

CANTERBURY CHRIST CHURCH UNIVERSITY

UNRESTRICTED MINUTES OF THE MEETING OF THE GOVERNING BODY HELD AT 4.00PM ON TUESDAY 22 MARCH 2022 IN AH3.31 (AUGUSTINE HOUSE) AND VIA MICROSOFT TEAMS TELECONFERENCE

Present: Ms J Armitt (Chair), Mr D Bichener, Mr S Carey*, Dr A Eyden, Dr K Fox, Ms J Harding*, Mr R Higgins, Rt Revd Bishop R Hudson-Wilkin*, Sir I Johnston (Deputy-Chair), Mrs P Jones*, Mr C Stevens, Revd. R Stevenson*, and Professor R Thirunamachandran (Vice-Chancellor)

In Attendance:

Dr M Helm (Director of Student Experience) [Agenda Item 157 Only]
Professor A Honour (Deputy Vice-Chancellor)
Mr D Leah (Director of Finance and Chief Financial Officer)
Mr R Melville (Assistant University Secretary) [Agenda Item 157 Only]
Ms A Sear (University Solicitor & Clerk to the Governing Body)
Professor M Weed (Senior Pro Vice-Chancellor (Research, Enterprise and Business Development))
Mr N Theisen (Governance and Legal Services Assistant)

*attended via Teams

There was a minute's silence prior to the meeting in remembrance of Philip Fletcher.

151. Opening Prayer

The opening prayer was delivered by the Chair.

152. Apologies for Absence

Apologies for absence had been received from Ms N Ahmed, Ms S Appleby, Mr S Brown and Professor G Dewhurst.

153. Declarations of Interest

There were no declarations of interest.

154. Chair's Communications

The Chair commented that the Governor Visit to the Library and Learning Resources (LLR) had been positive. She noted the very good support provided to students and staff.

A Governor who had attended the visit echoed the positive response to the tour and stated it was very encouraging to see the work and dedication displayed by the LLR staff.

A Staff Governor who did not attend the tour commended the work of the LLR staff with Faculties across the University.

The Chair welcomed the Deputy Vice-Chancellor (DVC), Professor A Honour, to her first meeting of the Governing Body.

[Bishop Rose joined the meeting.]

The Chair welcomed the Director of Student Experience and Assistant University Secretary who would deliver the OfS Statement of Expectations presentation. She thanked the Governors for their willingness to undertake the digital safeguarding training in advance of the meeting. She reminded Governors of the opportunity to have their photograph taken after the meeting in support of the 'Expect Respect' Pledge.

The Chair said she had attended the public lecture by Dame Fiona Reynolds, former Director General of the National Trust, and the launch of the Academy for Sustainable Futures on 15 March 2022. She said the Academy was an exciting part of the University's focus on sustainability.

155. Minutes of the Meetings of the Governing Body held on 23 November 2021 and 26 January 2022 and Action Log [Item 4]

The University Solicitor and Clerk to the Governing Body (Clerk) said she had already updated the version of Minutes from 23 November 2021 in the board pack, to clarify that Mr Julian Hills had been a co-opted member of the Audit Committee. The Clerk mentioned the progress against the Action Log:

- the ongoing, in-depth consideration of the University's Christian identity (ongoing/in progress);
- MOSI progress to be updated frequently to Finance and Resources Committee (F&R) (completed);
- Governor training on Safeguarding and Expect Respect Pledge (in progress); and
- a forthcoming paper on the plan to develop resources to deliver the Climate Emergency Response (in progress).

The minutes of the meetings of the Governing Body held on 23 November 2021 and 26 January 2022 were agreed and signed as a true record.

156. Matters arising not appearing elsewhere on the agenda

There were no matters arising.

157. Strategic Discussion: Report on OfS Statement of Expectations: Tackling Harassment and Sexual Misconduct [Paper O98] [Item 6]

The Director of Student Experience said she and the Assistant University Secretary had been leading on this important work. She expressed her gratitude to Governor Safeguarding Champion, Professor Graeme Dewhurst, who had been engaged since before Christmas and would attend the Safeguarding Panel the following day.

The Assistant University Secretary said that safeguarding within a university context, other than for children, was relatively new. Previously, the expectations were that

university students were adults and therefore responsible for their own work and lives. The University's initial safeguarding activities were centred around the need for safeguarding the young students attending courses and summer courses at the University as they were minors.

The safeguarding agenda had developed substantially since those days. In addition to the OfS Statement of Expectations, several events and developments had contributed to the increased importance of safeguarding including:

- safeguarding failures in local authorities, media, churches and charities resulting in the Independent Inquiry in Child Sexual Abuse and recent 'me too' campaign;
- the statutory 'Prevent' Duty;
- student complaints to the Office of the Independent Adjudicator (OIA); and
- the Online Safety Bill.

