



MINUTES OF THE SECOND ANNUAL GENERAL MEETING OF WEA CYMRU

Held on Saturday 25 April 2015 at Coleg Harlech

Present:

Officers - Rob Humphreys (Chair), Maggi Dawson (Chief Executive Officer), Stephen Thomas (Clerk to the Council).

Individual Members, Staff and Governors - Vivien Allen, Mark Baines, Paul Beswick, Paul Charlton, Christine Cockroft, Nigel Davies, Viv Davies, Cath Dawkes, Miranda Edwards, David Elis-Williams, Chris Franks, Christina Gallagher, Jeremy Gass, John Graystone, Moelwen Gwyndaf, Cath Hicks, Alison Hill (Vice-Chair), Martin Hughes, Geraint Humphreys, Mena Ifans, Mark Jenkins, Gerry Jenson (Vice-Chair), June Jeremy, Lynda Jones, Sarah K Jones, Ros McAlister, William David Michael, Annie O'Brien, Jon Parry, Graham Price, Gwyneth Price, Sharon Reader, Anwen Richards, Julie Roberts, Susan Roberts, Toni Schiavone, Nick Taylor, Ann Williams (38).

Individual Members and Branch Representatives - Jenni Jones-Annetts and David MacManus (Caerphilly), Phil Elias (Llanelli), Huw Williams (Merthyr), Derek Edwards (Unit 10, Port Talbot), Sonia Reynolds (Upper Amman Valley) (6).

Affiliated Organisation representative - Julie Cook (Wales TUC Cymru).

Apologies:

Megan Adams, Rufus Adams, Leanne Andreadis, David Ashman, Janet Bailey (Llangynidr branch), Ifor Baines, Nicola Campbell, Sue Carlick, Cathrine Clark (Blackwood and Oakdale branch), Robert Clarke, Jeremy R G Comerford, Gareth Cork, Deborah Crecraft, Ian Cuthbertson, Terry-Anne Davies (Global Community Learning branch), Joe England, Michael Gallagher, Nomitha Gallagher, Tracy Garnett, Katrina Gass, Adele Gatt, Jonathan Goddard, Jeff Greenidge, P Griffiths, Diane Grimwood Jones (Llanelli branch), Elaine Gwynne, Adrian Heathfield, John Hurley, Lynette Hurley, Taha Idris (Swansea Bay Regional Equality Council), Jayne Ireland, Belinda James, Eleanor Jones, Helen Mary Jones, Victoria Knappett, Betty Knight, Rob Larkins, Marilyn Lewis, Matthew Lloyd, Elaine Moore, Gareth Morris, John Morris, Helen Murphy (Caerphilly branch), Sarah Murphy, Mary Newman (Global Community Learning branch), Tim Owen, Valmai Owen, Heather Pickford, Tracey Powell, Ann Reardon-James, Martyn Reed, Dafydd Rhys, Rebecca Rumbul, Caroline Streek, Marilyn Thomas (Caerphilly branch), Russell Todd, Elaine Topping, Margaret Whitcombe, Heather Wilbourne, Ceri Williams, Huw Williams (Pwllheli/Llŷn branch), Edward T Winter (62).

Item	WEA CYMRU ANNUAL GENERAL MEETING 2015
1.	<p>Welcome and Introductory Matters</p> <p>Rob Humphreys welcomed everyone to the meeting. A number of housekeeping announcements were made. The meeting was confirmed as being properly convened in constitutional terms, and quorate. Cath Hicks and Mark Baines were elected tellers for the voting procedures at the meeting. It was agreed to set aside Standing Order 23, thus allowing all voting to be by public show of ballot papers, rather than by secret ballot.</p>
2.	<p>Approval of minutes of the previous AGM</p> <p>The draft minutes of the Annual General Meeting, held at Llanelli Town Hall on 29 March 2014, were considered. They were approved (proposed: David MacManus; seconded: Graham Price), subject to the correction of George Thomason's name in two places therein, and the deletion of the title 'AM' from William Powell's name amongst the apologies.</p>
3.	<p>Update on Actions relating to Motions passed at the 2014 AGM</p> <p>Three motions from the Llanelli meeting had required follow-up action by the organisation during the year, and Maggi Dawson provided updates on the situation relating to them. On the first, relating to strategy and practice, she detailed aspects of the 2014-17 Strategic Plan and spoke of the recent appointment of a part-time Senior Officer for Policy and Research to assist in measuring our impact. The second motion referred to developing understanding and tolerance of difference, and promoting social justice: the best example of that in practice was our ELIS (English, Learning, Integration, Society) project. As for the third motion on adult education's role in helping to overcome challenges facing the Welsh education system, collaborative work being undertaken with Agored Cymru, NIACE Cymru and Schools Challenge Cymru showed what was being pursued on that score.</p>
4.	<p>Presentation of WEA Cymru's Annual Report and Accounts 2013/14</p> <p>Jeremy Gass, in his capacity as Chair of the Finance and General Purposes Committee, explained why the report and financial statements circulated at the meeting were in draft form only. Following significant preparatory work on the accounts, the external auditors had confirmed that the principles of merger accounting needed to be applied to analyse the figures for the financial year to 31 July 2014. This had required a disaggregation of the 17 months of final accounts for the former Coleg Harlech WEA North Wales (CHWEAN), and significant extra work for our Finance Team and auditors in providing a 12/5 month split. While both sides had felt confident that this would be feasible in time for the AGM, this had not proved to be the case, and time had run out. He read a statement by Huw Baker, auditor at Btp Associates Ltd., which corroborated this sequence of events and which anticipated a resolution of the matter in the near future. The proposal was now to submit a completed set of audited accounts for 2013/14 to the Extraordinary General Meeting instead,</p>

