

CANTERBURY CHRIST CHURCH UNIVERSITY
MINUTES OF THE MEETING OF THE CHAIRS COMMITTEE:
WEDNESDAY 2 MARCH 2022 AT 12:30 PM
IN THE FREDERIC MASON ROOM AT ST MARTIN'S PRIORY

Confidential

Present: Ms Judith Armitt (Chair of the Governing Body)
Sir Ian Johnston (Deputy Chair, Chair of the Finance and Resources Committee and Chair of the Remuneration Committee)
Mr Clive Stevens (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 no declarations of interest.

3. Chair's Communications

The Chair welcomed everyone to the meeting. She acknowledged the sadness felt by everyone about the recent loss of Philip Fletcher, former Chair of the Audit Committee and former member of the Chairs Committee. She reflected about how the University had greatly benefited from Philip's wisdom and pragmatism over the past four years.

4. Minutes of the Meeting of the Chairs Committee held on 3 November 2021 and action log

The minutes of the meeting of the Chairs Committee held on 3 November 2021 were confirmed and signed as an accurate record. The action log was noted.

5. Matters Arising not Appearing elsewhere on the Agenda

6. Strategic Discussion Item: HE National Policy, Covid Response, Recruitment, Retention, Estate Master Plan, MOSI, Sustainability and Environment

HE National Policy

The Vice-Chancellor referred to the update provided in his latest monthly e-Governor bulletin. The Government had published the post-18 review of education and funding - the Augar Report - on 23 February. The Vice-Chancellor would continue to represent the University in the consultation and discussions through Universities UK (UUK) and

MillionPlus. From a student perspective, student loan terms would be extended to 40 years and the minimum threshold income for starting to repay the loan reduced further. These actions were taken with the aim of achieving a greater repayment of student loans. However, they were highly likely to have a negative impact on female graduates in particular due to a higher number of females taking career breaks and the gender pay gap.

There had been a tuition fee freeze as anticipated. Tuition fees would be frozen at £9,250 (but at least not reduced), for at least another three years until 2024-25. A lower tuition fee cap of £5,197 would apply to Foundation years of study, while there would be consultation on the potential to charge higher for some Foundation year courses.

The public consultation on minimum entry requirements to access student loans and a possible cap on student numbers either at institutional or subject level was expected to be centred around proposals for a minimum requirement in Maths and English at GCSE or a minimum attainment at 'A' level or the equivalent. He said that the likely outcome would be fewer BAME students in higher education and fewer children from deprived and low-income backgrounds reaching University. The national levelling up agenda would be negatively impacted. The North/ South divide would continue in the same way as the current inequality of opportunity between those living in East Kent and West Kent.

Covid-19

The Vice-Chancellor reported that the University continued to respond to national and local developments in terms of Covid-19. The Government guidance had relaxed but the University was still requiring staff to remain at home if they had tested positive until they had received two negative tests. Cases were rising; in the 15 months from 1 September 2020 to 30 November 2021, there had been approximately the same number of Covid cases among staff and students as the number since 1 December 2021.

Student Recruitment and Retention

In terms of student recruitment, applications to full-time undergraduate courses (excluding partnerships) were up 2.4% compared to the same point last year. If applicants to courses with collaborative partners were included, the student application numbers were up 37% compared to last year. In terms of student retention, the interruption figures were tracking slightly higher than last year but this was to be expected as an effect of Covid and the reduction of in person face to face learning opportunities during the national lockdowns. There were health and financial reasons for a student interrupting their studies. The University was committed to providing support to such students and had worked hard to engage with them as early as possible.

Estate Master Plan

The Vice-Chancellor said good progress was being made with the consolidation of the University's Estate in line with the Estate Master Plan. The disposal of Hall Place was expected to complete within a relatively short space of time. The disposal of the Broadstairs buildings appeared likely to exchange and complete within the next few

months. The surrender of the lease at Rochester House was in progress. The surrender of the lease for the Sidney Cooper Gallery was in the process of being executed at that moment.

MOSI

The Finance and Resources Committee had met that morning and had received positive news from the Director of IT and Digital Transformation in relation to the new student records system (MOSI) project. The Vice-Chancellor said that the Module Choices functionality was ready to be undertaken via SITS for around 3,000 undergraduate level 4 and 5 students. This would be the first time that existing students had used SITS.

A Governor asked when the new SITS system would be considered to be out of date technology.

The Vice-Chancellor clarified that the software was used by about 50% of the higher education sector. Software updates were included as standard as part of the University's agreement with the supplier.

A Governor queried whether the University was learning lessons having not replaced a significant IT system in a long time.

