



COLEG GWENT FURTHER EDUCATION CORPORATION



GOVERNANCE OFFICER'S ANNUAL REPORT FOR YEAR ENDED 31 JULY 2021

INTRODUCTION

This report has been prepared to summarise the activities of the Coleg Gwent Further Education Corporation (The Board) during the year to 31 July 2021. It also provides assurance that the Corporation has met its statutory responsibilities and acted within the governance structure set out in the Coleg Gwent Instrument & Articles of Government.

The Corporation adopted the Code of Good Governance for Colleges in Wales (The Code) in October 2016. The Code sets out statutory requirements and recommended best practice in governance to support college boards to successfully meet their responsibilities. The Coleg Gwent Board seeks to meet (and where possible, exceed) the expectations of the Code.

COVID-19

In response to the COVID-19 pandemic and in line with Welsh Government guidance, Coleg Gwent operated remotely for a significant part of the 2020-21 academic year. The Board was pleased to see learners returning to campus to some extent after the Easter break but it continued to meet remotely and all Board and committee meetings were held via Microsoft Teams.

The Board has continued to receive regular updates on the college's response to the crisis and the implementation of Welsh Governance guidance. Additionally, the Link Governor for Health & Safety attended meetings of the Health, Safety & Sustainability Steering Group.

GOVERNANCE & ONGOING IMPROVEMENT

The work of the Board is supported by sub-committees, with each having an annual work programme that aligns to the college business. A Schedule of Delegation has been approved by the Board. This provides clarity and consistency to the decision-making process.

The Instrument & Articles and Standing Orders of the Corporation are reviewed every three years. The latest review took place during 2020-21 and both updated documents were approved by the Board in May 2021. Copies of these documents, along with Terms of Reference for the Board's sub-committees can be found on the Coleg Gwent website at: <https://www.coleggwent.ac.uk/governance>

The Corporation is committed to excellence in governance and ongoing improvement. To support this, during 2020-21 an updated Governance Self-assessment process was introduced on the recommendation of the Search & Governance Committee. Members completed the process during the summer break and the outcomes and actions points from this will be reviewed by Board in autumn 2021.

CORPORATION MEMBERSHIP

To ensure that each committee is able to operate effectively and with an appropriate level of independence, the Board resolved in February 2021 to increase the determined number of members to 22. Membership now comprises 16 independent Governors, 2 Staff Governors, 3 Student Governors and the Principal/Chief Executive.

In addition, the Corporation has two independent External Members who serve on the Audit Committee.

2020-21 membership

The members who served on the Coleg Gwent Corporation during 2020-21 were:

• Mark Langshaw MBE	Chair of Governors	
• Sue Ball	Vice Chair of Governors	
• Guy Lacey	Principal/Chief Executive	
• Anthony Basnett	Governor	
• Elizabeth Brimble	Governor	
• Andrew Clark	Governor	Appointed February 2021
• Emma Davies	Governor	Appointed February 2021
• Gavin Evans	Student Governor (HE)	Appointed February 2021
• Jamie Farr	Governor	Appointed February 2021
• Aaron Feist	Student Governor (FE)	
• Christopher Freegard OBE	Governor	
• Darragh Hanley-Crofts	Governor	
• Sian Hughes	Staff Governor	
• Ray Morrison	Governor	
• John Phelps	Governor	
• Matthew Preece	Governor	
• Wendy Rogers	Governor	
• Elizabeth Swaffield	Governor	
• Martin Veale	Governor	
• Dorota Lee	External Member of Audit Committee	Appointed June 2021
• Gareth Watts	External Member of Audit Committee	
• Hamed Amiri	Governor	Retired March 2021
• Hilary Aldridge	Governor	Resigned November 2020
• Zoe Engstrom	Student Governor (FE)	Appointed January 2021
		Resigned May 2021
• Megan Grace	Student Governor (FE)	Retired December 2020
• Samantha Morgan	Student Governor (HE)	Resigned December 2020

Appointments

All appointments to the Corporation are subject to Board approval on the recommendation of the Search & Governance Committee. Staff and Student Governors are elected by their peers but also meet with the committee prior to final approval of their appointment by the Board.

Term of Office

With the exception of the Principal/Chief Executive and Student Governors, all members are appointed for a three-year term of office. They may normally serve a maximum of three terms (nine years in total). The Board is of the view that this length of term enables Governors to develop a good understanding of the College and supports continuity of leadership, whilst allowing for the regular introduction of fresh ideas and perspectives.

