**CANTERBURY CHRIST CHURCH UNIVERSITY**

**MINUTES OF THE MEETING OF THE CHAIRS COMMITTEE: THURSDAY 7 NOVEMBER 2019 AT 12:30 PM IN THE FREDERIC MASON ROOM, AT ST MARTINS PRIORY**

**Strictly Confidential**

**Present:** Mr Frank Martin (Chair of the Governing Body)

Ms Judith Armitt (Deputy Chair and Chair of the Finance and Resources Committee)

 Sir Ian Johnston (Deputy Chair and Chair of the Remuneration Committee)

 Mr Philip Fletcher (Chair of the Audit Committee)

 Professor Rama Thirunamachandran (Vice-Chancellor and Chair of the Academic Board)

**In attendance:** Ms Alison Sear (Clerk to the Governing Body)

**1. Apologies for absence**

 There were no apologies.

**2. Declarations of Interest**

There were none.

**3. Chair’s Communications**

The Chair welcomed everyone to the meeting.

The Chair said that the event on Wednesday 30 October marking the official opening of the Daphne Oram Creative Arts Building had been a great endorsement of what the University has achieved over recent years. It had been a pleasure and an honour to meet so many stakeholders to the opening including Sir Nicholas Serota, Chair of the Arts Council England and former Director of the Tate Gallery together with staff (both past and present) of the University. The Chair reported that he had held positive conversations with external stakeholders at the event indicating that the University’s Estate Master Plan ambitions for growth in the creative arts together with engineering and STEM subjects and its reputation for excellence was becoming widely acknowledged.

He referred to the Finance and Resources Committee meeting which had just taken place and confirmed that the Committee had approved the University’s draft financial forecasts subject to several recommendations. Further work would be required of the Finance team to revise the forecasts before their presentation to the Governing Body at its meeting on 26 November 2019 for approval.

**4. Minutes of the Meeting of the Chairs Committee held on 6 June 2019**

The minutes of the meeting of the Chairs Committee held on 6 June 2019 were confirmed and signed as an accurate record.

**5. Matters Arising not Appearing elsewhere on the Agenda**

There were no matters arising.

**6. Strategic Discussion Item**

The Vice-Chancellor updated the members of the Chairs Committee on the following items.

Student Recruitment and Retention

* The University had not met its recruitment target of 4,112 new undergraduate students for entry in 2019/20. Positively though, the overall current figure for firm acceptances of a place was 3,765 against a target of 3,788 to achieve the income budget this year.
* There had been a shortfall in returning student numbers in 2019/20 and in recognition of the further work needed in this area, there would be a paper on Student Retention presented at the March meeting of the Governing Body.
* The University had faced challenges in terms of other institutions lowering their offers to students, especially in the Humanities subjects. The University would continue to review its offering to students to ensure programmes remained competitive, relevant and attractive.
* The new Dean of International had made a promising start by energetically seeking to revitalise the University’s performance in the recruitment of international students. Chairs noted that the new Dean of International would be given an opportunity to present her strategic vision to a forthcoming meeting of the Governing Body in due course.

Staff Wellbeing

* The Vice-Chancellor noted that the impact of the current restrictions on staff recruitment continued to be felt by staff who were frequently covering additional responsibilities. As expected, this issue had surfaced during the recent staff survey and the University was continuing to engage with staff at all levels to ensure their concerns were being addressed. A collaborative approach between the University, CCCU - University and College Union (UCU) and staff across the university had been devised and workshops would be carried out shortly to focus discussion.

The Office for Students (OfS)

Data Quality Audit

* The Vice-Chancellor reported that the OfS data quality audit as a result of the HEFCE audit, originally commenced in 2014, was ongoing. There had been an exchange of letters between the OfS and the Vice-Chancellor regarding the audit and since then, further clarifications requested by the OfS. The University’s SMT kept the issue under review continuously. The University’s response was led by the Director of Planning & Academic Administration supported by the OfS Data Quality Action Plan Working Group, with oversight provided by the Data Integrity Group. The University remained committed to demonstrating improvements in the quality of the University’s student and course data. The University was reviewing the issues identified in the audit so that similar data errors can be identified and rectified. A further update would be submitted to the OfS by 2 December 2019 to enable the OfS audit report to be finalised. Chairs noted that the OfS report was expected to be received in due course. The Vice-Chancellor noted that in terms of the new regulatory framework, the outcome of the audit related to the OfS Condition of Registration F3 (Provision of Information and Co-operation with OfS investigations). He outlined the range of potential outcomes in the event the OfS continued to seek further assurances.

Payment to the OfS’ Designated Quality Body

* The Vice-Chancellor reported that the Chair of the Governing Body had received OfS notification regarding the University’s failure to pay regulatory fees due to the designated quality body (the Quality Assurance Agency (QAA)) on time. The requirement to meet this deadline was underpinned by OfS’ conditions of registration condition G3. The invoiced amount of £10,770 had been due to be paid to the QAA by 11 July 2019 which was the date on which such monies had left the University’s account. Consequently, the Finance team had set up special payment terms on the purchase ledger for the QAA and other regulatory bodies of a similar nature to prevent such an event occurring again. In its letter, the OfS had requested the University to provide to them, within six months, a copy of the minute from its Governing Body meeting demonstrating that a discussion had taken place including the reasons for the regulatory deadlines not being met and the actions taken by the University to ensure compliance with any future regulatory deadlines. A paper was in any case due to be presented at the next Governing Body meeting on 26 November 2019 summarising how the Governing Body could be assured that the University was meeting all the conditions of OfS registration and this matter would be duly discussed by Governors at that point.
* The Clerk said that OfS had published new guidance in October 2019:
* Regulatory advice 15: Monitoring and Intervention; and
* Regulation advice 16: Reportable Events.

