

DRAFT: Minutes of Annual General Meeting 2018

Minutes of the Annual General Meeting of the members of the Institute of Welsh Affairs held in the Seligman Room, Wales Millennium Centre, Cardiff at 6.00pm on 27 November 2018. The Chair, Helen Molyneux, welcomed members to the meeting.

Quorum: The Chair stated that there were more than five members of the IWA present and declared a quorum.

Apologies

Apologies were read by the Chair: David Clubb, Cllr Colin Mann, Aled Edwards, Revd Gethin Rhys, Stuart Ropke, Cara Aitchison, Julie Lydon, Laura McAllister, Helen Mortlock, Peter Evans, Joe Ferris, Kate Hamilton

Notice of meeting

The notice of the meeting was taken as read.

Minutes of the AGM of 14th December 2017

The minutes of the Annual General Meeting held on 14 December 2017 were approved as a true record. There were no matters arising.

Resolution 1 (Annual Report and Accounts 1 April 2017 to 31 March 2018)

The Chair moved Resolution 1 on the notice of the meeting, which was

That the Report of the Directors and the financial statements of the Company for the year ended 31 March 2018 now submitted to this meeting be and are hereby received.

The acceptance of the Directors' report and Auditors' Report for the year ended 31 March 2018 was proposed by Stuart Cole and seconded by Dai Fitzpatrick.

Address by the Chair

Helen Molyneux gave an overview of accounts and work of IWA to 31 March 2018. Helen noted that this was her last AGM as Chair, so she wanted to thank lots of people, particularly the hardworking IWA team. She commented on the most extensive annual report done in her time, the increase in both output and impact, and especially that so much was achieved with such a small team. Helen was also keen to thank people who feed into the policy and project work on an ongoing basis and she appreciated the support of members whom we valued greatly. And she was pleased that new organisations want to work with us, highlighting the esteem in which the IWA is held.

In the year end accounts, we are recording a deficit of £27k which is better than the originally expected £47k, because we are holding £50k of restricted funding already received for work to be undertaken in FY19. We have successfully obtained funding from more funders (The Waterloo Trust, Next Generation Data, the Open University, Microsoft, BT, Centrica, Cardiff University). Sourcing funding for projects that we want to work on will never be easy, and it is great to have so many new supporters of our work.

Helen Molyneux urged delegates to read through the report, as it shows just how much a small team can achieve.

She also welcomed new members of the IWA Board: David Clubb, Alison Copus, Valerie Livingston, Anthony Pickles, Nina Ruddle and Marc Thomas and thanked David Stevens for his time and efforts whilst a trustee of the IWA.

The acceptance of the Directors' report and Auditors' Report for the year ended 31 March 2018 was proposed by Stuart Cole and seconded by David Fitzpatrick.

Resolution 2 (Appointment of Watts Gregory LLP as providers of accounting services to the Company)

The Chair moved Resolution 2 on the notice of the meeting, which was

That Chartered Accountants Watts Gregory LLP be appointed as providers of accounting services to the Company, to hold office until the conclusion of the next Annual General Meeting and that their remuneration be fixed by the Directors.

The Appointment of Watts Gregory LLP as providers of accounting services to the Company was proposed by RG Thomas and seconded by Keith James. The Chair then thanked Mitchell Meredith for their partnership of over a decade.

Resolution 3 (Re-election of Gerald Holtham, Eurfyl ap Gwilym, Nigel Griffiths and Laura McAllister)

The Chair moved Resolution 3 on the notice of the meeting, which was -

That Gerald Holtham, Eurfyl ap Gwilym, Nigel Griffiths and Laura McAllister be and are hereby re-elected as trustees of the Company, to hold office until the conclusion of the next Annual General Meeting.

The reappointment of Gerald Holtham was proposed by Keith James and seconded by Dai Fitzpatrick.

The reappointment of Eurfyl ap Gwilym was proposed by Keith James and seconded by Dai Fitzpatrick.

The reappointment of Nigel Griffiths was proposed by Keith James and seconded by Dai Fitzpatrick.

The reappointment of Laura McAllister was proposed by Keith James and seconded by Dai Fitzpatrick.

Resolution 4 (Re-election of Helen Molyneux and Kevin Morgan as trustees for a second four year term)

The Chair moved Resolution 4 on the notice of the meeting, which was -

That Helen Molyneux and Kevin Morgan be and are hereby re-elected as trustees of the Company, to hold office for a second four year term each.

