT (where applicable).

Submitting an application

Applications should be submitted by 16:00 on 23 February 2026 to Dr Dylan Phillips, Director of Corporate Affairs by email to d.phillips@colegcymraeg.ac.uk.

Applications must include:

- A draft plan of the content of the proposed review;
- A clear description of the methodology giving full consideration to ensure quality and objectivity;
- Work plan and milestones including a detailed timetable with actions, reporting and monitoring progress;
- Budget and outline of full costs including VAT;
- Evidence of previous experience of conducting governance effectiveness reviews;
- Company profile and CVs of key personnel;
- Confirmation that all elements of the work can be completed through the medium of Welsh.

Application scoring

Entries will be scored against the criteria set out below.

- Understanding of governance and board effectiveness, and experience of conducting similar reviews (30%);
- The quality of the draft plan and proposed methodology (40%);
- Ability to carry out the review within the proposed timeframe (15%);
- Value for money (15%).