The University's strategic delivery of apprenticeships was subject to Ofsted requirements and inspections. Inspectors looked at safeguarding procedures first and a successful audit outcome was dependent on the procedures being considered satisfactory. The Senior Pro Vice Chancellor (Research, Enterprise and Business Development) reported the acknowledgement of the Ofsted inspector of the good awareness and knowledge of the Report and Support tool amongst apprentices during a recent audit.

A separate minute was recorded in the restricted minutes.

Despite its overall benefits, social media had become more intrusive in people's lives and posed a risk, particularly the potential for it to be weaponised. The introduction of the Online Safety Bill adds to the University's responsibilities to ensure the safety of students and staff.

The challenge of complying with safeguarding requirements in a larger organisation was to ensure a joined-up approach to avoid safeguarding issues becoming lost. As such, the University had focussed on bringing together centralised professional services staff and Faculties to deliver safeguarding actions.

The seven areas identified by the OfS to ensure safeguarding were:

- communicating an embedded approach across an organisation;
- assuring Governors on the adequacy and effectiveness of the arrangements;
- engaging students, staff and apprentices;
- providing training for students, Governors and staff;
- ensuring effective incident reporting and disclosing processes;
- responding to reports in a fair, clear and accessible way; and
- providing support for students (reporting and responding) involved in an investigation.

The SMT had approved a seven-pointed approach to safeguarding in response:

- a commitment to safeguarding at the highest levels of leadership;
- creating an inclusive safer environment for students, apprentices, staff and visitors;
- an acknowledgement that safeguarding was the shared responsibility of all staff and students;
- a University-wide holistic approach;
- a positive and open culture which openly identifies and speaks about concerns;
- embedding preventative practices to protect children and adults at risk; and

- providing protection by ensuring effective responses to reporting.

The Assistant University Secretary said that it was of vital importance to have the support and commitment of the Governing Body. The role of the new Governor Safeguarding Champion was to oversee, challenge and support the Senior Management Team in the development of the University's approach to safeguarding. The Governor Champion was a crucial link between the Governing Body and the SMT in these matters.

Certain individuals across the University, both in academic and professional services departments, had a special role to play on the 'front line' as Safeguarding Leads and Designated Safeguarding Officers. The Designated Safeguarding Leads meet as a panel under the Chair of the Director of Student Experience and were critical in developing the holistic approach. There was mandatory training for all new starters and further training, provided by the NSPCC, was undertaken by those with lead roles.

Effective incident reporting was already in place but needed to be better deployed so all students, apprentices and staff were aware of their role in safeguarding.

The 'Expect Respect' Pledge campaign was regularly reviewed and refreshed to raise awareness amongst all students, staff and apprentices, so they knew how the reporting mechanism worked and trusted its process. There was an externally facing dedicated safeguarding website and a dedicated safeguarding email address for use by local authorities, parents, students and staff.

Two new Directorates (Student Wellbeing and Student Resolution and Protection) were being established to support this work. A Head of Safeguarding and a Head of Investigations would be recruited. Early reporting and early intervention were vital to minimise the risks of an issue going unreported. There would be a requirement to deliver refreshed staff training as individuals returned to campus. There were research opportunities to further this work and develop a working relationship with students and apprentices. The information gained would influence management decision making.

A Governor referred to the death of a university student in London at the weekend and asked whether the University was doing enough to make sure a similar event could not happen at the University. The Vice-Chancellor said that sadly it was not possible to eliminate such risks. Rather, the challenge was to ensure that the University was doing everything possible to identify potential risks. He considered the University had in place adequate processes to take appropriate actions in the event of tragic circumstances such as those recently reported.

The below points were made in discussion.

- Anonymous reporting was far more prevalent amongst staff members than students and was part of a larger national trend. A recent report had highlighted that one in five cases of sexual misconduct are not reported in the sector. It was key to ensure that the responses made to reports were safe, appropriate and gained the trust of staff and students.
- The Student Governor confirmed that students were well supported by the University.

