

Council Open Business – minutes 1 to 9 inclusive.

1. Attendance and Apologies

Present: John Graystone (in the Chair), David Elis-Williams, Gayle Hudson, Cathy Clark, Caroline Davies, Toni Schiavone (Vice Chair), Dafydd Rhys. The meeting was quorate.

In Attendance: Kathryn Robson (Chief Executive), Mark Baines (Head of Curriculum and Resources), Cath Hicks (Head of Learner Services and Human Resources), Stephen Thomas (Company Secretary / Clerk); Megan Jones (simultaneous interpreter).

Apologies: Julie Cook, Chris Franks, Iwan Hywel, Gerry Jenson, June Jeremy, Sonia Reynolds (Vice Chair), Guy Wallace Smith, Nick Taylor, Heather Willbourn.

2. Minutes of the Confidential and of the Open Business at the Council meeting of 21 May 2018 and matters arising not otherwise on the agenda

The minutes of both the Confidential and Open Business proceedings of the 21 May 2018 meeting held at Cardiff were in turn approved as correct records. The two matters raised were from minute 4 –

Procedural matters relating to Council membership and the Presidency. Both the issue relating to duration of Council members' tenure of office and that of the President's remit and role description would be included on the September Council meeting's agenda, for resolution then.

3. Chief Executive's Round-up Report for 2017-18

This was intended primarily as a celebratory synopsis of educational achievements during the year, and its contents would form the basis of the next edition of **Bwletin**, to be distributed widely on-line and in paper form. That same version of **Bwletin**, to appear before the end of the month, would also emphasise the role that constructive partnerships were playing in our work and would praise the work of staff.

Discussion centred on section 8 of the Report – *Organisational Structure and Culture*. Regarding the reduced Senior Management Team of 3 people, it was acknowledged that continuing vacancies in two Regional Managers' positions and the sick leave absence of the recently-appointed Curriculum and Welsh Medium Provision Manager and of the National Delivery Manager meant that additional challenges had resulted from interim arrangements continuing in place longer than anticipated. A sharing of responsibilities at SMT level had minimised that problem, and it was probable there would be a formal transfer of certain responsibilities from the Head of Curriculum and Resources to the Head of Learner Services and Human Resources post in the near future. Should there be continuing delays on staffing matters which adversely affected the organisation's overall stability or performance, then the Chief Executive undertook to consult the Council's three officers prior to the next Council meeting.

4. Coleg Harlech site update

Further developments on the Harlech site were discussed, starting with the lease agreement with Theatr Ardudwy. David Elis-Williams spoke of the improved tenor of discussions with the Theatr's Board, and of surveyors' inputs on both sides pointing to the second option set out in the paper before the Council being the preferred one in principle – both parties to agree a settlement figure for early termination of the lease, to be certified by a Quantity Surveyor, and for matters to be concluded by way of a full and final settlement with no recourse to future claims by either side. This was felt preferable to obtaining a surrender valuation on the unexpired term of the lease through the joint appointment of a Qualified Surveyor, requiring a thorough examination of all data pertaining to both parties in order to arrive at a conclusion which was uncertain for either party, and which contained a higher degree of jeopardy.

It had been useful to receive the recent correspondence from Theatr Ardudwy's Chairman (included as part of the papers) since this set out the basis of its claim and allowed negotiation to be undertaken on the terms that it was stipulating. A corrected final page (p. 4) of the paper titled 'Lease Surrender at Theatr Ardudwy' was tabled, showing how the figure of £75,760 which Theatr Ardudwy was requesting was arrived at through a mixture of future venue hire costs, pop-up cinema event fees, rent for office space over the remainder of the nominal duration of the lease, plus compensation for extraordinary losses during the winter of 2017-18. It was felt that there existed grounds for reducing this overall total through reasoned argument, and **the Harlech Steering Group was given authority by the Council to negotiate with flexibility for a counter-offer amount lower than that claimed, while trying to avoid involving an arbitrator as set out in the alternative option.** With the crucial importance of having vacant possession of the theatre building – consistently underlined by surveyors as an essential precursor to effective marketing of the site as a whole – **the Group was asked to expedite matters constructively.**

A second offer for the Harlech site had been received from a local developer, since the previous Council meeting. The compulsory demolition of the neighbouring St. David's Hotel had been put out to tender by Cyngor Gwynedd Council. The details of the land owned at Astor Fields, including current income received from a farmer for its use on a leasing basis, were discussed.

