



MINUTES OF THE SEVENTH ANNUAL GENERAL MEETING OF ADDYSG OEDOLION CYMRU | ADULT LEARNING WALES

**Held virtually by Zoom Webinar on Wednesday 22 February 2023
at multiple locations**

Present:

Officers - Nia Parry (President), John Graystone (Chair), Kathryn Robson (Chief Executive), Stephen Thomas (Clerk / Company Secretary) (4).

Individual Members - Mark Baines, Anthony Cope, Andrea Davies, Victory Ezeofor, Salamatu Fada, Christopher Franks, Christina Gallagher, Adele Gatt, Cath Hicks, Jayne Ireland, Jane Johnston, Jenni Jones-Annetts, Michelle Kerswell, Nicole Kinnaird, Betty Mason, Sarah Murphy, Stephen Nicholls, Tim Palazon, Graham Price, Martyn Reed, Donna Ridler, Susan Roberts, Jan Tiley (23).

Individual Members & Branch representatives - Cathy Clark (Oakdale & Blackwood), Bill Griffiths (Llanelli), Sonia Reynolds (Upper Amman & Twrch Valley), Marilyn Thomas (Caerphilly) (4).

Individual Members & Affiliated and Partner Organisation representatives - Marion Burke (Wales TUC Cymru), Dona Lewis (National Centre for Learning Welsh / Y Ganolfan Dysgu Cymraeg Genedlaethol), David Smith (Co-operatives and Mutuals Wales) (3).

Branch representative - Jenny Hibbert (Caerphilly branch) (1).

Speakers, Supporters, Staff and Others in attendance - Anthony Phillips (Auditor, Baker Knolly Chartered Accountants Ltd.); Iola Llwyd & Steffan Wiliam (simultaneous interpreters); Linda Bruce & Lydia Jones (British Sign Language interpreters); Sarah K Jones, Rhydian Williams (staff technical team); Nahla Alhasan, Anna Knight, Abena Louisa D B St Bartholomew-Brown Morgan, Gareth Roberts (learner attendees); Monika Frackowiak, Ann Herbert, Wendy Hopkins, Gareth John, Angela Morelli, Florence Walkey, Sian Williams, Sarah Williams-Crouch (staff attendees); Rhianydd Williams (guest speaker) (20).

Apologies:

Leanne Andreadis, Tobias Andrews, Paul Charlton, Caroline Davies, Amanda Doyle, Sam Emmett, Judith Evans, David Girdler, Adrian Heathfield, Matthew Lloyd, Siôn Aled Owen, Tim Owen, David Christopher Owens, Margaret Ware (Caerphilly branch) (14).

Item	<p align="center">ADDYSG OEDOLION CYMRU ADULT LEARNING WALES ANNUAL GENERAL MEETING 2023 AND 'TRADE UNIONS AND TRADE UNION EDUCATION IN THE 21ST CENTURY' EVENT</p>
1.	<p>Introduction to the Annual General Meeting (AGM)</p> <p>Nia Parry welcomed all to the meeting, held virtually once more in Zoom Webinar format. She explained the options available for simultaneous interpretation as two interpreters were available (Welsh <> English), the use of British Sign Language interpreters for the first time, and how to put questions or make points during the meeting.</p> <p>Voting would be run through live on-screen votes, with indicative results in percentages projected straight away to participants. The proxy voting provision in the constitution meant that the Company Secretary had received 6 valid members' votes in advance: these would be cast accordingly and final voting tallies recorded in the meeting's minutes.</p>
2.	<p>Approval of minutes of the previous AGM; update on achievements in relation to the resolution passed there; and presentation of the new Adult Learning Wales Strategic Plan 2023-2026</p> <p>The draft minutes of Adult Learning Wales's (ALW's) sixth AGM, held virtually on 8 April 2022, were approved as a correct record (43 in favour, with 1 abstention).</p> <p>In terms of the resolution on installation of defibrillators passed there, a document setting out the follow-up actions had been circulated with the AGM's papers. Both of the Organisation's owned offices (Bangor and Cardiff) had had such machines installed, and 4 of the 7 leased offices possessed them too, with discussions continuing with the owners of the remaining 3 properties. All this had been accompanied by staff training and interactive online resources on defibrillators' use.</p> <p>Kathryn Robson then provided highlights from the new Strategic Plan, concluded following internal and external consultation. It included the Organisation's vision - 'creating healthy and prosperous societies through adult community learning' - and mission, and its three goals: enabling the widest possible range of learners to achieve success, developing effective and new working relationships, and advancing ALW's position as the leading adult community learning provider in Wales.</p>
3.	<p>Chair's Report on the past year</p> <p>John Graystone referred to the difficult economic position that many people found themselves in at present, and how Adult Learning Wales was reacting by putting some of its financial reserves into further courses to support its learners, including asylum seekers.</p> <p>The Commission for Tertiary Education and Research (CTER), mentioned by him at the previous year's AGM, was now taking shape. Adult Learning Wales had done all within its power to ensure that the importance of adult community and lifelong</p>