- The Students' Union (SU) supported the University in this work. The SU is represented on the Safeguarding Panel and also received briefings from management.
- Establishing the new Directorates would provide an opportunity for the University to show its commitment to the agenda and facilitate further partnership working with the SU and students on developing better processes for handling complaints and reports. There would also be a refreshed publicity campaign.
- The staff induction process would involve an introduction to the Safeguarding Lead to ensure the Safeguarding Lead network was visible to staff.
- The appointment of a Governor Safeguarding Champion was key but the University must ensure that the responsibility for oversight of safeguarding did not fall upon that one individual but was embedded into the University's culture.
- A change in safeguarding culture would be a long process and would not be completed quickly. The proposed structural changes and introduction of new Directorates would enable a joined-up approach and help push change forward.
- Data on reporting was collected presently via the 'Report and Support' tool, but also from Security, Accommodation and HROD teams. The aim was to centralise collection of the data through the promotion of Report and Support.
- There was support in place for staff members who were the subject of a complaint or a report. Signposting was in place. Close work had been undertaken with HROD over the previous year when developing the processes. The presentation had been focussed on students, as that was the focus of the OfS, but the University was mindful that its safeguarding responsibilities were to students, staff and visitors. The Staff Unions would have a part to play.

The Assistant University Solicitor and Director of Student Experience were thanked for their presentation.

NOTED

RESOLVED

There would be further opportunity for Governors to have an 'Expect Respect Pledge' photograph taken on the day of the June Governing Body Meeting.

158. Vice-Chancellor's Report [Paper O99] [Item 7]

Student Recruitment

The Vice-Chancellor said that student applications were up by 2.6% compared to the same point last year. This was positive and the first report of growth in three years. The University's recruitment remained in line with the sector average of a 2.8% rise. Including students recruited onto courses delivered through partnerships increased the University's applicant figures by 36%. The next challenge would be the conversion of applicants to registered students in September. The University had scheduled Open Days to take place at the end of March and April to encourage students to select the University as their first or second choice by the end of May deadline.

New SITS Student Records System - MOSI Project

The Vice-Chancellor reported the successful second major software release ('Module Choice') on 7 March. First and second-year students had been allotted a fortnight to select their modules using the new student records system. 74% of students (2,921) had successfully chosen their modules by the deadline. 145 students had issues accessing the platform, 57% of which had their queries answered immediately by i-Zone with the remainder supported by the specialist team. Data migration from the old 'QL' student records system had improved to a 90% success rate and detailed testing would take place between April and July. The Vice-Chancellor expressed his gratitude to the independent IT specialist Governor for sharing her expertise in the transition to SITS and her role on the Oversight and Scrutiny Board.

The Chair asked that particular Independent Governor whether she would like to make any comments regarding the progress of the project. The Governor reiterated that the data migration was on track and the team was working well.

A Governor asked about the next steps in the MOSI project in September after the completion of the data migration and 'going live' at the end of this Academic Year.

The Vice-Chancellor said that there would be a focus on next steps after September. First, there was end-to-end testing in April; the bulk of the data migration in May; and registering of old and new students in SITS through the summer months. He estimated that work would be required up to July 2023 to complete the parts of the system that did not form part of the core minimum viable product, including the extenuating circumstances functionality. He said it was key for the Business Team and the MOSI Team to be working closely together to ensure a smooth transition as the Business Team would take over in the autumn. Members of the MOSI Team have been contracted until February 2023 to develop the next phase and maximise the value of the new system to both students and staff.

A Governor said it would be helpful for Governors to see a list of the tasks to be prioritised beyond the summer to give visibility on what would be of most value. She said that the MOSI project was driven, from a governance perspective, by poor data control which was highlighted in the OfS data audit and was on the high-level risk register as one of the University's biggest risks. She added that it would be valuable to understand how the risk would be effectively managed at the end of the summer.

The Vice-Chancellor estimated that assurances around data quality would not be possible before November at the very earliest, when the Higher Education Students Early Statistics (HESES) survey data returns were finalised. Secondly, the internal auditors, KPMG, had worked on identifying all risks to the MOSI program between March and October and determining whether those risks were properly mitigated. This provided the senior management, Audit Committee and Governing Body with the assurances (or the opportunity to address issues) before July.

The Director of Finance and Chief Financial Officer (CFO) said that since 2017/18, the Audit Committee had been unable to receive full assurance over the completeness and accuracy of student data returns and would, once again, be unable to provide such confirmation this year. There was an agreed OfS data quality action plan and the majority of actions were completed. Some actions could not be completed until the new

student records system went live and, although it was early to predict full confidence for the following year, the progress made would lead to a significant improvement.

National Student Survey (NSS)

The Vice-Chancellor said that current NSS responses exceeded the 50% minimum threshold for publication. Many courses exceeded the 50% threshold and 70% was the target. He remarked that higher response rates often correlated with more positive results. He thanked the new Deputy Vice-Chancellor (DVC) for her tireless work in driving an institutional approach to the survey. This had included an annual cycle of staff communications and engagements through promotional videos, StaffNET news articles, all staff Q&A sessions and regular engagement with the Senior Management Team to raise awareness of the survey's importance.