The Chairs noted that the guidance was available and further details would be shared with all Governors at their next meeting in November.

Fundraising and Bids

* The Vice-Chancellor shared an update on the latest fundraising activities in support of the development of the Kent and Medway Medical School. It was positive that the joint fund raised on behalf of the University and the University of Kent had now reached over £10 million.
* The second LEP capital funding bid (for £4M for CCCU) for the development of the Medical School was still under consideration and a further update on that bid would be provided in due course.

Estate Master Plan

An update on the progress of the Estate Master Plan was provided:

* The STEM building (Building 2) was progressing on schedule and in accordance with the budget. Chairs noted that onsite checks of Gilbert Ash’s staff had been carried out several times and noted that it was positive that the main contractor appeared to be taking its corporate responsibilities very seriously.
* The disposals programme was continuing according to the plan approved by the Governing Body. A recommendation, following the consideration of the Finance and Resources Committee earlier that day, would be presented to the Governing Body on 26 November 2019 seeking the Governing Body’s approval for the disposal of the former Broadstairs campus buildings to a private company for a sum which was below the net book value.

UUK

The Vice-Chancellor noted that he had attended the meeting of the Board of Universities UK (UUK) during the previous week and had been re-elected by peers to continue serving on that Board. He highlighted several elements of the recently published UUK Manifesto from the UK Universities “Skills, Jobs and Opportunity” stating the following aims:

* no re-introduction of caps on student numbers;
* no real term cut in funding per university student;
* re-introduction of maintenance grants for students;
* a positive immigration policy and culture allowing for the recruitment of talented students, staff and researchers; and
* in the event of leaving the EU (BREXIT), the UK’s ongoing participation in the Erasmus + programme, and R&D funding streams and opportunities for global collaboration.

The Vice-Chancellor confirmed that he would be emphasising to all local candidates running in the forthcoming election the importance of the higher education sector in terms of creating jobs locally and providing teachers, nurses, midwives, social workers, doctors, and police officers to the local community.

**NOTED**

Items for Approval

1. **Chairs Committee Terms of Reference, Compliance Statement for 2018/19 and Work Plan for 2019/20 (Item 6)**

The Clerk presented the draft Chairs Committee Terms of Reference and a Committee Work Plan for 2019/20 to the members for approval. There were no proposed substantive changes to the Terms of Reference. The Terms of Reference and Work Plan for 2018/19 were approved by the Committee. The Clerk also presented a Compliance Statement for 2018/19 demonstrating that the Committee had been fully compliant with its 2018/19 Work Plan and no recommendations for changes had been made. The Committee noted this together with the 2019/20 Work Plans for the Finance and Resources and the Audit Committees.

**APPROVED**

1. **Governance Effectiveness Review Update (Item 9)**

The Clerk presented Paper M31 regarding the proposed review of the University’s Governance Arrangements following the Governing Body’s approval (in June 2019) of

* a review of the effectiveness of the University’s governance arrangements to be completed by summer 2020, and
* a refresh of the University’s Articles to be completed by spring 2021.

The Clerk said that in her view the University was relatively mature compared to other organisations in terms of reviewing the effectiveness of its governance arrangements. In addition to the peer review in 2016, two mini effectiveness reviews had been carried out during the past two years:

* in March 2018 Chairs received a gap analysis statement which had been prepared in advance of the publication of the code, during the CUC’s consultation on the new Committee of University Chairs (CUC) Higher Education Senior Staff Remuneration Code; and
* in March 2019, the Chairs Committee received a Governance Effectiveness Mini-Review; a gap analysis of the recommendations of the Halpin Review carried out to investigate the governance arrangements at another UK university.

Following an assessment of cost and benefits of several alternative options for carrying out the review, the Clerk proposed to conduct a Governance Effectiveness Review using Advance HE’s free of charge service, and provided an indicative timetable for Chairs’ consideration. She proposed utilising the annual Governor Informal Feedback process for the review to avoid canvassing Governors’ opinions on governance twice in one year. Members considered the proposal carefully and agreed that the University’s Governance and Legal Services team should wait for the CUC to publish its new Higher Education Code of Governance which was due to be completed by summer 2020, in order for it to be taken into account and used as a benchmark for good practice.

RESOLVED that the University await publication of the new CUC Higher Education Code of Governance before undertaking its Governance Effectiveness Review.

Items for Noting and Discussion

1. **Membership of the Governing Body – Governor Retirement Dates**

The Chairs noted the forthcoming Governor retirement dates.

The Vice-Chancellor noted with sincere thanks that Sir Ian Johnston had indicated that he was happy to serve on the Governing Body until 31 July 2022.

The Vice-Chancellor confirmed that the new Bishop-Designate of Dover, Reverend Rose Hudson-Wilkin, would be likely to attend her first Governing Body meeting in March 2020.

**NOTED**

1. **Register of Interests Summary**

The Clerk presented Paper M32. The Committee members noted the summary of Governors’ registered interests which would appear on the University’s website.

**NOTED**

1. **Any Other Business**

There was none.

1. **Date of next meeting**

The next meeting of the Chairs Committee was scheduled to take place on 5 March 2020 at 12.30pm.

 The Chair declared the meeting closed at 2.30pm.