As for the library, the National Library of Wales had been on site and had already taken two pieces of furniture and a few books of national importance for safe keeping, with Addysg Oedolion Cymru | Adult Learning Wales's blessing. A costed action plan had recently been submitted by the National Librarian and had been circulated with the papers, representing a shift in position for the planned collaboration. Some staff and Council members spoke on how they felt the £49,500 required for it represented reasonable value for money in terms of the hiring of necessary expertise; but a number of managers and Council members questioned its cost and scale, some on the basis that it was the statutory duty of the National Library to undertake what it was proposing to do, without the need for our financial input. It was ascertained that Cyngor Gwynedd Council library service had confirmed it was not interested in receiving the book collection, and that Plas Tan y Bwlch at best only represented a short-term resolution on where to place the book collection. David Elis-Williams explained the crucial difference between the archives of Coleg Harlech as an institution, which the National Library wished to catalogue as being of national significance, and the far larger general book collection there in our library which was of little or no interest to the National Library. On that basis he **proposed that only three specific parts of the National Library's action plan – removal, boxing and storing key parts of the archive and furniture; planning and running the sale/auction of unnecessary book stocks; and arrangements for getting rid of any unwanted remaining book stock – should be funded, at a total cost of £4,500. In a vote there were 4 votes in favour, 2 against, and 1 abstention on this proposal, which was passed.**

The Council therefore agreed the following in terms of the Harlech site, following the review of and discussion on the documents before it:

- i) That early termination of the lease with Theatr Ardudwy be sought by the Harlech Steering Group on the basis of mutual agreement of an up-front settlement figure, certified by a Qualified Surveyor, in order for matters to be concluded by way of a full and final settlement as soon as was practicable;
- ii) That the Harlech Steering Group be given delegated authority to seek to negotiate a settlement figure which was ideally less than that initially proposed in a recent letter by the Chairman of Theatr Ardudwy, with that figure to be for consideration at the next Council meeting, and with the prospect always in mind that vacant possession of the theatre building was a goal that should be aimed for sooner rather than later;
- iii) That the recommendation that vacant possession of the theatre building be achieved first, prior to taking steps for a wider marketing campaign of the site for inviting offers and proposals from investors, be approved on the understanding that that might entail that offers already received could consequently be withdrawn;
- iv) That the action plan put forward by the National Librarian of the National Library of Wales relating to the library and archive contents at Harlech be partially approved, specifically in the amount of £4,500 towards three only of the tasks set out in her proposal document.

5. Proposed Three Year Financial Plan, 2018-19 to 2020-21

Mark Baines explained that the paper was based on a 1% per annum increase in Welsh Government's funding, confirmed for 2018-19 but merely assumed for the subsequent two years. The longer-term benefits of the travails caused by the 2017 staff restructure were shown here, in that surpluses were being forecast for each year. The document had been circulated in advance to Resources Committee members, enabling them to comment on it and raise questions to be answered more fully at its postponed meeting (to take place a fortnight later). However, none of the points raised by Committee members had queried the approach in the document, nor its underlying trends. David Elis-Williams, as the Resources Committee Chair, underlined the positive nature of having a budget with a surplus before us, had no issues of fundamental importance to raise having had the opportunity to discuss matters with the Head of Curriculum and Resources in advance, and proposed that the budget for 2018-19 be approved as it stood, allowing the Resources Committee to raise queries of detail or of further explanation at its forthcoming meeting.

In answer to questions raised at the meeting, the 2% cost of living salary increase (included in the 2018-19 figures) was based on guidance from the Welsh Government. A sum of £30,000 was included in the 2018-19 budget for a settlement agreement with Theatr Ardudwy, but no sum was included for the collaborative work with the National Library of Wales.

The revenue and capital budgets for 2018-19 were approved, and the trend of surpluses in the following two financial years was noted approvingly.

6. Report of the Audit Committee meeting held on 5 July 2018

The Committee, following a tendering exercise, recommended that the Council approve the re-appointment of TIIA as internal auditors for the organisation for a three year period (2018-19 to 2020-21). **This appointment was ratified by the Council.** A largely positive internal audit report for 2017-18 had been considered in detail at the Committee meeting. In studying the latest version of the Risk Register, the Committee had rejoined that a more comprehensive Risk Register was a preferable monitoring tool than too brief a one, in answer to the Council mooting that a shorter one be considered as an option at the previous Council meeting.