Re-appointment at the end of each three-year term is not automatic. Staff Governors must seek re-election by their peers and independent Governors may apply for re-appointment. The final decision to re-appoint rests with the Board, on the recommendation of the Search & Governance Committee and is based on a review of the contribution and commitment of the member, alongside the current membership needs of the Board as a whole.

Student Governors are normally appointed for one year but the Board may extend this by up to a year if in the best interests of the Board. Student Governors may serve a maximum of three terms of office.

Eligibility

Applicants for appointment are provided with information on the eligibility criteria for Board and Charitable Trustee appointments and sign a declaration confirming that they meet these criteria. The eligibility of all new members is checked by the Governance Officer prior to Board approval of the appointment. This includes checks against the Disqualified Directors and Insolvency Registers. Members are also required to complete an Enhanced DBS application. All members sign to confirm their eligibility at appointment and re-affirm their eligibility on an annual basis.

Chair and Vice Chair

The Corporation operates with a Chair and one Vice Chair. Each is elected by the Board to serve a two-year term of office. At the end of their term of office they may seek re-election to serve up to three terms (six years in total) in that role. The election of the Chair and Vice Chair takes place in alternate years to support effective succession planning and continuity of leadership.

In 2020-21 the Chair of Governors was Mr Mark Langshaw. He was first elected to the role in August 2018 and was re-elected in July 2020 to serve a second two-year term to July 2022.

Mrs Hilary Aldridge served as Vice Chair to November 2020. Following her resignation, Mrs Sue Ball was elected to the role to complete Ms Aldridge's term of office to July 2021. Mrs Ball was subsequently re-appointed by the Board to serve a further two-year term from August 2021 to July 2023.

Governors with special responsibilities (Link Governors)

Link Governors attend operational steering group meetings and provide an additional layer of assurance to the Board on key governance areas. This helps to ensure that any concerns or emerging issues can be flagged to the Board at an early stage.

The Link Governors during 2020-21 were:

- | | |
|-------------------------|-----------------|
| • Diversity & Inclusion | Mr Hamed Amiri |
| • Health & Safety | Mr John Phelps |
| • Safeguarding | Mr Ray Morrison |

As of June 2021, an additional Link Governor role has been established relating to Information Governance & Cybersecurity. From 2021-22 this role will be filled by Mr Andrew Clark.

Expenses

Members of the Corporation and its committees serve on a voluntary, unremunerated basis. Members may claim for reasonable travel and subsistence incurred in direct relation to their role. Expenses claimed relate mainly to travel to and from meetings but may also include refreshments, non-alcoholic beverages and essential consumables.

Expenses are claimed through the college's self-service HR portal and are checked and authorised by the Governance Officer. If the Chair submits a claim, this is checked and authorised by both the Governance Officer and Vice Principal (Resources & Planning) or the Principal/Chief Executive.

Due to the COVID-19 lockdown and the ongoing use of remote meetings, no expenses were claimed by members during 2020-21.

Contracts for the supply of goods and services

During the year ended 31 July 2021, no contract for goods or services has been awarded by Coleg Gwent to any Corporation or committee member, or to any organisation with which a member is directly connected, except in the pursuit of its recognised business of providing education and training for the benefit of the local community.

Interests

On appointment, and annually thereafter, all members complete a Declaration of Interests. This lists all interests which they (or a close family member) has that could (or could be seen to) present a conflict in the exercise of their independent judgement when carrying out their responsibilities as a Governor/committee member. The Register of Members' Interests is maintained by the Governance Officer. An agenda item is included at each Board and committee meeting to allow for members to declare any interest in relation to specific items and topics for discussion. All declared interests, along with any action taken, are recorded in the minutes.

The Register of Members' Interests for 2020-21 is reproduced below:

