



Cardiff and Vale College
Coleg Caerdydd a'r Fro

Cardiff and Vale College
Further Education Corporation

Annual Report of the Head of Group Corporate Governance/ Clerk to the Corporation 2020-21

To be presented at the AGM
7 December 2021 at 9.30am

Author:

Louise Thomas, Head of Group Corporate Governance/
Clerk to the Corporation, 23 November 2021

Introduction

The following is the Clerk’s Annual Report to the Corporation for the year 1 August 2020 to 31 July 2021. This Report is requested by WG for the Provider Assurance and Governance Services (PAGS).

I, Louise Thomas, was appointed as Clerk to the Corporation on 25 May 2012 and have undertaken this duty since this date.

It provides a significant degree of assurance to the Corporation that its’ activities have been undertaken in accordance with the implementation of governance as determined in Schedule 1 of the Instrument of Government as laid out in the Cardiff and Vale College Further Education Corporation. These were firstly amended in July 2015, following on from the College’s restructure of its’ Governing Body, and have subsequently been amended and approved in July 2018 to consider the acquisition of ACT.

A strategic review of the Governing Body has meant a new ‘Health & Wellbeing’ Committee has been established, with the first meeting during the period of this report.



Board Structure

At any one time during the academic year, the Governing Body was composed of a total of 29 members, and, in accordance with the Instruments of Government, the determination was, for the period between 1 August 2020 to 31 July 2021, as follows:

Full Governors (not including Local Authority, Group Chief Executive, Staff or Student Governors)	14
Co-opted Governors	7
Local Authority Members (Cardiff and Vale Councils)	2
Staff Governors (Academic/Business Support)	2
Sabbatical Officer/Student Governors	2
Group Chief Executive	1
Independent Member Remuneration Committee	1*

*The appointment of an Independent Member of the Remuneration Committee is a direct result of WG guidance and best practice.

In addition to this, the Co-opted Committee Members on each Committee were as follows:

Audit	5
Finance, Estates and HR	1
Curriculum, Quality and Student Affairs	4
Health & Wellbeing	4

(Please note, most Co-opts sit on more than one Committee, however, there is no 'crossover' between Audit and FECHR Committee membership)

All members of the Governing Body comply with the eligibility requirements and once appointed receive a full induction from the Head of Group Corporate Governance/Clerk.

A Register of Interests of Corporation Members is maintained and kept up-to-date by the Head of Group Corporate Governance/Clerk and is available for public inspection.

A Register of Gifts and Hospitality (as per the Code of Conduct, second revision and approval in September 2018) of Corporation Members and Senior Post Holders is maintained and kept up-to-date by the Head of Group Corporate Governance/ Clerk and is available for public inspection.

I can confirm no payments have been made which remunerate members of the Governing Body for their services as members in the period 1 August 2020 to 31 July 2021.

Meetings

I can confirm the following:

All the meetings of the Governing Body and its' Committees were quorate in the period 1 August 2020 to 31 July 2021

Each Committee reviewed and amended (where appropriate) its' respective Terms of Reference at the start of the Academic Year

The Governing Body has received financial reports at least once every term in the period 1 August 2020 to 31 July 2021

Due to continuing Covid restrictions, all meetings were held via the Teams virtual platform

The Governing Body's monthly meetings were as follows:

9 September 2020

2 March 2021

13 October 2020

13 April 2021

3 November 2020

11 May 2021

8 December 2020

9 June 2021

12 January 2021

6 July 2021

2 February 2021

The annual **Governor Strategy Day** took place on 9 December 2020, whereby the theme was 'Wellbeing'. As a result of this, the Group Chief Executive announced a new 'Health & Wellbeing' Committee would be established.

The College has been taking an active part in a 3-year ESRC (Economic and Social Research Council) project on FE Governance, with the Clerk forming part of the Impact Group. This project will be reporting on findings and reporting in the autumn of 2021.

Meetings

The following Committee meetings were held on the following dates:

Audit Committee:

24 September 2020

25 February 2021

26 November 2020 (Approval of the Group's Accounts for the period of this Report)

17 June 2021

Curriculum, Quality and Student Affairs Committee:

10 October 2020

25 March 2021

24 November 2020 (Approval of Group's Self-Assessment Reports)

5 July 2021

Finance, Estates, Commercial and HR Committee:

15 October 2020

28 January 2021

19 November 2020 (Approval of the Group's Accounts for the period of this Report)

18 March 2021

24 June 2021

Remuneration Committee:

15 October 2020

28 January 2021

19 November 2020 (Approval of the Group's Accounts for the period of this Report)

18 March 2021

24 June 2021

Search & Governance Committee:

18 February 2021

AGM (2020/21):

7 December 2021

16 March 2021

Health & Wellbeing Committee:

23 June 2021

Vale Campus Steering Group:

12 April 2021

Governor Training and Events

Safeguarding Update, James Donaldson and Lisa Purcell

Unconscious Bias, Yusuf Ibrahim

CQSA Committee Training Updates

Group Safeguarding Report, James Donaldson

Group Learner Voice Presentation, Student Governors Sudhuf Khan and Marta Floris

Respect and Racism, Michell Hiller-Forster

The Clerk's Activities and Continual Professional Development

Group Safeguarding Report, James Donaldson

Group Learner Voice Presentation, Student Governors Sudhuf Khan and Marta Floris

Respect and Racism, Michell Hiller-Forster

The Clerk's Activities and Continual Professional Development

The Clerk's activities for the year have been significantly affected by Covid but are as follows:

Monthly virtual FE Clerk's Network with no residential forum this year due to Covid

Monthly virtual ESRC Impact Group updates

Attendance of the following internal senior management meetings on behalf of, the Governing Body:

- The Quality Standards Board
 - Safeguarding Committee
 - The HE Academic Board
 - SPG (Senior Planning Group)
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The Clerk holds the CIPFA Certificate and Diploma in Corporate Governance.

Membership of Governing Body

Mr Bart Haines, Vice Chair

The Governing Body very sadly reported the death of its' beloved Vice Chair, Mr Bart Haines on 14th January 2021. Bart dedicated over two decades of service to the Board, firstly as a Governor of Barry College and throughout the subsequent merger and formation of Cardiff and Vale College. Bart is missed by all his fellow Governors and Executive team who have lost a highly respected friend, guide and mentor.

A meeting of the Search & Governance Committee recommended the appointment of Professor Danny Saunders as Vice Chair, which was duly approved by the Governing Body.



Please note the Appendices to follow:

Group Structure and Committee Membership

Governor Attendance