	<p>learning were given their proper status within it. With Kathryn Robson serving on relevant preparatory groups, ALW was ideally situated to project itself as the natural body to take on added responsibilities that might become available in those fields. John Graystone trusted that projecting ourselves as the national body to take forward the Welsh Government's bold agenda in the field of being 'a second chance nation', as per the Minister for Education's words, would pay dividends: but we needed to hold CTER's feet to the fire in order to achieve that goal.</p> <p>He expressed his gratitude to staff, learners and Council members for their commitment and praised the work that was being done by the Organisation in the fields of sustainability and commitment to the Welsh language.</p> <p>The Chair's report was formally received by the meeting.</p>
4.	<p>Chief Executive's Overview of the year's work, 2022/23</p> <p>Kathryn Robson began by acknowledging the work undertaken by tutors, support staff, the Council, partners and members to make learning accessible to so many people in Wales. Over 5,500 learners had been educated so far this academic year, and it might be necessary to use significant funds of our own to meet the demand for courses later in the year. There had been increased focus on our international presence too, with applications to <i>Taith</i>, the international education exchange programme for Wales, and to the European Association for the Education of Adults. Meanwhile at home the expansion of education at our Port Talbot Learning Hub continued, with a Repair Café being a new development there.</p> <p>Successes included expansion of the Personal Learning Account scheme, enabling people in work to access flexible learning programmes to change career; an extension of the Asylum, Migration and Integration Fund (AMIF) financed through the Home Office; major expansion in the English for Speakers of Other Languages (ESOL) classes held; and new numeracy/mathematics initiatives funded through the <i>Multiply</i> programme. We had also helped shape policy to support the provision of free public transport for refugees in Wales.</p> <p>As for continuing challenges, the demands for advocacy initiatives in the broad diversity and inclusion agenda were covered in many aspects ALW's work. Examples included the Period Proud Wales programme to end period poverty and stigma; implementing an LGBTQ+ action plan, and membership of Climate Cymru as part of our sustainability drive; becoming a trauma informed organisation; and promoting an anti-racist Wales, through recent collaboration with the Black Leadership Group.</p> <p>The Chief Executive's report was formally received by the meeting.</p>
5.	<p>Presentation of Addysg Oedolion Cymru Adult Learning Wales's Annual Report and Financial Statements 2021/22</p> <p>Stephen Nicholls (Chair of the Resources Committee) spoke to the summary financial information circulated with the AGM papers. The full audited Report and Financial</p>