	<p>likely to be held in July.</p> <p>Mark Baines, as Director of Finance, apologised for this situation, but confirmed the queries raised by Chris Franks (Chair of Audit Committee), namely that assets of c£1.9 million showed an increase on the previous year's closing position, and that the organisation's cash reserves were in a strong position.</p> <p>The Chair thanked the Finance Team for its work thus far, given the complexity of the accounts in this merger year. It was proposed that the current draft report and accounts as circulated be noted (proposed: Graham Price; seconded: Viv Davies): this was unanimously approved.</p>
5.	<p>Appointment of auditors for 2014/15 financial year</p> <p>The AGM unanimously authorised the re-appointment of Btp Associates Ltd. of Merthyr Tydfil as WEA Cymru's auditors for 2014/15 (proposed: Jeremy Gass; seconded: David MacManus).</p>
6.	<p>Chief Executive Officer's Report on the year's work</p> <p>Maggi Dawson presented a visual and verbal overview of key developments in the first year since the merger of the previously separate CHWEAN and WEA South Wales organisations. It had been a period of consolidation following merger, with emphasis on partnerships, the strengthening of trade union based learning, and an estates strategy that was bringing changes to the organisation's office locations. The challenge remained of making tutors feel an integrated part of the organisation, despite their part-time employment status.</p> <p>Statistics were provided on learner and enrolment numbers, and on the deprivation levels of many learners. There had been positive results from an Estyn review and Learner Voice survey. In response to the Chair's request, there had been an expansion in the humanities subjects being offered, but a slight reduction in the Welsh medium provision.</p> <p>In questions from the Floor, Christine Cockroft asked how WEA Cymru justified running courses alongside local authority provision. Maggi Dawson answered that there was no duplication on this score, because of joint working and the acknowledged high quality of our specialised work with poorer communities. Julie Cook expressed similar sentiments from the Floor, saying that there had been a seamless transition when WEA Cymru had taken over trade union education previously provided by Bridgend College. While there remained challenges ahead, partnership with Wales TUC Cymru would assist future co-working.</p> <p>Rob Humphreys thanked Maggi Dawson and the staff as a whole for their hard work during a challenging year.</p>

7.	<p>List of Governors (Directors) of WEA Cymru in 2014/15</p> <p>A list of the governors who had served in the period since the AGM at Llanelli the previous year had been circulated with the papers for the meeting. Rob Humphreys noted the election of two and the appointment of one governor during the year which had passed, along with the stepping down of two more. He thanked the 19 current governors and those others who had served, plus the co-opted members of Committees, for their commitment to the organisation's governance during its first full year of merged activity.</p>			
8.	<p>Chair's Report on the past year</p> <p>Rob Humphreys said that it was a privilege to head the Council, aware as he was that Council members were custodians of a great tradition to be handed on to others. The governors were there to support staff and to scrutinise their work, on behalf of the organisation's learners, taxpayers and the Welsh public at large in relation to the public good. Financial cuts were inevitable for the organisation, but there were grounds for optimism for it as an all-Wales body with added influence. He was pleased to hear that events had appeared seamless to Wales TUC Cymru, as this had not always been the impression from within. There were occasions on which senior staff had been tested by Council or individual governors, on behalf of members and other stakeholders, mindful of what branches and individual members would wish to see happen.</p> <p>The Chair's report was officially received (proposed: Christine Cockroft; seconded: Chris Franks) and approved unanimously.</p>			
9.	<p>Motions for Debate</p> <p>There were six motions for debate in all, each succinctly set out in turn by its proposer. There was a proxy voting system in operation for these, in addition to voting by members from the Floor: 28 proxy votes had been received beforehand by the Clerk, and were added to the votes counted in the room.</p> <p><u>Motion 1</u> <i>Given that WEA Cymru is unique as the only all Wales provider of Adult Community Learning, which through its formation has brought together the expertise of three of Wales's longest established adult community learning providers, WEA Cymru should promote itself as <u>The All Wales Adult Learning provider in the Community and Workplace</u> and continue actively to identify opportunities to open discussions with All Wales organisations representing the third sector, local government, social enterprise development and similar to establish partnerships for provision.</i> Proposed: Sonia Reynolds; seconded: Lynne Hayes.</p> <p>Sonia Reynolds wished to underline that the organisation should show confidence in itself as the partner of choice, and so promote itself effectively.</p> <p>The motion was carried as follows:</p> <table data-bbox="901 1921 1109 2024"> <tr> <td>In Favour: 61</td> </tr> <tr> <td>Against: 1</td> </tr> <tr> <td>Abstention: 0</td> </tr> </table>	In Favour: 61	Against: 1	Abstention: 0
In Favour: 61				
Against: 1				
Abstention: 0				