7. Proposals from the Campaign, Membership and Communications Group

Cath Hicks presented this paper, starting with the proposals to do with reviewing membership definitions. These were to be implemented in a two-tier approach, with some to be in place as from the new financial year starting on 1 August, and other more complex ones relating in particular to how branches fitted into the wider organisational structure being for future consideration. **This was approved, with a request that a future membership report be brought to the Council delineating the number of current members in each membership category.**

On the Welsh Government's proposals for the establishment and operation of the Tertiary Education and Research Commission for Wales (the *PCET proposals*), the Campaign, Membership and Communications Group's response had been distributed to Addysg Oedolion Cymru | Adult Learning Wales's members with encouragement for them to approach their National Assembly Members and Members of Parliament in a virtual advocacy campaign on behalf of the importance of lifelong learning. Over 1,000 pieces of communication had already resulted from that virtual campaign, with activity rates being comparatively lower in rural constituencies: further reminder calls to action would go out to members in the few days remaining prior to the deadline for submissions the following week. A full 'technical' response from the organisation (circulated for information to all Council members earlier that week) would also be submitted before that deadline.

On the Campaign, Membership and Communications Group's draft response to consultation on the delivery and funding structure of adult learning in Wales, the version before the Council would be changed as a consequence of certain conclusions reached in the Strategic Planning sessions earlier in the day and used for advocacy purposes amongst the membership. **The organisation's more comprehensive response to the Welsh Government's consultation and its 17 questions would now be prepared, with a view to bringing it back for final approval at September's Council meeting.**

8. Follow-up from the Strategic Planning Day sessions and feedback on the Council meeting

The discussion and conclusions reached earlier that day at Plas Tan y Bwlch would be incorporated in a revised Strategic Plan for the organisation, to be presented at the early September meeting of the Council; that would also receive the organisation's full response to the delivery and funding of adult learning in Wales (see minute 7 above). There was a general feeling that the day had been well-structured, with positive input from all, and there was particular appreciation of the engagement shown and contributions made by the staff present. The venue had proved to be an appropriate one for such a venture and for the Council meeting itself too.

9. Forthcoming Council and other meeting dates confirmed for the diary

- 2018 - Thursday 6 September: Swansea
- Thursday 22 November: Wrexham
- 2019 - Tuesday 29 January: Cardiff
- Monday 4 March: Newtown
- AGM – Saturday 23 March: venue in northern Wales
- Friday 17 May: Ebbw Vale
- Thursday 18 July: Llandudno Junction

ACTION POINTS

Reference	Minute name	Action agreed	Action by whom	Action by when
Minute 2	Procedural matters relating to Council membership and the Presidency	The Clerk would look at the matter of Council members' terms of office from a constitutional perspective.	ST	Sept. 2018
		A written remit and job description would be prepared for the role of President for the September Council meeting.	ST / JG / SR / TS / KR	Sept. 2018
Minute 4	Coleg Harlech site update	<p>Early termination of the lease with Theatr Arudwy would be sought by the Harlech Steering Group on the basis of mutual agreement of an up-front settlement figure, certified by a Qualified Surveyor, in order for matters to be concluded by way of a full and final settlement (with no recourse to future claims) as soon as was practicable. The Harlech Steering Group was given delegated authority to seek to negotiate a settlement figure which was ideally less than that initially proposed in a recent letter by the Chairman of Theatr Ardudwy, with that figure to be for consideration at the next Council meeting, and with the prospect always in mind that vacant possession of the building was a goal that should be aimed for sooner rather than later.</p> <p>The recommendation that vacant possession of the theatre building be achieved first (prior to taking steps for a wider marketing campaign on the site for inviting offers and proposals from investors) was approved.</p> <p>The proposals put forward by the National Librarian of the National Library of Wales relating to the library contents and archive at Harlech were only partially approved, in the amount of £4,500 towards the boxing and storing of the institution's archive</p>	Variously regarding Harlech: KR / MB / Harlech Steering Group / JG / SR / TS	<p>Aug. 2018</p> <p>Sept. 2018</p> <p>Aug. 2018</p>

		materials and the preparation for sale/auction and disposal of the book collection.		
Minute 7	Proposals from the Campaign, Membership and Communications Group	<p>A future membership report be brought to the Council delineating the number of current members in each membership category.</p> <p>The organisation's full response to the Adult Learning in Wales consultation document from the Welsh Government would be prepared with a view to bringing it back for approval at the September Council meeting.</p>	<p>CH</p> <p>KR / CH</p>	<p>Nov. 2018</p> <p>Sept. 2018</p>
Minute 8	Follow-up from the Strategic Planning Day sessions	A revised Strategic Plan for the organisation would be presented at the early September meeting of the Council.	KR et alia	Sept. 2018