Name	Details of interests	Date interest disclosed	Date Register updated
Hilary Aldridge (Vice Chair) Resigned 05.11.21	<ul style="list-style-type: none"> Partner, Wyewood Properties Director, Cernunnos Developments Ltd. Partner, Nathan House Flats Member, Ridgeway Learning Partnership Former Governor, York College (ceased) Director, Brook House Flats Ltd. Director, Hanbury Court Residential Ltd. 	23.04.18 23.04.18 23.04.18 23.04.18 23.04.18 08.10.18 21.10.19	24.04.18 23.04.18 23.04.18 23.04.18 01.08.18 08.10.18 30.10.19
Hamed Amiri Retired 31.03.21	<ul style="list-style-type: none"> Employee, NewLaw Solicitors, Cardiff Former Employee, Target Group Ltd (ceased June 2020) 	18.06.19 16.04.18	26.06.19 16.04.18
Sue Ball	<ul style="list-style-type: none"> Employment: Assistant Director of Workforce and Organisational Development, Aneurin Bevan University Health Board Member Parochial Church Council, St Marks Church, Newport 	26.03.18 26.03.18	23.04.18 23.04.18
Anthony Basnett	<ul style="list-style-type: none"> Employee – VMWARE from 17.06.19 Former employee, Cisco International Ltd. (ceased 16.06.19) Wife – Coleg Gwent employee 	21.05.19 17.01.18 17.01.18	22.05.19 22.05.19 19.01.18
Elizabeth Brimble	<ul style="list-style-type: none"> Director of Qualifications, Registration and Fitness to Practice, Education Workforce Council Adult daughter a student at Crosskeys Campus 	29.05.19 11.09.20	10.06.19 02.10.20
Andrew Clark	<ul style="list-style-type: none"> Daughter employed by another Welsh FE college Co-opted Audit & Risk Committee Member at AQA Examination Board Former employee, Welsh Government (retired 31.01.21) Independent Member, Audit, Risk & Assurance Committee, Audit Wales (w.e.f. 01.07.21) 	01.03.21 01.03.21 01.03.21 20.07.21	15.03.21 15.03.21 15.03.21 22.07.21
Emma Davies	<ul style="list-style-type: none"> Employee, Willis Towers Watson 	24.02.21	15.03.21
Zoe Engstrom (Student Governor) Resigned March 2021	<ul style="list-style-type: none"> Student, Coleg Gwent 	13.12.20	13.12.20
Gavin Evans	<ul style="list-style-type: none"> Student, Coleg Gwent 	01.03.21	01.03.21
Jamie Farr	<ul style="list-style-type: none"> Owner/Director of YourNorth Ltd Founder/Director of YourNorth Veterans – a Community Interest Company 	12.03.21	12.03.21
Aaron Feist (Student Governor)	<ul style="list-style-type: none"> Student, Coleg Gwent 	17.01.20	28.01.20
Christopher Freegard	<ul style="list-style-type: none"> Deputy Lieutenant of Gwent Former Governor, University of South Wales (ceased 31 July 2020) Trustee – Kaleidoscope Project Wife – Head of Qualifications Wales Sponsorship Unit, Welsh Government 	12.01.20 12.01.20 12.01.20 12.01.20	07.02.20 31.07.20 07.02.20 07.02.20
Megan Grace (Student Governor) Retired 31.12.20	<ul style="list-style-type: none"> Student & Student Ambassador Coleg Gwent Sister employed by Coleg Gwent 	17.01.20 17.01.20	17.01.20 17.01.20
Darragh Hanley-Crofts	<ul style="list-style-type: none"> Employee, British Broadcasting Corporation 	01.08.17 01.08.17	30.09.17 30.09.17

	<ul style="list-style-type: none"> Member, Institute of Chartered Accountants England & Wales (ICAEW) 		
Sian Hughes (Staff Governor)	<ul style="list-style-type: none"> Staff member, Coleg Gwent No other interests declared 	-	03.10.16
Guy Lacey (Principal/Chief Executive)	<ul style="list-style-type: none"> Governor, Blackwood Comprehensive School, Caerphilly Governor, Monmouth Comprehensive School, Monmouth Advisor, YPRENTIS (partnership between Melin Homes and Monmouthshire CC) 	08.10.15 08.10.15 17.04.18 01.09.18	08.10.15 08.10.15 17.04.18 01.01.19
	<ul style="list-style-type: none"> Director/ Chair, Colegau Cymru 	01.09.18	01.09.18
Mark Langshaw (Chair)	<ul style="list-style-type: none"> Director of Continental Teves (Employment). Company is a training customer of the College and employs apprentices that attend the College. 	09.11.16	10.11.16
	<ul style="list-style-type: none"> Chair, Blaenau Gwent Effect Project, BG CBC (unremunerated) 	09.11.16	09.11.16
	<ul style="list-style-type: none"> Chair Blaenau Gwent Enterprise Board (unremunerated) 	09.09.18	09.09.18
	<ul style="list-style-type: none"> Chair of Strategic Advisory Board, Tech Valleys (unremunerated) 	09.09.18	09.09.18
	<ul style="list-style-type: none"> Director, Welsh Automotive Forum (unremunerated) Appointed as Interim Chair of Welsh Automotive Forum (unremunerated) 	09.11.16 28.06.21	09.11.16 28.06.21
Samantha Morgan (Student Governor) Resigned 01.12.20	<ul style="list-style-type: none"> Student, Coleg Gwent Employee (P/T) Target Group 	26.02.20 26.02.20	26.02.20 26.02.20
Ray Morrison	<ul style="list-style-type: none"> Joint owner and co-director, Bowmor Ltd. Trading as Bluebird Care Newport (domiciliary care provider of adult social services) 	09.08.18	09.08.18
	<ul style="list-style-type: none"> Volunteer (Dementia Friends Champion), Alzheimers Society 	09.08.18	09.08.18
	<ul style="list-style-type: none"> Member, Newport CC Dementia Friendly City Implementation Group 	09.08.18	09.08.18
	<ul style="list-style-type: none"> Member, Greater Gwent Health, Social Care & Wellbeing Provider Forum 	09.08.18	09.08.18
	<ul style="list-style-type: none"> Member, Aneurin Bevan University Health Board, Domiciliary Care Executive Liaison Group 	09.08.18	09.08.18
John Phelps	<ul style="list-style-type: none"> Self-employed FE Education & Training Consultant including: <ul style="list-style-type: none"> Qualifications Wales – review of engineering qualifications (Sector Advisor) Work based learning assessment work for Merthyr College 	29.05.19	10.06.19
Matthew Preece	<ul style="list-style-type: none"> Self-employed – Business Doctor (paid consultancy to businesses across Gwent). Vice President of BNI Celtic – referral networking group based in Newport Wife – Financial Director, Aviva 	16.01.20 16.01.20 16.01.20	26.01.20 26.01.20 26.01.20
Wendy Rogers	<ul style="list-style-type: none"> Staff member, Coleg Gwent 	10.08.18	10.08.18

