Minutes of the CCDG Board Meeting, March 6, 2024

**Present:**
Aled Jones-Griffith

Andrew Clark
Erica Cassin (Chair)
Helen White
James Harvey
Joni Ayn-Alexander
Kate Daubney
Toni McLelland
Tony Smith

David Hagendyk

Richard Thomas

**From Careers Wales:**
Nerys Bourne
Nikki Lawrence
Ruth Ryder

**Welsh Government:**Sinead Gallagher

Sam Evans

**Observer:**

Olusola Okhiria (Part of public bodies unit board shadowing programme)

**Translator:**
Aled Jones (Cymen)

**Absent:**

Neil Coughlan

Dave Mathews

**Secretariat:**

Donna Millward

## Apologies/Declarations of Interest

Apologies from Neil Coughlan. No declarations of interest were noted.

## Minutes of the Previous Meeting, December 13, 2023

The minutes of the previous meeting were approved as an accurate record.

**MATTERS Arising:**

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| **Action**  | **Progress** |
| **ACTION 1**:  Sub-committee Chairs to finalised draft terms of reference.  | This Action was agreed as being complete. |
| **ACTION 2:**  Meeting to be arranged to discuss the revised terms.   | This Action was agreed as being complete. |
| **ACTION 3**:  Chair to review interactive technology to support board discussions.  | This Action was agreed as being complete. |
| **ACTION 4:**  All Board members to promote the recruitment opportunities for new members.  | This Action was agreed as being complete. |
| **ACTION 5:** Net Zero Action plan to be reviewed against other company priorities considering the challenging financial climate.  | This will be included in the Chief Executive’s Report |
| **ACTION 6:** Update on the economic mission implementation plan to come to the next Board.  | Sinead Gallagher to address as part of Welsh Government Update |
| **ACTION 7:**  CEOs (CCDG and CTER) to set up regular meetings  | CEOs (CCDG and CTER) have met and arranged to meet going forwards. |
| **ACTION 8:**  CEO and Chair to update members when key budget updates take place.  | Actioned through interim meetings. |
| **ACTION 9:**  Chair to receive a descriptor of Safeguarding role and share with P&I Committee for a nomination.  | Shared with P&I Committee. Pick this up in next P&I committee meeting. |
| **ACTION 10**:  Minutes to be circulated as soon as possible following meetings.  | This Action was agreed as being complete. |

## Chair’s Update – Verbal

**3.1 Board Membership**

The Chair provided an update highlighting that NC ends his term on the Board today (06.03.2024) and wanted it minuted the Boards thanks for the last three years. DM and HW reappointed by Minister for another three years.

**3.2 Board Recruitment**

The Chair thanked members for supporting with sharing of Board recruitment. Received more diverse range of applicants than ever before. Interviews commencing next week for potentially three roles. Recommendations will be sent to Minister and Chair will keep members updated with outcome.

## Chief Executive’s Report

Members discussed the previously circulated report with some items being highlighted.

**4.1 Key Company Risks**

Members noted four key red risks with the CE highlighting that WG budget had been escalated to top of red risk and a red item added around Welsh Language.

**4.2 Pay Award 2024/26**

The CE explained that a remuneration Committee meeting had occurred and pay awards had been discussed. It was noted that UNION has submitted a pay claim.

**4.3 Stakeholder Engagement**

During the recent Chairs of Committee meeting discussion occurred on the importance of stakeholder engagement work. The CE highlighted that since writing the report they have now ended the lease for the Caerphilly office. NL and NB met with Hefin David MS and some local government individuals to discuss. NL and NB also met with Simon Pirottee from CTER, and another meeting has been scheduled.

**4.4 All-Staff Meeting**

The CE noted that online all-staff meetings have occurred. The future workplace and recommendations had been discussed in People Matters Committee recently but felt important that all Board members see the recommendations and timelines.

**4.5 Net Zero Update**

Update provided on the discussions surrounding Net Zero in the Finance, Audit & Risk Committee meeting, along with continuous improvement. The whole report had been included as information for all members on the Board.