Motion 5

This AGM instructs Council to explore as a matter of urgency the setting up of a bursary fund to ensure that anyone who wants to learn with WEA Cymru is enabled to do so.

Proposed: Ceinwen Statter; seconded: Huw Williams.

The request was for Council to consider whether some of its endowments could be used to establish a modest fund, possibly taking WEA England and Scotland's bursaries as an example, for learners of particularly restricted means. Huw Williams, as the proposer, reminded members of the apposite current TV series about Merthyr Tydfil entitled 'Skint'.

The motion was carried as follows:

In Favour: 54

Against: 5

Abstention: 8

Motion 6

This AGM wishes to congratulate all staff on the outcome of the November 2014 Estyn Annual Review of Performance, and particularly on the positive feedback on progress made by WEA Cymru since the merger which it reflected.

Proposed by: WEA Cymru Council; seconded: Christine Cockroft.

Gerry Jenson as Vice-Chair pointed out that no organisation would relish an inspection 9 months after a merger, but Estyn's visit had proved positive in all respects, showing the post-merger progress that had been achieved and justifying the desire to congratulate staff.

The motion was carried as follows:

In Favour: 57

Against: 0

Abstention: 10

10. **Resolution – proposed merger of WEA Cymru with YMCA Wales Community College**

The Chair introduced this item as the most important issue on the agenda. Maggi Dawson gave a presentation, based on the extensive information included in each attendee's pack, underlining the complementarity of the educational provision of the two organisations, explaining the meaning of a 'Type B' merger, and setting out the likely governance implications of a merger.

This AGM resolves that, in order to enhance the delivery of adult community and workplace learning for Wales, a merger take place between YMCA Wales Community College and WEA Cymru, with YMCA Wales Community College dissolving and transferring its assets to WEA Cymru. This merger will be underpinned by the principle of parity of esteem. Adjustments to the governance model for the post-merger organisation, incorporating the democratic principles of WEA Cymru and including thorough consultation with

	<p><i>its membership and with other organisations, will be developed and will come forward for adoption within 12 months.</i></p> <p>Proposed by: WEA Cymru Council; seconded: Sonia Reynolds.</p> <p>Christine Cockroft spoke in favour of the resolution, knowing of the high quality of the YMCA's educational provision in Wales and in England. Jeremy Gass was also in favour, while remaining anxious about the continuation of the WEA's name post-merger and aspects of the governance proposals – though reference to the democratic principles in the Resolution provided some reassurance to him.</p> <p>With the inclusion of the 28 proxy votes cast by members prior to the meeting, the Resolution was carried as follows:</p> <p style="text-align: right;">In Favour: 63 Against: 2 Abstention: 0</p>
11.	<p>WEA Cymru representatives on university Courts in Wales</p> <p>Following an open nomination process, one name had come forward for each of the single seats available at the 4 relevant Welsh universities. The uncontested appointments were approved unanimously, as follows:</p> <p>Aberystwyth – Moelwen Gwyndaf Bangor – David Elis-Williams Cardiff – Elaine Gwynne Swansea – Steve David</p>
12.	<p>Closing Remarks</p> <p>Rob Humphreys thanked everyone for their attendance, and especially colleagues based at Coleg Harlech for their work in hosting the event, including the site tours and joint event with Harlech Community Council that morning. He specifically wished Maggi Dawson well at her last Annual General Meeting as the organisation's Chief Executive Officer, and commended her energy, commitment and leadership qualities.</p>