(Staff Governor)	<ul style="list-style-type: none"> Deputy Chair, UCU, Coleg Gwent Chair, UCU Crosskeys Campus UCU Rep, Pontypool & Usk Campus 	10.08.18 10.08.19 10.08.19	10.08.18 10.08.19 10.08.19
Lizzie Swaffield	<ul style="list-style-type: none"> Employee Education Endowment Trust Former employee Qualifications Wales (Qualifications Manager) ceased August 2020 Shareholder, Swaffield Ltd (Engineering services business) Husband - owner Swaffield Ltd Member, Grange Pavilion Charitable Incorporated Organisation (Local community asset transfer project in partnership with Cardiff University) 	28.09.20 02.10.20 20.06.17 20.06.17 19.07.18	02.10.20 02.10.20 31.07.17 31.07.17 19.07.18
Martin Veale	<ul style="list-style-type: none"> Independent Member & Audit Committee Chair, Velindre University NHS Trust. (Remunerated) & Trustee of Velindre Fundraising Charity 	15.03.16	16.03.16
	<ul style="list-style-type: none"> Board Member and Chair of Audit & Risk Committee, Sport Wales 	01.09.18	05.09.18
	<ul style="list-style-type: none"> Justice of the Peace, Mid Wales Bench, HM Courts & Tribunals Service 	12.09.16	03.11.16
	<ul style="list-style-type: none"> Audit Committee Lay Member, Pembrokeshire County Council 	06.09.19	15.11.19
	<ul style="list-style-type: none"> Lay Member, Merthyr Tydfil CBC Standards Committee 	11.04.19	11.04.19
	<ul style="list-style-type: none"> Director, Pen Y Cymoedd Windfarm Development Community Interest Company (due to commence June 2019) 	11.04.19	11.04.19
	<ul style="list-style-type: none"> Governor, Hawthorn High School (unremunerated) 	20.01.20	27.01.20
	<ul style="list-style-type: none"> Member of the Audit & Risk Assurance Committee, Health & Social Services Directorate, Welsh Government 	20.01.20	27.01.20
	<ul style="list-style-type: none"> Lay Member of Audit Committee, Blaenau Gwent County Borough Council 	07.01.21	25.01.21
	<ul style="list-style-type: none"> Member of Audit & Risk Committee, Hafod Housing Association, Cardiff 	07.01.21	25.01.21
	<ul style="list-style-type: none"> Lay Member of Standards Committee, Mid and West Wales Fire Authority (from April 2021) 	10.05.21	11.05.21
	<ul style="list-style-type: none"> Member of Joint Audit Committee (reporting to Chief Constable and Police & Crime Commissioner for South Wales) (from May 2021) 	10.05.21	11.05.21
Gareth Watts (External Member)	<ul style="list-style-type: none"> Head of Governance & Assurance, Senedd Cymru/Welsh Parliament (Employment) Governing Body Member, Meadowbank School, Cardiff 	20.10.15 17.10.17	25.10.15 08.11.17
Paul Davenport (External Member) Resigned May 2021	<ul style="list-style-type: none"> Employed by Vauxhall Finance – Strategy & Transformation Director 	15.12.15	21.12.15
Dorota Lee (External Member) Appointed 01.06.21	<ul style="list-style-type: none"> Employment: Head of Data Assurance, Office for Students Member, Independent Monitoring Board, HMP USK (voluntary) Justice of the Peace, Adult & Family Court, Gwent Bench 	23.06.21 23.06.21 23.06.21	01.07.21 01.07.21 01.07.21