The reappointment of Helen Molyneux was proposed by Glyn Cross and seconded by Stuart Cole.

The reappointment of Kevin Morgan was proposed by Glyn Cross and seconded by Stuart Cole.

Additional Resolution - 5 (Election of David Clubb, Alison Copus, Valerie Livingston, Anthony Pickles, Nina Ruddle and Marc Thomas, as trustees of the Company)

The Chair moved Resolution 5 on the notice of the meeting, which was -

That David Clubb, Alison Copus, Valerie Livingston, Anthony Pickles, Nina Ruddle and Marc Thomas be and are elected as trustees of the Company.

The appointment of David Clubb was proposed by Stuart Cole and seconded by RG Thomas. The appointment of Alison Copus was proposed by Stuart Cole and seconded by RG Thomas. The appointment of Valerie Livingston was proposed by Stuart Cole and seconded by RG Thomas.

The appointment of Anthony Pickles was proposed by Stuart Cole and seconded by RG Thomas. The appointment of Nina Ruddle was proposed by Stuart Cole and seconded by RG Thomas. The appointment of Marc Thomas was proposed by Stuart Cole and seconded by RG Thomas.

‘Our current priorities’ - IWA update from Auriol Miller

Auriol Miller set out the IWA’s work between April 2017 and March 2018 and reminded the members present that there were currently 7 members of staff working in 5.4 full time equivalent roles so the team’s output was considerable.

Highlights from the year included:

- Opening ourselves up and reaching out to new partners
- Involving current and new trustees in shaping the future of the IWA
- Holding events and workshops in Bangor, Barry, Blaenau Ffestiniog, Cardiff, Narberth, Newtown, Swansea, Treforest and London
- Contributing to events in Aberystwyth, Bangor, Cardiff, Llandrindod Wells, Swansea, Wrexham and London

- Developing the organisation so that we can grow effectively, and be a great place to work

As part of our ongoing work contributing to an increase in the quantity and quality of public debate on issues that matter to Wales, we again ran a successful programme of events and training in 2017/18.

- We ran 10 events in line with our strategic themes, and 2 networking events purely for members
- Events took place in Bangor, Cardiff, Swansea and London
- Over 900 tickets were issued across our events programme
- 9 were free events and 3 were paid events
- We ran 6 training courses for over 62 people, for which feedback was excellent.

Our reach

- Over 180 people wrote for our *Click on Wales* blog in the reporting period
- Over 100,000 people have visited *Click on Wales* and the IWA website over the past 12 months
- Our 30 podcasts over the year were listened to over 6,400 times, ie an average of 215 listeners per podcast, and an increase of over 1,000 listens on the previous year
- Over 14,000 people follow the IWA on Twitter
- Over 1,100 people like our Facebook page
- Our LinkedIn group numbers over 800 people.

Auriol Miller summarised the activities and output of the five policy groups, whose role was to develop a pipeline of ideas in addition to our ongoing projects, Re-energising Wales, Understanding Welsh Places, and Smart Region. However the administration of these groups was resource intensive so, as part of the strategic review, the IWA would be thinking about how we use our limited resources to maximum effect.

The Economy

We have expanded membership of our Economy Policy group to include practitioners as well as academics from around Wales. We held a development day for this group in October 2017 and began to develop priorities based on potential scenarios facing Wales, including the impact of Brexit.

We launched two new reports in the Senedd earlier this month as part of our *Re-energising Wales* project. The first report, produced in partnership with Cardiff Business School, analyses the economic costs and benefits of a renewable energy transition in Wales. The second report, produced in partnership with Facilitating the Future, has developed a framework for action outlining the key regulatory and policy powers that we need to use in Wales to maximise renewable energy.