**ACTION 1:** Update required on continuous improvement.

**4.6 Digital and Comms**

Members heard that digital steering group are prioritising projects particularly with reduction in budgets for 2024/25. With a focus being Booking appointments, starting phase 3 of Future Jobs Wales alongside AI work. It was noted the importance to highlight to Board members the comprehensive coms and engagement plan, along with an update of the organisation KPI’s. No points of concern were raised on KPI’s.

**4.7 Welsh Language**

Members raised concern as Welsh Language identified as risk, and wanted to ensure that Welsh Language does not become secondary on the report.

## Welsh Government (WG) Update

**5.1 Budget Position**

Members heard that the funding letter has gone out and cleared by Ministers.

5.2 **Statement of Priorities**

It was noted that since the last meeting the statement of priorities had been published with SG providing an update and shared some of the highlights.

5.3 **Economic Mission**

Members heard that WG had been asked to feed into some planning around the themes of the economic mission and suggest some partners might be involved and will ensure that CW front and centre of this.

5.4 **Restructure**

Update provided on restructure, and this is partly due to staff members transitioning to commission. Over the next couple of weeks plans will be shared with our teams for a new directorate structure and will update Board on outcome and impact.

**ACTION 2:** Update on the directorate structure.

## CCDG Draft Budget 2024/2025

The CE updated members that the draft budget 2024/2025 had been taken to Finance, Audit and Risk Committee meeting which highlighted the deficit before VERS and explained this is how the decision of 38 FTE was made. The draft budget is being brought to the board to seek approval. The Chair of Finance, Audit and Risk Committee added that this was a difficult set of circumstances especially surrounding speed, however the Finance, Audit and Risk Committee happy with the outcome.

The Chair raised concerns on behalf of the board if further demands in terms of in-year savings and how significant and difficult this would be to manage.

Board approved budget for next financial year.

## Update on Efficiency Savings/VERS

Board members had received the paper with the CE discussing in detail. Reassurances were given to Board members some of the approvals/email exchanges had with WG and Audit Wales and to talk about the next steps. The papers pulled together all process of Exec/SMT team in one paper in terms of the VERS exercise. WG advised that CW would receive a significant reduction (£2.3 million) and highlighted in the Exec summary how WG have helped with VERS Scheme. Critical analysis around delivery models and other considerations highlighted in the paper with an emphasis on minimising delivery service impact. highlighted in paper in terms of some reductions around IT budgets and reassurance from SIRO that this would not be a risk.

The CE discussed the VERS scheme which had been approved by WG and provided figures of employees who initially applied, final consideration and highlighted selection criteria that Exec team have used. An update was provided of the final stages/figures (VERS, PILON, reduced hours, and flexible retirement) and in terms of VERS 36 head counts which equates to 28.16FTE. Next stage with Board approval will be to update staff today of acceptance/rejections to meet pay award deadlines.

Risks and Strategic context were talked about in the paper with the need to review Brighter futures. Started the consultation process of co-creating with staff as with the Board. Business planning sessions have a focus around this.

Communication approach with all staff session every couple of weeks where Chief Executive provides an update and offers Q&A section, along with focus groups which has received positive feedback from this communication.

It was noted the approvals that board members should be aware of. Funding letter received from WG for next financial years budget. Reassurances from Finance section of WG that pension strain allowed to accrue end of year and draw down funding when happens. Two members of staff to be released as part of VERS to be extended into 2024/2025 and confirmation received from WG and Audit Wales can include this financial year.

Next steps seeking board’s approval today for VERS scheme identified in papers.

Following the update members raised some challenges/concerns. These included maintaining morale and managing expectations especially surrounding individuals who have been declined for VERS. The impact on services of young people with the focus on year 10/11 and disappointment in the reduction with post 16. Visibility of CW particularly at events. Frustration about services to Year 8/9. Welsh Language considered as part of the selection process of VERS.

A general discussion took place to address all the challenges/concerns.

Board approved VERS and efficiency savings.

## Management Accounts

Final management accounts brought to Board meeting for final sign off. This was taken to Finance, Audit and Risk Committee meeting with no issues identified.