Induction and Development of Corporation members

Newly appointed members are provided with an electronic Induction Pack that includes copies of key documents such as the Coleg Gwent Instrument & Articles of Government and Standing Orders, the Memorandum of Financial Understanding with Welsh Government and the Code of Good Governance for Colleges in Wales. Key college documents and general guidance are also included. The information can be made available in different formats if required.

New members receive an induction that includes initial meetings with the Governance Officer, Chair and Principal/Chief Executive. These meetings provide an overview of the College and its strategic Mission and Vision as well as key governance matters. A second phase induction involves meetings with each of the Vice Principals who provide an overview of their areas of responsibility. Governors are also encouraged to participate in visits to our five campuses, however this has been limited since March 2020 due to COVID-19 control measures.

All members have access to a wide range of information and guidance electronically and Governors complete mandatory online training modules in Safeguarding, Prevent and Equality & Diversity. Where possible, Governors also support events across college including exhibitions, performances and competitions. During 2020-21 opportunities to engage with college activities were limited but members did participate in some online events including the annual 'Celebrating Excellence' evening.

Briefings prior to meetings keep the Board informed of emerging issues and key initiatives. During 2020-21 the Board received briefings on:

- Updated Welsh Government Safeguarding Guidance
- Cybersecurity - Board Responsibilities

Additionally, during 2020-21, Governors received training from the college's legal advisors on the Disciplinary Appeals process and a number of members participated in external events on cybersecurity, the role of FE in economic recovery and the future of the FE sector.

Board Diversity

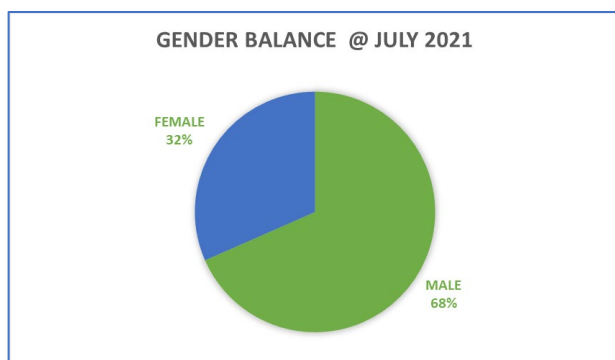
The Board fully supports and is committed to the college Diversity Statement:

'We are an inclusive and diverse college where everyone is welcome. A place where you can be who you are without fear of judgement. A respectful environment, open-minded to different cultures, attitudes, beliefs and outlooks, where everyone belongs'.

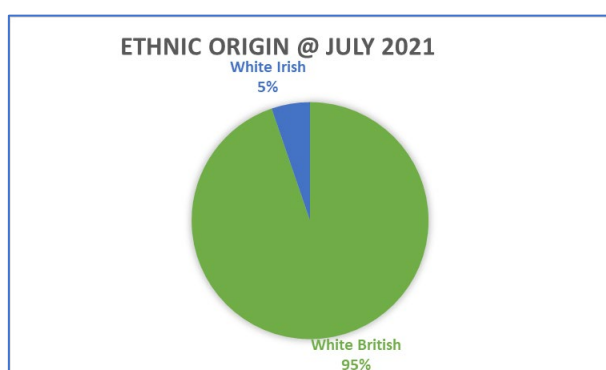
Board diversity is monitored by the Search & Governance Committee which reviews diversity and skills profile data regularly. Over recent years efforts have been made to broaden the reach of Governor recruitment through the use of different methods. This includes direct contact, websites, social media, professional and community networks, trade bodies and recruitment sites. In its Self-assessment Report for 19/20, the Board acknowledged its role as a driver for diversity and inclusion and identified this as an area for further development, recognising the value of diverse viewpoints in the decision-making process. The Search & Governance Committee has continued to review the recruitment process and during autumn 2021, a recruitment to fill two vacancies on the

Board will target underrepresented groups. All future recruitment will seek to reach the widest possible pool of potential applicants.

Board diversity as at 30 July 2021:



No Board members identified as 'non-binary' or 'other'.