Strategic Framework 2023-30

The planning and development of the Strategic Framework for 2023-30 had commenced with the Governing Body Awayday in September 2021 followed by a SMT Strategic Away Day on 22 February 2022. There were numerous external developments which were not anticipated in 2014 which would be reflected in the flexible and dynamic approach of the new Strategic Framework. The DVC was leading the process through multiple staff and student consultations across all campuses in April. She had scheduled engagement with external stakeholders. Emerging themes were to be presented to SMT and the Governing Body in June.

A Governor asked the DVC about the plans for the Strategic Plan 2023-30 engagement sessions and the mechanisms for those not able to attend those sessions in person.

The DVC said she planned two, potentially three days if necessary, prioritising students and the Students' Union to maximise their input. The workshops would be divided up into three 45-minute tasks each with their own distinct focus:

- mission, vision and values;
- strategic themes; and
- strategic pillars (previously known as strategic aims).

Padlet would be used as a collaborative platform which allowed for revision after workshops or by those unable to attend and provide a toolkit for SLG members to take back to colleagues for their input. She also planned online sessions to catch those unable to attend in person as well as an all-day student and staff session on the Medway campus in coordination with SLG and SMT staff. All sessions were recorded for individuals to view online at their own convenience and contribute their thoughts via Padlet post-viewing.

A Governor asked whether there would be an engagement with the Inclusive Curriculum Committee to ensure that the engagement was inclusive as possible.

The DVC said the goal to be as inclusive as possible because collaborating far and wide was essential. There were enough spaces and sessions to include every member of staff and tracking was monitored so that areas of low engagement were targeted for greater input.

Climate Emergency

The Vice-Chancellor commented on the University's continued approach to sustainability and the establishment of the Academy for Sustainable Futures which had launched on

15 March 2022. The Senior Pro Vice-Chancellor would provide an update at the June Board regarding the progress since November 2021 after the initial action plan for the Climate Emergency Strategy.

Verena Holmes Building

A specialist consultant had been engaged to work with the University, Canterbury City Council, Historic England and other statutory consultees on the Verena Holmes building.

Ukraine

The Vice-Chancellor spoke about the events in Ukraine and the solidarity that was felt across the University in support of all those affected by the war. He stressed the importance of the University's values and praised the efforts of staff and students in fundraising and charitable activities undertaken in support of those displaced by war.

Augar Report

The Vice-Chancellor commented on the Government's release of the Augar report on post-18 education funding. The tuition fee cap of £9,250, was frozen until 2024/25 when, at current inflation rates, it would have a future real value of approximately £6,000. The University's budget forecasts took this into consideration, and up to 2024/25 the forecasts remained positive reflective of increased partnerships' income. The government consultations on minimum entry requirements to access student loans posed an additional risk to the University's widening participation agenda. The Vice-Chancellor referred to the increase in repayment terms from 30 to 40 years and the negative impact on graduates who were lower earners, and possibly women, but acknowledged it would not have a direct impact on the University itself.

A separate minute was recorded in the restricted minutes.

NOTED

RESOLVED

To provide the Board with assurance of the tasks within the MOSI project, to be prioritised beyond the summer.

159. Termly Report of the Students' Union [Paper O100] [Item 8]

The Student Governor commented on the crisis in Ukraine and how it had affected students with an increase in anxiety. He commended the push for donations across the University and the positive effects of bringing the community together.

The SU had communicated with Canterbury City Council and sought clarity around student eligibility for the £150 council tax rebate to help with the rising cost of utility bills, specifically when they were living in houses of multiple occupancy. The rebate needed to be actively sought by students and the SU had worked on an active campaign to raise awareness with students.

The Pulse Survey had shown a bounce back improvement in student survey results although there was a disappointing figure in that just 50% of students surveyed knew their course representative or how to contact them.

The Student Governor said that the SU elections process had been a success. The results were:

- Union President – Dan Bichener (re-elected)
- President (Campaigns and Societies) – Frankie McGregor (previously CDI))
- President (Engagement and Sports) – Max Elvin (new officer)
- President (Community, Diversity and Inclusion) – Ines Abella Romero (new officer)

The Student Governor said that he was delighted to have been re-elected to serve a second term and Governors collectively congratulated him on his successful re-election.

A Governor spoke of the positive response from students to the crisis in Ukraine and the rapid turnaround by the Gospel Choir to produce 'Song for Ukraine' in St Gregory's Church. Students were quick to volunteer to sing and create a video on short notice.