The Vice-Chancellor said that the Governor with expert IT systems knowledge had been very helpful on the Oversight and Scrutiny Board. He also pointed out that new HR and Payroll system had been replaced in recent years. Admittedly, there were only circa 1,800 users of that smaller scale system, but nevertheless it had been a significant new piece of software that had been implemented successfully by University staff.

National Student Survey (NSS)

Regarding the University's new approach to the NSS with a view to improved results, the Vice-Chancellor reported that the new Deputy Vice-Chancellor had been working tirelessly to engage the whole University in an institutional approach. The Deputy Vice-Chancellor had launched an action plan that would be utilised as an annual plan. She had already successfully galvanised the University staff into action, particularly those in the Faculties as well as the Students' Union in publicising the importance in students responding to the survey to 'have their say'. The University was well on its way to achieving the target 50% response rate in all schools. The Vice-Chancellor pointed out that it was hoped that the new system would improve the student experience significantly. The University's National Student Survey scores for Organisation and Management were set to improve in time as a response to a better student records system.

Sustainability and Environment

The Vice-Chancellor said that the launch event for the Academy for Sustainable Futures would take place on 15 March and that it would be a staff and student event. He would provide an update to the March Governing Body meeting. The Chair said that she was looking forward to attending this event and showing her support for this important agenda.

Staff

The Chair of the Finance and Resources Committee asked about the overall staff morale. The Vice-Chancellor acknowledged that the high turnover of staff experienced across all sectors and the knock-on staff shortages were causing tiredness in the system. He reflected that the summer period was no longer quieter for the sector. The forthcoming staff survey to be undertaken by the newly appointed consultant company would be vital in taking the temperature of staff. The tool had been designed to be a slimmer, more targeted survey that would enable the University to respond to staff feedback quickly, in a more agile way. An update would be provided at the next Finance and Resources Committee meeting.

NOTED

7. Petros Court Cladding (Paper O91)

The Vice-Chancellor presented a briefing paper (O91) detailing the University's response to the informal Notices, received from Kent Fire and Rescue Service (KFRS) on 1 February following their site review in January. KFRS had identified a number of issues relating to the student accommodation blocks at Petros Court, relating both to the external cladding and some 'business as usual' matters. The University's detailed response was attached to the report.

[Restricted]

NOTED

Items for Approval

8. Honorary Doctorate: Recommendation (2022/23) (Paper O92)

The Chairs' Committee received Paper O92 that was presented by the Vice-Chancellor. In its capacity as Nominations Committee, the Chairs' Committee agreed the recommendation that Frank Martin, former Chair of the Governing Body be awarded an Honorary Doctorate. Mr Martin had shown dedicated strategic leadership in his role at the University during his 11 years' service. Two additional Honorary awards would be made in 2022/23 that had been previously approved, but deferred due to the Covid pandemic.

RESOLVED that the award of Honorary Doctorate to Frank Martin be notified to the full Governing Body in June.

9. Naming of Professor Michael Wright Lecture Theatre in the Verena Holmes Building (Paper O93)

The Chairs Committee, having the delegated authority of the Governing Body to act as the Nominations Committee for the University in respect of the naming of the University buildings, rooms and facilities considered paper O93.

The Vice-Chancellor said that the proposal satisfied two of the principles set out in the policy for re-naming a room. The principles related to recognising Honorary Fellows

and former members of staff and students. The nominee, a former Vice-Chancellor between 1997 and 2010 had been responsible for the delivery of the Broadstairs, Medway and Folkestone campuses, the Christ Church Sports Centre and Augustine House. In addition, he had provided the leadership which led to the University being awarded full University title by the Privy Council as well as the power to award taught and research degrees:

- undertaken exceptional service associated with major change within the University; and
- demonstrated academic, professional, cultural, sporting or personal achievement of the highest excellence within the University or outside it.

The proposal was considered by the Committee and approved.

RESOLVED that the identified existing lecture theatre in the Verena Holmes Building be named "The Michael Wright Lecture Theatre".

Items for Noting and Discussion

10. Membership of the Governing Body (Oral Item)

The Clerk to the Governing Body said that on 31 July 2022:

- Deputy Chair of the Governing Body, Chair of the Finance and Resources Committee and Chair of the Remuneration Committee, Sir Ian Johnston was due to retire from the Governing Body; and
- the initial term of office of three independent Governors Nadra Ahmed, Sue Appleby (Chair of the wholly owned subsidiary, Medco (CCCU) Ltd, trading as Unitemps, Board) and Staynton Brown, was due to expire; and
- the term of office of the long-standing co-opted member of the Audit Committee, Mr Steve Sutton, would expire.

Committee Members agreed that expressions of interest would be sought from members of the Governing Body for the role of the Chair of the Finances and Resources Committee and Chair of the Remuneration Committee at the next Board meeting.