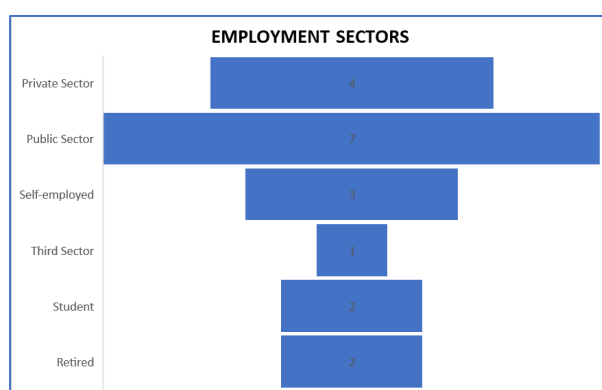
One member who served during 2020-21 (but stepped down in May 2021), identified as 'Asian/Afghan'.

Age profile:



Disability: 1 Governor has declared a disability/long term condition

Welsh language: 1 Governor is a fluent Welsh speaker



A range of professional/experience backgrounds are represented on the Board. Specific employer experience includes:

- Health & social care
- Digital technologies
- Engineering
- Finance, Audit & Accounting
- Education
- Retail
- Insurance

Succession Planning

The Search & Governance Committee regularly monitors appointment dates alongside Board skills and diversity data and advises the Board on succession planning and recruitment. A Succession & Membership Policy was approved by the committee in July 2021.

CORPORATION ACTIVITY

Board Meetings

As already noted, meetings of the Board and its committees continued to be held remotely via Microsoft Teams throughout 2020-21. The Board met five times on the following dates:

- 29 September 2020
- 1 December 2020
- 23 February 2021
- 25 May 2021
- 20 July 2021

The agreed quorum for Board and committee meetings is 50% attendance of eligible members. All Board meetings in the year were quorate.

Reporting and monitoring

At each meeting the Board receives a report from the Principal on key college and FE sector developments. The Vice Principal (Resources & Planning) presents a detailed report outlining financial performance against budget, financial KPIs and in-year financial forecasts at each meeting and the Vice Principal (Curriculum & Quality) provides updates on learner recruitment and quality issues. Both Vice Principals also support updates from relevant sub-committees.

The Board receives regular assurance updates on key governance responsibilities such as Safeguarding, Diversity & Inclusion, Health, Safety & Sustainability and Information Governance as well as progress on capital projects.

Each sub-committee reports on its activities and shares copies of draft minutes and (where relevant) papers. Items may be escalated for the Board's approval or review whilst other items provide assurance and keep the Board as a whole informed of key developments across different areas of the college.

Expenditure approval

In accordance with the College's Financial Regulations (last reviewed and approved by the Board in July 2020), the Board approves all capital expenditure in excess of £250,000. Progress on major projects is monitored by the Finance & Resources Committee, with 'dashboard' summaries shared to the full Board for information.

During 2020-21, the Board approved capital expenditure for an upgrade of the engineering workshop and changing facilities at Crosskeys Campus, as well as new equipment in engineering workshops at Newport and Crosskeys. A revised capital expenditure plan was

also approved in relation to the development of a Catering, Hospitality & Tourism Centre at Usk Campus.

Committees

The Corporation operates with five sub-committees. These support its work and enable Governors to develop a more in-depth understanding of specific areas. The current sub-committees are:

Audit Committee	Chaired by Mr Martin Veale
Curriculum & Quality Committee	Chaired by Mrs Lizzie Swaffield
Finance & Resources Committee	Chaired by Mr Anthony Basnett
Search & Governance Committee	Chaired by Mrs Sue Ball
Remuneration Committee	Chaired by Mr M Langshaw MBE

In addition to these committees, the Appeals Committee is convened for the purpose of hearing Disciplinary Appeals and ad-hoc working groups may be established for specific projects or reviews.

Audit Committee

The Audit Committee comprises four Governors and two additional, External Members with specialist audit, accountancy or governance experience.

The Chair of the Corporation and Principal/Chief Executive do not serve on the Audit Committee and in accordance with the Welsh FE Audit Code of Practice (ACOP) requirements, membership excludes staff and student members and members of the Finance & Resources Committee.

The Principal and Vice Principal (Resources & Planning), do however attend all meetings, along with the Director of Finance. Other senior managers are invited to attend where appropriate, in relation to specific items for discussion. Representatives of the internal audit (TIAA) and external audit (PwC) services attend all meetings of the committee and the committee holds private discussions with these representatives at least once a year, from which all college staff are excluded.