	<p>Statements, approved by the Council, was available on the Organisation's web-site. All six of its financial objectives were met by the Organisation, despite the challenges of Covid-19 and world economic events. Educational delivery provision was 83% - falling just short of the 85% target agreed with the Welsh Government for the year. A surplus of £44,000 on the year's overall activities had been accompanied by a significant reduction in the nominal losses applying to the Local Government Pension Scheme. A continuing prudent approach meant that liquidity continued strong, with £5.9 million in cash and cash equivalent holdings at the end of the year. Reports thus far for the 2022/23 year showed there was a heartening return to greater face-to-face teaching and learning.</p> <p>Anthony Phillips on behalf of auditors Baker Knogle Chartered Accountants Ltd. confirmed that their report (pp. 22-24 within the full document) was once more unqualified - positive - in its opinion, and declared the document free from material misstatement. The income and expenditure summary and balance sheet showed that it had been a fairly standard, straightforward year financially in terms of the Organisation's activities. He again acknowledged the assistance of the Organisation's Finance Team in the auditing process, which included a separate audit of student data by Baker Knogle.</p> <p>The President proposed that the Annual Report and Financial Statements for the year ended 31 July 2022 be received. This was approved, with 48 votes in favour and none against, with no abstentions. The list of current Council members, included with the AGM papers, was noted at this juncture too.</p>
6.	<p>Re-appointment of Baker Knogle Chartered Accountants Ltd. as auditors – pending external auditor 5-yearly tender process, prior to the 2022/23 financial year exercise</p> <p>As Audit Committee's Chair, Chris Franks thanked his fellow Committee members for their contributions. He said that he increasingly appreciated the importance of good governance and sound finances, and believed that both were well represented at the Organisation. He was grateful for the hard work of Baker Knogle Chartered Accountants Ltd. as external auditors, and expressed good wishes to Huw Baker on his retirement from the firm. He also mentioned the Finance Team's endeavours, whose standards were as highly demanding as those of the auditors themselves. He proposed the auditors' re-appointment, pending the external auditor 5-yearly tender process which would occur prior to initiating the 2022/23 financial year auditing exercise. This proposal was approved, with 48 votes in favour and 1 abstention.</p>
7.	<p>Reports from our representatives on four University Courts</p> <p>This agenda item informed members of developments resulting from the formal status that the Organisation had on the Courts of Aberystwyth, Bangor, Cardiff and Swansea universities. Brief written reports had been previously circulated. Verbal updates were provided on Cardiff - which had decided to bring its Court's existence to a formal end, so making the September 2022 meeting the final one ever in its</p>

	<p>Court's history; on Aberystwyth; and on Swansea, where the previous Adult Learning Wales representative on the Court had stepped down after his 3-year term and where there was therefore a vacancy for which the Clerk invited expressions of interest.</p> <p>The AGM accepted the reports as submitted.</p>
8.	<p>Resolutions for Debate</p> <p>There were two resolutions on this occasion, as follows:</p> <p><u>Special Constitutional Resolution A</u></p> <p>This Annual General Meeting approves the following two, related, changes to the Articles of Association & Standing Orders, Rules and Procedures of Adult Learning Wales - the constitutional documents of the Organisation. It believes that they will assist in providing continuity in its governance and greater stability at a time of major change in the field of tertiary education in Wales.</p> <p>The proposed changes in wording are below. The new words to be inserted are <u>in bold and underlined</u>. Any words that they replace in the current constitutional documents are <i>in italics and scored through</i>.</p> <p><u>A. Articles of Association:</u></p> <p>Article 10.8 : "A retiring Governor is eligible for re-election or re-appointment but a Governor who has served for two consecutive terms of whatever length may not be re-elected or re-appointed for a third consecutive term, but may be re-elected or re-appointed after an interval of at least <u>one year</u>" (delete current wording: <i>two years</i>).</p> <p><u>B. Standing Orders, Rules and Procedures:</u></p> <p>Standing Order no. 21 : "The Council on the date of approval of these revised Standing Orders, Rules and Procedures agrees the following procedures which will see the election of up to twelve people and the appointment of up to eight people, as detailed in article 10.2. The Elected and Appointed Governors shall hold office for three year terms and, if re-elected or re-appointed, such Governor shall sit for one further term of three years. However, the Council may appoint Appointed Governors for a period of less than three years, <u>and may prolong the maximum period of service of Elected or Appointed Governors by up to two years</u>, should it resolve to do so in the best interests of the Charity."</p> <p><i>Proposed by: Victory Ezeofor, for the Council of Adult Learning Wales</i> <i>Seconded by: Dona Lewis, for the Council of Adult Learning Wales</i></p> <p><i>[N.B. In line with Standing Order 12 on Proceedings at AGMs and Extraordinary General Meetings, a majority of 75% of persons present and entitled to attend and vote at an AGM is required to ensure that a resolution that amends the Articles of Association is duly passed.]</i></p> <p>The resolution was introduced by Victory Ezeofor (governor and regional representative for North West Wales) who believed the proposal was timely and necessary. One consideration was the fact that five of the most experienced Council members would reach their current maximum of 6-year terms at the same time in Spring 2023, having come on to the Council when the name Adult Learning Wales was given to the newly-merged organisation. That was a lot of collective knowledge</p>