Our Smart Region launched at Treforest earlier this month. As a result of our research findings we called for the Cardiff Capital City Region to

- Appoint a Digital Futures Champion to lead the region's digital strategy
- Create a clear, meaningful and motivating Vision Statement

- Deliver a regional digital strategy that makes open, transparent communication a priority
- Build an Innovation Hub to co-create digital solutions to tackle regional challenges
- Launch a Challenge Fund to encourage innovation and ideas from communities, businesses and organisations across the region, stimulating cross-sector collaboration.
- Build a Digital Skills and Employment Platform to up-skill the regional workforce

Understanding Welsh Places (UWP)

Our vision is for the UWP website to be the first point of call for statistical information about towns in Wales. People will be able to use and interpret the data presented to identify opportunities in their areas now and in the future. The website will support and inspire communities, place makers and policy makers to make positive changes in the places where they live and work. Focus groups were held in Newtown, Blaenau Ffestiniog, Norberth, Barry, Llandrindod Wells, Aberystwyth, Cardiff

Future plans

- We are developing a project on sustainable land use.
- A series of papers on the Foundational Economy will be used as a basis for an event and future policy work in 2018-19.

Education

We were disappointed not to secure project funding for our Education work early in the year. After a rethink, a review of membership of the group, and a strategy day held in November 2017, the group has developed two potential policy projects for which we began to seek funds.

Future plans

Work on our new project *Common Purposes* began in September 2018, learning lessons for Wales from the curriculum reform experience in Scotland.

Governance

Our Governance group has expanded to include academics from across Wales, retired members of the judiciary and others interested in governance more broadly. Our response to the EU Withdrawal Bill was quoted extensively by the External Affairs and Additional Legislation Committee of the National Assembly for Wales. We held an event at the House of Lords in partnership with Cardiff University's Wales Governance Centre in February 2018 as part of the All Party Parliamentary Group on Reform, Decentralisation and Devolution, and were joined by colleagues from Northern Ireland and Scotland.

Future plans

We plan to contribute to the Thomas Commission on Justice and to seek funds for a new governance-related project.

Health and Social Care

We reinvigorated our Health and Social Care group, chaired by Professor Marcus Longley, expanding its membership and holding a development day in January 2018. Two ideas were further developed into possible projects.

Media Policy

The group responded to three consultations in 2017-18: the National Assembly for Wales' News Journalism in Wales; Ofcom proposals for measuring BBC performance; and the DCMS commissioned independent review of S4C .

Unfortunately, the Media Summit planned for March 2018 had to be postponed due to the UCU academic strike.

Media coverage of the IWA's work

The IWA's work was mentioned over 100 times during 2017/18 across a range of outlets in Wales and beyond including:

- Radio (BBC Radio Wales: Sunday Supplement, Eye on Wales, Good Morning Wales; Radio Cymru: Post Prynawn)
- TV (BBC One Breakfast; BBC2 Wales: Sunday Politics; ITV Wales News; ITV Wales: Sharp End; BBC Wales Today, Swansea Sound, Swansea TV)
- Print (Financial Times, the Spectator, the New Statesman, Western Mail, Cardiff Star, South Wales Evening Post)
- Online (Wales Online, BBC online, ITV Wales News online; Golwg; Insider Media; South Wales Argus, South Wales Guardian, Business News Wales, Wales Arts Review, Democratic Audit UK, Charity Times blog, Labour List, Conservative Home, Economic Voice).

Auriol Miller also reported back on organisational commitments made in the Annual Report for 2016-17:

What we said	What we did
<ul style="list-style-type: none"> ● Produce a new Business Strategy for FY2018-2020, ensuring clear targets for income generation 	<ul style="list-style-type: none"> ● We have produced a new Business Strategy and exceeded most of the Year 1 targets. This will now be revised on a rolling basis for the following 3 year period.
<ul style="list-style-type: none"> ● Convene a new Digital Advisory Group to support the delivery of a new Membership, Marketing and Communications Strategy and Plan 	<ul style="list-style-type: none"> ● Our Digital Advisory Group was formed in FY2018 and has reviewed our digital footprint and processes. We have spent a significant amount refining our new website www.iwa.wales, automating processes and following up its recommendations. Our focus on our back office processes have ensured we are compliant with GDPR and our membership processes are more efficient. We have also successfully identified potential new Board members with considerable digital, communications and marketing experience
<ul style="list-style-type: none"> ● Continue to seek funding from a variety 	<ul style="list-style-type: none"> ● We have developed funding

of trusts, corporate partners and others against clearly identified project priorities in line with our strategic themes	relationships with the Carnegie Trust, the Waterloo Foundation and have successfully attracted project funding from the Open University, Cardiff University, Arup, BT, Centrica, Next Generation Data and Microsoft. <ul style="list-style-type: none"> • We continue to develop strategic relationships with UK wide organisations.
<ul style="list-style-type: none"> • Create a page on our website offering a rolling programme of internships against identified policy and back office priorities 	<ul style="list-style-type: none"> • We have put this on hold while we update both our Volunteers and Interns policies, and we have agreed to implement the Sutton Trust's recommendations on interns.
<ul style="list-style-type: none"> • Continue to exercise strict control of overhead costs. 	<ul style="list-style-type: none"> • Our overhead costs remain low at 11% of our total expenditure.