In 2020-21 the Audit Committee met four times on:

- 17 November 2020
- 9 March 2021
- 11 May 2021
- 6 July 2021

All meetings of the committee in 2020-21 were held remotely and all were quorate.

Following each meeting, the committee provides an update report to the Board along with copies of draft minutes and relevant papers. As required by the ACOP, the committee also submits a detailed Annual Report to the Board. This report gives an overview of committee business and provides the Audit Committee's opinion on the college's risk management,

internal control and governance processes. The Audit Committee opinion is based on its own work and that of the internal and external auditors for the year, with the Internal Audit Annual Report being submitted for review by the Board at the same time. Following review by the Board, these reports forms part of the Corporation's annual submissions to Welsh Government.

Curriculum & Quality (C&Q) Committee

The C&Q Committee oversees performance and key developments in all areas of quality and curriculum, including student recruitment and retention, assessment, attainment, curriculum planning, Learner Voice, Safeguarding and learner support.

Membership of the committee comprises nine Governors, including Student Governors and the Teaching Staff Governor. Meetings are also attended by key members of the Senior Leadership Team:

- Vice Principal (Curriculum & Quality)
- Faculty Directors (x3)
- Director of External Engagement
- Director of Quality & Learner Experience
- Director of Curriculum & Information Services

During 2020-21, the committee met four times on:

- 10 November 2020
- 19 January 2021
- 20 April 2021
- 22 June 2021

All meetings were held remotely and all were quorate.

Finance & Resources (F&R) Committee

The F&R Committee advises the Board and monitors performance in matters relating to financial management, human resources, ICT and estates. The committee also monitors progress on major capital projects.

Membership comprises seven Governors, including the Business Support Staff Governor. Meetings are also attended by key members of the Senior Leadership Team:

- Vice Principal (Resources & Planning)
- Director of Estates
- HR Director
- ICT Director
- Finance Director

The committee met four times during 2020-21 on:

- 20 November 2020
- 26 January 2021

- 27 April 2021
- 15 June 2021

All meetings were held remotely and all were quorate.

Search & Governance (S&G) Committee

The S&G Committee advises the Board on matters relating to governance and Corporation membership. This includes recruitment of members, succession planning, Governor development and diversity. Whilst appointment to the Corporation is the responsibility of the Board as a whole, the S&G Committee oversees the recruitment process and its advice and recommendations must be considered by the Board.

The committee comprises six Governors including the Corporation Chair, the Principal/Chief Executive and one Student Governor.

During 2020-21 the committee met five times on:

- 24 November 2020
- 25 January 2021
- 4 February 2021
- 14 April 2021
- 7 January 2021

All meetings were quorate.

The committee reports on its activities to the Board following each meeting and through an Annual Report which includes data on the skills and diversity profile of the Board.

In July 2021 the Board approved a change of name for the committee and from 2021-22 it will be known as the Governance & Membership Committee.

Remuneration Committee

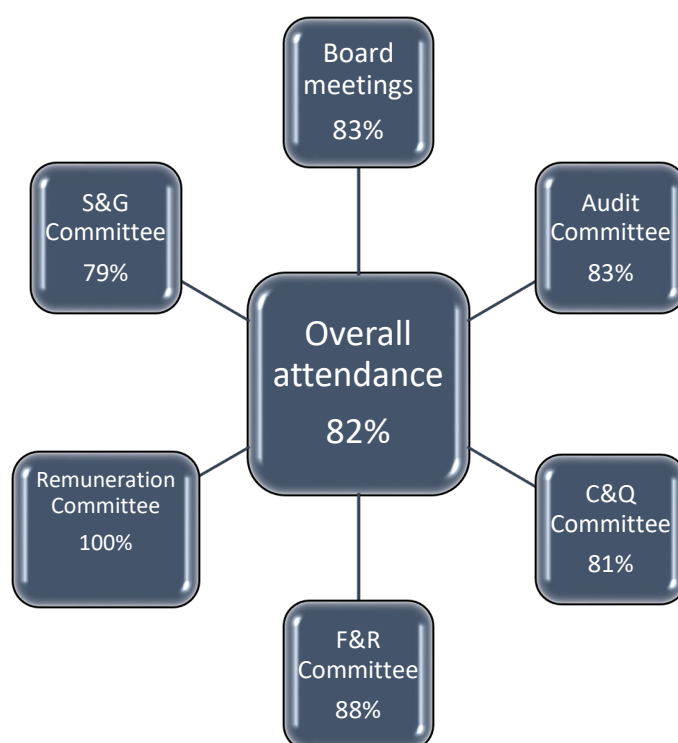
The Remuneration Committee meets annually to consider the performance, terms and conditions and pay of the four senior post holders (Principal/Chief Executive, Vice Principals and the Governance Officer). The committee met in November 2021, and made a recommendation to the Board on a senior postholder pay award for 2020-21 which was subsequently approved at the Board meeting on 1 December 2021.