	<p>and expertise to lose in one fell swoop and the Council felt it to be in the best interests of the Organisation to offer a prolongation to their terms. The resolution was formally seconded by Dona Lewis.</p> <p>This resolution was carried as follows, surpassing the required 75% threshold:</p> <p style="text-align: right;">In Favour: 45 Against: 1 Abstention: 2</p> <p>The second resolution related to the function of the President of the Organisation, so Nia Parry handed over the running of the meeting for this item to John Graystone, as Chair.</p> <p><u>Ordinary Resolution 1</u> This Annual General Meeting, in conformity with Standing Order 26 relating to Honorary Appointments at the Organisation, resolves:</p> <ul style="list-style-type: none"> - to re-elect Nia Parry as President of Adult Learning Wales to a further three-year term when her first such term comes to an end on 26 March 2023. <p><i>Proposed by: Jenni Jones-Annetts, for the Council of Adult Learning Wales</i> <i>Seconded by: Jan Tiley, for the Council of Adult Learning Wales</i></p> <p>Jenni Jones-Annetts spoke of how appropriate it was to have someone so renowned in the field of adult education in the Welsh language as the Organisation's President. Nia Parry had worked overseas as a language tutor too, and had now been in her presidential post for three years - which coincided precisely with the pandemic. It was clear she was held in great respect in her role as a media presenter and educationalist, based on which she was a doughty advocate for the importance of lifelong learning. Jan Tiley seconded the resolution, adding that having attended the recent Inspire Awards dinner presided over by Nia it was clear that she was a great ambassador for the Organisation whose smile permeated all events at which she was present.</p> <p>This resolution was carried as follows:</p> <p style="text-align: right;">In Favour: 49 Against: 0 Abstention: 0</p>
9.	<p>Trade Unions and Trade Union Education in the 21st Century - presentations</p> <p>The second part of proceedings began with recognition and a period of silent contemplation in memory of three ALW colleagues who had recently died. News had come in overnight of the death of Terry Bishop, who had worked for the organisation for 19 years as a member of the Trade Union and Workplace Education team, recently based in the Ebbw Vale/Heads of the Valleys office. She lived in Bute Town in the Rhymney valley and had worked for WEA South Wales, WEA Cymru, and for the organisation under its current name. Her passion for the importance of unions</p>

was also evident in her role as a staff representative of the recognised trade union, Unite, at the Organisation.

Secondly, Clive James had been a tutor in trade union education since 2009, this following his retirement after many years as a full-time official with the GMB union. He had taught over 2,000 Unite representatives in his years as a tutor, whom he was able to inspire with his belief in the centrality of the labour movement, its ability to change the lives of union members and to transform the communities in which they lived. And thirdly Clare Evans, based in our Newtown office, who had worked for ALW since 2015, originally as an Administrator in the South West and Mid Wales region and who had switched to be part of the digital support team during the Covid-19 period, providing on-line advice for learners and staff. Each would be missed for their special, individual contributions and sympathies were extended to their families and friends.

