



**COUNCIL MINUTES: Open Business**  
12.30 p.m., Thursday 22 September 2016  
Dyfi Suite, Ladywell House, Park Street, Newtown, SY16 1JB

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(Minute 2 is to be found in the Confidential Business minutes for 22 September 2016.)

**1. Attendance**

- 1.1 **Present:** John Graystone (Chair), Gerry Jenson (Vice Chair), Rob Humphreys (Vice Chair), Cerys Furlong, Alison Hill, Val Williams, Toni Schiavone, Chris Franks, Steve Drowley, Viv Davies, Julie Cook. June Jeremy, Cathy Clark and Mark Isherwood (Chief Executive) were absent for the Confidential Business. The meeting was quorate throughout.
- 1.2 **Apologies:** David Elis-Williams, Catrin James, Hayden Llewellyn.
- 1.3 **Absent:** Rhys Barfoot, Becky Watson Stubbs.
- 1.4 **In Attendance:** Stephen Thomas (Clerk); Sue Pember (External Consultant – part of minute 2 only); Kathryn Robson (Deputy Chief Executive – minute 3 onwards).

**Minute 2 – Confidential Business – see under Confidential Business minutes.**

**3. Staffing Structure Re-organisation progress report and Organisational Structure, September 2016**

Kathryn Robson was welcomed to her first meeting since taking up the Deputy Chief Executive's post the previous month. Her appointment by governors as a 'Senior Post-holder' had been approved by them via e-mail correspondence during July. Julie Cook was also welcomed to her first governors' meeting, and introductions were made around the table.

As for the Structure, it was reported that there remained a few slotting-in possibilities for existing staff that might change the overall redundancy figures quoted. On the Deputy Chief Executive's staff managerial responsibilities, it was confirmed that apportionment of those duties would occur following further discussion with other senior managers.

**4. Minutes of the Open Business at the Council meeting of 11 July 2016 and matters arising not on the agenda**

The minutes of the Open Business at the previous Council meeting in Cardiff were approved as a correct record. There were two matters arising.

**Minute 2 - Coleg Harlech Steering Group:** it was noted that until planning permission was received on certain of the site Strategic Plan's recommendations, the Group would retain its former name of 'Steering Group'. At its meeting the previous week it had been reported that the theatre building had been listed according to CADW, though the veracity of that was being questioned by the Group. Mark Isherwood added that the potential developer for the St. David's Hotel (next door to Coleg Harlech), based in Texas, had been in discussions with Cyngor Gwynedd Council, Visit Wales and Harlech in Action – the same interested parties as ourselves. Mena Ifans in her new role as Senior Officer, Harlech Campus, was in charge of seeking cost reductions for our use of the buildings. As for Theatr Ardudwy Ltd., there had been further discussion and a revised relationship with some of its

newer board members. The financial reality of its position vis-à-vis WEA YMCA CC Cymru had been made clear to them, though there remained uncertainty whether it was trading at a deficit. Despite safety concerns mounting about the theatre building, no protective fences were in place outside it.

**Minute 8 - Educational output data for 2015-16:** a paper was tabled showing the demographic situation that appertained in July, with c95% of the data for the academic year having been entered. As the official Welsh Government deadline on data entry had yet to be reached, this showed the most accurate figures thus far available. A finalised version of the data would be presented to the next meetings of the Quality and Learner Experience Committee and of the Curriculum Committee. Headline facts were that the Completion, Attainment and Success Rates were all lower than in the previous year (N.B.: Success = Completion x Attainment). The Completion Rate at 97% was nevertheless very high, reflecting the fact that a significant proportion of our provision was for very short courses, of a day or so. While data on learners who spoke Welsh, fluently or not fluently, seemed in step with overall demographic figures, the actual proportion of our courses provided through the medium of Welsh was as low as 2%. Bilingual courses were felt to be key in improving output in that sphere. **The Chair found the material well presented, and asked that when all data were complete they should be presented against targets and indicators, in parallel with their related financial targets information.**

## 5. Preparations for the Extraordinary General Meeting at Wrexham on 5 November and governance issues follow-up

Details for the EGM at Glyndŵr University were confirmed. The political importance of the name and governance arrangements being accepted on this occasion was underlined once more, and the intention was that the more informative process, conducted through Regional Forums and staff messages, stressing the message 'we've listened, and we've learned', would lead to their acceptance. Full visuals on the design proposals and the means of representing the legacy organisations should be presented at the EGM too. The strap-line and logo were still being consulted upon, but were not parts of the formal Resolution to be put before the EGM. While there remained some rumblings of displeasure on proposals relating to these, as Julie Cook pointed out – having been part of the focus group that had commented on them – there should be an acceptance of consensus in what had been a lengthy consultative process.

John Graystone explained the constitutional group's deliberations that had resulted in the governance proposals - a compromise between the alternatives presented at the Llandrindod Wells EGM. **The group's recommendations were approved by the Council. The importance of being 'political' in approach on the day itself was also underlined, and it was agreed that the Chair, liaising with the Chief Executive and Clerk, should allocate proposing and seconding duties suitably, before the EGM.** Toni Schiavone was not dismissive of what had occurred at Llandrindod in June, feeling that it had been an important part of the overall democratic process.

## 6. Financial Summary Report

The narrative paper was noted. Governors thought some key financial details were missing from it – the salary savings achieved through staff restructuring; and how many European Commission contracts, and for what total amount, had been awarded to us.

More fundamentally, **governors felt that it was good practice for management accounts to be drawn up for each Council meeting:** in this instance this was true for both the end-of-year 2015-16

and the early 2016-17 figures. An estates strategy would be presented to Finance and General Purposes Committee in coming months, from which cost savings would emanate. Meanwhile, certain capital grants from the Welsh Government would be dependent on the clarity of outcomes from the EGM as to the organisation's future direction.

#### **7. Risk Register for September 2016 – Overview of Key Points**

Three detailed points were made: that the risk score for Brexit should be higher than its present green status; that the Coleg Harlech-related risks needed higher scores once more; and that staff morale should be included as a factor in the next risk register. **On a more general presentational point, the Chair said that he would provide an example of a more visually arresting format for showing whether risks were increasing or decreasing over time for inclusion in the next Register.**

#### **8. Minutes of WEA YMCA CC Cymru Committee meetings, June/July 2016**

The Council received minutes from the meetings of Curriculum Committee (29 June) and Voluntary Movement Committee (1 July).

On Curriculum Committee matters, it was confirmed that a Learner Survey had been conducted in 2015-16. Response rates for it had been rather low, and means of addressing that would be raised at the next Quality & Learner Experience and Curriculum Committee meetings. As for Voluntary Movement Committee, it was meeting again the following week to review the Campaign Group's work and application of the membership policy.

#### **9. Discussions with Acorn (Synergie) Training UK Ltd.**

Mark Isherwood raised the fact that there had been early discussions on closer collaboration with this private training company, which had advanced far enough to require the signature of a non-disclosure agreement. It was part of a French-owned group, and the most promising possibilities for working together were in the fields of workplace learning and apprenticeships.

#### **10. Date and Location of remaining Council Meeting in 2016**

14.00 – 17.15, Wednesday 23 November 2016: Swansea