The Clerk said that she had placed an advertisement in several different media and network channels, inviting expressions of interest in joining the Governing Body:

- The Guardian
- The Church Times
- NED Online
- Women on Boards
- The Voice
- Find a Job – BME Jobs
- Inclusive Boards
- The University's website
- Forwarded to senior contacts at Advance HE and the Deputy Lieutenants of Kent

The Clerk said that the closing date had been extended to 21 March due to a delay in placing the advert in certain publications. The Chairs would be invited to consider a short-list of those expressing an interest at the meeting on 1 June. The Chairs would be invited to make a suitable recommendation to the Governing Body for its approval at its June meeting.

The Chairs agreed that bilateral conversations would take place to ascertain whether those Governors whose initial term of office was due to expire on 31 July 2022, were willing and able to serve for a second term of office.

NOTED

11. Fit and Proper Person Policy (Paper O94)

The Chairs received paper O94, Fit and Proper Person Policy. The Clerk said that the new policy had been approved by the Audit Committee on 21 February 2022. It had been created as a response to the OfS requirements and conditions of registration. It had also been required in response to the gap analysis arising from the CUC HE Audit Committee Code of Practice 2020 to reinforce the changes already made to the Audit Committee's Terms of Reference. She said the policy codified the processes that had been undertaken previously prior to a new Governor commencing their term of office. The forms and checklists included within the new policy had been deployed during the onboarding process of a new Governor commencing on 1 April 2022.

The Clerk clarified that should a prospective or existing Governor be or have been a director of a business that had become insolvent, that would not be an automatic bar to being a Governor. Instead, such a declaration would trigger a discussion with the Governor or prospective Governor.

The Clerk said that her office would undertake 'Fit and Proper' due diligence checks in respect of existing Governors and those checks would be carried out on a three-yearly cycle. The outcome of such checks would be shared with the Audit and Chairs' Committees.

NOTED

12. Governor Skills Audit and Annual Governor Reviews (Paper O95)

The Clerk presented Paper O95 regarding the annual Governor Skills Audit that had just taken place.

The Chair asked the Clerk for an update on the return rate following the circulation of the Governor Annual Skills Review forms. The Clerk clarified that the current response rate was slightly higher than last year; six Governors had responded to the audit in 2021 and so far, nine Governors had responded in this cycle. The Clerk noted that one of the skills identified as a gap (finance) had been reflected in the advert requesting expressions of interest in joining the Board.

The Clerk highlighted the plan for the Annual Governor Reviews that were scheduled to take place between March and May. She said that the corresponding report and Action Plan would be presented to the June meeting.

There was disappointment expressed by several Chairs that the response rate had been so low. The Chair said that it would be beneficial if the Clerk's office would continue to request responses from all Governors as the self-assessment forms would be needed prior to the 2021/22 Annual Governor Review conversations. This would allow the outcome to be taken into account, together with Governor attendance and any other relevant matters, during the review conversations.

NOTED

13. OfS Statement of Expectations Update (Paper O96)

The Chairs received Paper O96. The Clerk said that the Governors had been requested to undertake the University's Safeguarding e-module prior to taking the Expect Respect pledge (and having a photo taken when doing so) after the Governing Body meeting on 22 March. The Chair asked the Clerk to re-send the invitation to undertake the e-module to those Governors who had not done so.

The Committee noted the update to the University's Action Plan arising from the OfS Statement of Expectations. The Clerk said that the Director of Student Experience and the Assistant University Secretary would make a presentation to the Governing Body on 22 March in relation to the Action Plan.

NOTED

14. Students' Union Elections (oral update)

The Vice-Chancellor said that the Students' Union Election was scheduled to take place the following week. The outcome would be reported to the Governing Body meeting on 22 March.

NOTED

15. CUC Senior Staff Remuneration Code Update (Paper O97)

The Chairs received Paper O97. The Clerk said that the revised CUC code had been published in November 2021. The updates to the code were highlighted in Annex 1 and summarised in the Executive Summary. The Clerk confirmed that a gap analysis at Annex 2 demonstrated no material areas of non-compliance with the requirements of the new code.

NOTED

16. Any Other Business

The Vice-Chancellor said that a thanksgiving service in memory of Philip Fletcher was due to take place on 26 March, in London. He, the Chair, and several other Governors and colleagues would attend on behalf of the University.

He said that there would be a dinner in recognition that the Deputy Chair and a co-opted member of the Audit Committee would be retiring from their offices on 31 July

2022. The Chairs agreed that the dinner should take place on the date of the June Governing Body meeting, 28 June.

17. Date of next meeting

The next meeting of the Chairs Committee was scheduled to take place on 1 June 2022 at 12.30pm.

The Chair declared the meeting closed at 2.30pm.