Auriol Miller then spoke further on work currently being undertaken since the annual report reporting period, outlining the IWA's current projects: Re-energising Wales, Understanding Welsh Places, Our Smart Region, and our Curriculum Reform project. She underlined that our approach working as an honest broker across sectors is working well. Our next flagship project will likely focus on Land Use in Wales.

‘Where next for the IWA?’ - Members’ input into our strategy review

Obviously, in addition to Brexit, there has been considerable external and internal change since our last strategy was updated in 2015 and since May 2018 the IWA Board and team have been revisiting our strategy in the light of these changes and the challenges that lie ahead for Wales. Auriol Miller then updated members on the strategic planning process so far:

- **May 2018:** Board development day to review context and strategy
- **Summer:** Ongoing conversations with members
- **September:** IWA Board meeting on our new Theory of Change
- **November AGM:** Input from our members
- **December 2018 - February 2019:** Members’ survey; seeking challenges from others externally; recruitment of new IWA Chair to succeed Helen Molyneux.
- **March 2019:** IWA Board meeting; new Chair appointed and new strategy adopted

The Board has also approved an update of the **IWA’s values:**

Independent	We are independent of government and political parties. We work in the best interest of Wales and its people
Integrity	We are committed to being open, honest and fair

Inclusive	We work for everyone in Wales and want to engage with anyone who thinks and cares about Wales
Innovative	We work creatively to come up with better ways of doing things
Informed	We are evidence-informed, coming up with practical ideas that work

Our **draft new Vision** is

A Wales that is optimistic, **engaged**, ambitious, prosperous (not just materially), strategic, **confident**, transparent and that **celebrates** itself

So that Wales is dynamic, **high-performing** and **successful** with a strong shared identity that is welcoming and celebrates diversity

So that all our citizens are happy, physically and mentally healthy, and **successful**

Auriol introduced and explained the IWA’s emerging theory of change based on the analysis undertaken by the Board and team. She set out our plans for the future, and invited members to share their thoughts.

Three draft **priority themes** have been identified for the IWA to focus on to have the maximum impact on Wales and our people:

- Wales is a strong, confident democracy
- Wales has a ‘no excuses’ approach and delivers excellent public services
- People in Wales celebrate our diverse and shared interests

Members were asked to reflect for half an hour and then feed back their responses to the following four questions:

1. What do you think of each of these priority areas?
2. Which issues do you think we should be exploring under each of these areas?
3. Who else needs to be involved?
4. How can you help us?

Members’ feedback

Members agreed that the three themes proposed were appropriate. There was a consensus that the values statement is very important, and should be shared with the membership. There were questions as to what is the role of the IWA in solving the problems associated with these three themes? There was considerable discussion on ‘Welsh identity’ and how to stimulate it. Others thought we needed external trusted voices and to be more strident in our opinions. Individual points of feedback were noted for consideration by the team.

Auriol Miller thanked members for their input, acknowledging the knowledge and insight in the room. A discussion followed on members' expectations. Given our resources, there is obviously a limit to how much the IWA and our team can do, and she called for the membership to understand that we're going to focus on the things that we can do really well, and that we think may have maximum impact. That will mean stopping doing some things we have done in the past, and may well mean doing new things or doing some things differently. Finding the right focus is a key challenge, and one that we want to get right, particularly as our niche is to do the things others can't, won't or aren't able to, for whatever reason. The aim is for our three proposed themes to help sharpen this focus.

Next steps

Auriol Miller indicated that these minutes would be circulated for information. Feedback on the draft strategy would then be considered by the IWA Board at its March meeting and inform the final version of the new strategy, which would then be approved.

Any other business

No member had anything to raise.

Conclusion of official business

Helen Molyneux declared the meeting closed at 19:50 and thanked members for their attendance.

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