ALW had a long tradition of creating partnerships with trade unions in the field of education, with its roots in the WEA and Coleg Harlech meaning its links with labour were over a century old. To show the contemporary situation, a pre-recorded video contribution from Shavanah Taj, General Secretary of Wales TUC, was to be on 'Trade unions' importance in today's world'. Unfortunately there were technical problems with the video's sound, and it could not be shown at the meeting. It would instead be put on the Organisation's web-site and YouTube channel, for people to watch subsequently.

The next speaker was Marion Burke, Policy Officer at Wales TUC. She currently led its Educational Service and was also a member of the Adult Learning Wales Council. Marion described trade union education and partnership working with ALW and the importance of unionised workers - they were precisely the ones society had depended upon during the Covid-19 pandemic, for example. She spoke proudly of the tens of thousands of workplace representatives who had been trained through the WULF (Wales Union Learning Fund) scheme and foundation courses, or who were taught as equality or health and safety representatives. With the ever-expanding green agenda there were an increasing number of 'green representatives' in workplaces, trained to reflect the new world of work. This showed how responsive the trade union movement was to shifts in working and societal norms and it was good to see ALW's ability to respond to such changes too in its courses.

Marion thanked Betty Mason, head of the trade union education section at ALW, who was to retire at the end of the month and whose contribution over many years had been greatly appreciated. Indeed, the connections between the TUC and ALW were many, and co-operating over many years had shown there were so many common factors: both organisations were voluntary bodies, democratic in their structures, and were membership organisations. She concluded by referring to all the positive feedback she had received across the range of courses provided by ALW, and the readiness of ALW employees to go the extra mile in terms of additional support required by trade union learners - a commitment that meant no-one got left behind.

	<p>Rhianydd Williams was the last speaker of the morning. She was Policy and Campaigning Equality Officer at Wales TUC and used a PowerPoint presentation to shape her talk on trade unions' role in workplace health, wellbeing and equality campaigns. With 48 trade unions as its members and over 400,000 unionised workers in Wales, Wales TUC wielded great influence in terms of the social justice agenda for its members. There were more female than male trade unionists in Wales, with the proportion of BAME members of trade unions greater than their percentage in the population at large.</p> <p>Rhianydd described a number of the campaigns led by Wales TUC. A long-standing one was on the menopause - this had started with a survey some 8 years earlier, and indeed Terry Bishop had done sterling work on this matter. Reasonable adjustments by employers and flexibility on potential sickness leave, as well as raising awareness of the peri-menopause, were some of the issues on which a toolkit had been built, and the campaign had been taken on by others including the Labour Party in Wales. Other campaigns were on Older Workers, often with caring responsibilities for their parents or for children/ grandchildren; on Carers, who had major responsibilities alongside their paid employment, whether formally or informally; and on Mental Health in the workplace, where pressures brought on by zero hour contracts or bullying were increasingly prevalent.</p> <p>There were other Wales TUC initiatives such as on Autism in the Workplace, showing the skills that autistic people had to offer employers; Invisible Disabilities and Acquired Impairments (which included the menopause, because in certain circumstances it lasted long enough to be defined as a disability); and new ones to be launched soon on an LGBTQ+ 10-point plan, a Sexual Harassment in the workplace campaign, and Anti-racism in the workplace, each to have their own toolkits to follow.</p> <p>A question was asked as to whether there was a clear dichotomy between public and private sector employers in their willingness to act on some of these campaigns. Rhianydd felt that was too broad and false a generalisation, as there were good examples (e.g. at Royal Mail and Tesco) of private companies working well on these. In general terms, the existence of the Workforce Partnership Council in Wales meant there was a suitable route for co-operation with employers in general.</p>
10.	<p>Thanks and Closing Comments</p> <p>Nia Parry thanked everyone for their input to the morning - as speakers, presenters and in terms of the technical arrangements - and for re-confirming her in the role as President which was such a privilege for her to fill.</p>