When considering senior postholder pay awards, the committee takes into consideration performance, relevant benchmarking data and any recent staff pay award.

Corporation Attendance

The Governance Officer maintains a record of attendance at all meetings. There is an expectation on members to maintain a high level of attendance as this both supports their personal knowledge and understanding of the college and ensures that the Board is able to draw on the full range of experiences, skills and viewpoints available to it in the decision-making process.

Attendance at Board and committee meetings for 2020-21 is summarised below:



KEY DEVELOPMENTS

Following delays caused by the pandemic, the Board was very pleased to see the completion of the Torfaen Learning Zone in late 2020. Planning was in place for the opening in January 2021, but this had to be further delayed due to ongoing COVID-19 restrictions. Following the Easter break, the college was finally able to welcome students to the new building in April 2021 and this was marked with a small-scale ribbon cutting ceremony attended by the Chair. A number of Board members have had the opportunity to visit the campus.

Progress on the Newport Knowledge Quarter development (to replace the Nash Road site) has also been delayed but the Board continues to be kept up to date on developments in relation to the proposed site and the funding application process. The college continues to

have an excellent working relationship with Newport City Council who remain committed to the project and it is hoped that once funding is confirmed, work will begin during 2022.

A key focus for the Board during 2020-21 has been the development of a new Strategic Plan for the next five years. Members worked collaboratively with the Senior Leadership Team throughout the year to articulate a new Mission and Vision Statement and agree ambitious Strategic Aims. The new Strategic Plan for 2021-26 was approved by the Board in July 2021.

During the year, a working group reviewed the governing documents of the Corporation. The working group met four times and took legal advice on proposed changes. Subsequently, the Board approved updated Instrument & Articles, Standing Orders and committee Terms of Reference in May 2021.

ACCESS TO INFORMATION

The Coleg Gwent Corporation is committed to being open and accountable in the conduct of its business. The Board has approved an Access to Information Policy setting out the process it uses for classifying information and how members of the public can access non-confidential information.

An Agenda item is included at each meeting to discuss the classification of the items discussed and associated papers. The Access to Information Policy sets out the criteria used when considering whether information is to be classified as confidential. Any decision on the classification of material must be justified against these criteria and a review of such decisions is carried out regularly by the Board.

Board meeting agendas are available on the Coleg Gwent website along with information on how to request copies of other non-confidential Board and committee agendas/papers. The College also takes a proactive approach to making information available and in accordance with the Freedom of Information Act 2000, a Publication Scheme outlining the type of information held by the College is available on the FOI pages of the college website.

GOVERNANCE OFFICER

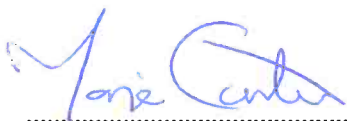
The Coleg Gwent Governance Officer for 2020-21 was Mrs Marie Carter who holds the Chartered Governance Institute's Advanced Certificate in Corporate Governance. She attended all meetings of the Board and its committees held during 2020-21, excluding the Remuneration Committee.

During 2020-21 the Governance Officer completed mandatory Diversity and Health & Safety training and participated in a training event hosted by JiSC on Board responsibilities in relation to Cybersecurity. She also attended meetings of the Wales FE Governance Network. These meetings provide the opportunity to share best practice and discuss key governance issues affecting the Welsh FE sector.

STATEMENT OF ASSURANCE

As far as she can be reasonably aware, the Coleg Gwent Governance Officer is content that in the year to 31 July 2021, the Coleg Gwent Corporation fulfilled its statutory responsibilities and all business of the Corporation Board and its committees was carried out in accordance with the Coleg Gwent Instrument & Articles and relevant legislation and guidance.

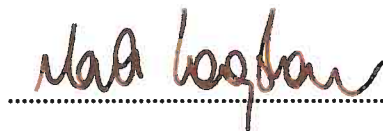
She is also of the view that the activities of the Corporation met the expectations of best practice set out in the Code of Good Governance for Colleges in Wales.



..... Marie Carter, Governance Officer

Date..... 7/12/21

The Coleg Gwent Corporation Board has reviewed this report and to the best of its knowledge, is content that it is an accurate and fair record of Corporation business in the year to 31 July 2021.



..... Mark Langshaw MBE, Chair of Governors

Date..... 01.12.2021