## Financial Regulations

The Chair thanked on behalf of the Board and RR echoed this for all the work WP and AC had taken to produce the paper. RR shared with the Board the key points covered in the cover sheet and provided some highlights that was discussed in the last Finance, Audit & Risk Committee meeting. It was noted that there were a couple of areas to update/amend before coming to Board around the wording in two of the points, and these are yet to be updated. Both points in Appendix 9, One in relation to the use of word declared and the other regarding the £200 value. Both had been discussed with the Finance, Audit & Risk Committee and will be taken back to the next meeting.

RR asked if Board was comfortable to approve regulations subject to both points.

 Board content to approve subject to two final changes.

The Chair expressed that the document was comprehensive and would this now be reflected in local policies and procedures. RR explained that now regulations have been approved will make more accessible.

## Quarter 3 Report

NB provided highlights to members of the Quarter 3 report up to December 2023. An update was given around the partnership agreement KPI’s and expressed that schools will be impacted from April 2024 due to the budget cuts. Employer engagements shows good signs of progress and schools interacting well with offer, with some examples of good practices being shared through the report. The ALENCO survey was mentioned and looked at how to develop the role going forward. It was noted that an extension of 12 months has been granted by WG for the continuation of TWE and this will be delivered on a smaller scale. Members were also informed of the CW quality award and CWRE.

 General discussion between Board members on some clarifications of the content of the report and going forward of what services will be delivered/reduced during 2024/2025

## Major Risks for Inclusion in Statutory Financial Statements

The Chair and CE provided an update. The statutory accounts need to identify that the major risk should be the same as what the risks are in the risk register, and the four red risks brought to the Board today. Seeking insurance that Board is happy with the four risks.

Members expressed caution around some of the wording especially surrounding financial and IT development. CE to re-look at this.

**ACTION 3:** Chief Executive to re-look at wording surrounding financial and IT development.

## Declaration of Interest Form

CE asked Board members to complete and return the declaration of interest form.

**ACTION 4:** Donna Millward to email declaration of interest form to Board members.

## Q4: Finance, Audit & Risk Committee – Minutes (Draft) – February 5, 2024

The minutes of the last meeting were shared with Board members highlighting key elements. It was noted that the risk register had been discussed and asked for full register to be prepared for next meetings for consideration. No concerns noted.

## Q4: Performance & Impact Committee – Minutes (Draft) – January 24, 2024

The minutes of the last meeting were shared with Board members and most of the items had been covered in today’s meeting. Safeguarding will be brought back to the Committee along with AI. Clarification was required in matters arising section three of minutes. Two DH. Action 1: NL to contact DH (this should be Deidre Hughes)

**ACTION 5:** To change DH to Deidre Hughes in the minutes of the last Performance and Impact Committee meeting.

## Q4: People Matters Committee – Minutes (Draft) – February 8, 2024

Minutes of the last meeting were shared with Board members. The Chair outlined the key points of the meeting for members.

## Any Other Business

**16.1 Chairs meeting**

The Chair provided an update on the recent Chairs meeting as this was an opportunity to come together for overall governance and shared some of the key/main points of the meeting to Board members.

**16.2 PBU meeting**

An update was provided from the Chair on a meeting hosted recently by PBU for all public chairs. Highlights of the meeting was shared. The Chair also asked for Board members thoughts on confidence and assurances. A general discussion took place with all Board members. It was mentioned if there are whistleblowing standards/procedures and if these could be shared with Board members.

**ACTION 6:** RR to circulate whistleblowing standards to Board members.

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| **Action Log:** | **Lead** | **Update to be provided:** |
| **ACTION 1:** Update required on continuous improvement. | NL | 17.07.24 |
| **ACTION 2:** Update on the directorate structure. | SG | 17.07.24 |
| **ACTION 3:** Chief Executive to re-look at wording in statutory financial statement surrounding financial and IT development. | NL | 17.07.24 |
| **ACTION 4:** Donna Millward to email declaration of interest form to Board members. | DM | ASAP |
| **ACTION 5:** To change DH to Deidre Hughes in the minutes of the last Performance and Impact Committee meeting. | DM | 17.07.24 |
| **ACTION 6:** RR to circulate whistleblowing standards to Board members. | RR | 17.07.24 |
| **No further Actions recorded** |