NOTED

160. Report on the University's Financial Position for the six-month period to 31 January 2022 and Proposed Revised Budget for 2021/2022 [Paper O101] [Item 9]

The Director of Finance and Chief Financial Officer (CFO) expressed his thanks to the staff for the sacrifices they had made in 2020/21 and the difference this had made in providing a sound basis for the current financial position. This had enabled a more confident position for the University when compared to June 2021. As a result of income from partner institutions and other additional income streams, the revised budget had increased by £30 million compared to the board approved budget in June 2021. This was aided through successful applications for grant funding and a growth in philanthropic giving, specifically around the Kent and Medway Medical School. He said that income diversification would become the 'new normal' and was necessary for maintaining the University's campus, as well as academic facilities, to the high standards incorporated into the Daphne Oram and Verena Holmes buildings.

The CFO said that F&RC had approved the updated budget at its March meeting.

Partnership revenue was not without a cost to the University as it required additional support services which were, at times, overwhelmed. There had been a period of catch-up during which the University had to increase its investment in support structures and services to facilitate the growing partnerships. He said that although staff costs had decreased relative to the budget, this also reflected high vacancies, higher churn at lower grades and the difficulty in recruitment and retention, particularly for IT and specialist positions.

The improved outlook enabled the University the opportunity to invest. The investments over the previous years needed to continue in both the physical and digital estate. The CFO said the investment levels of the University and the success of external grant income is likely to push the University's capital investment levels above the upper threshold permitted by the banks. Whilst the situation for this year does not appear to present a difficulty, he warned that a breach of the upper threshold limit covenant would become a greater issue as the cap reduces in 2022/23. The University's curriculum offer required it to spend more on infrastructure to maintain the cutting-edge facilities and digital first strategies it needed to grow and maintain. He stated that this was an issue to return to when setting 2022/23 budgets and in future discussions with the banks.

The CFO commented on positive performance against the two existing bank covenants, Minimum EBITDA and Maximum Net Debt. There was significant headroom over the minimum level of EBITDA and Maximum Net Debt. He contrasted the expected surplus of £2.5 million at the beginning of the year with the revised expected surplus of £8.3 million (just over 4% of turnover). He compared this to the historic metric used by the old regulator, HEFCE, a minimum requirement of 3% of turnover, aiming for 5% for a sustainable institution.

The CFO said there would need to be a decision made in the next few months regarding drawing down from the £47 million revolving credit facility (RCF), due to expire in April 2023, into an amortising loan for the Estate Master Plan. He said the University could, for example, draw down £29 million leaving the University with a year-end cash balance of £30 million. The Governing Body, through the Finance and Resources Committee (F&RC) in the first instance, would need to assure itself of the University's decision on how much of the loan would be needed to fulfil the yet undetermined strategic plan.

A Governor asked whether there was an opportunity to meet with banks to discuss a delay in deciding on the RCF until 2024 or 2025.

The CFO said the original agreement was a five-year RCF and the banks were under an obligation to offer an amortising loan. Attempting to postpone the decision opened up potential risks with the banks. The loans were secured against University assets and the University would wish to see some release of that security. The banks were unlikely to agree such a release until the University had decreased its net debt.

The Chair commented that there would be a need for a detailed explanation of the University's position with its lenders.

The Vice-Chancellor stated that the capital investment limit for the current year should be increased and that consistent performance against forecast would likely increase the levels in future years as well. He caveated that although there was a forecasted surplus in the budget it would merely act as a cushion. Utilities, wages, energy, cost of living were increasing across the board and repair works to Petros Court were expected to be 50% more than currently forecasted.

A Governor asked whether the staff shortages being experienced were specific to the University.

The CFO confirmed that the staff shortages were being experienced nationally. IT and technology positions had substantial shortages which may reflect the market requiring to be more flexible in the way in which such roles are undertaken. Discussions had taken place in relation to rewards strategies and the developing People Strategy, to be developed further by the Director of HROD. He stated that the University was experiencing a staff vacancy rate of circa 8% while it had historically had a 3-4% staff vacancy factor.

A Governor commented on the nationwide staff shortages and asked what could be done to make the University a more attractive employer. The Chair acknowledged that it was an important point of which it would be beneficial to be mindful during the development of the new Strategic Framework.

RESOLVED

That the Proposed Revised Budget for 2021/2022 be approved.

161. Surrender of Leases: [Item 10]

10a – Rochester House [Paper O102A]

The Clerk presented Paper 102A. She said that under charity law obligations the surrender of the lease of Rochester House required Governors' consideration of the business case previously approved by the SMT. The lease was a significant sum of money per year and was due to expire in July 2029. The University had moved out of the building in December 2021. There would be a payment to the legal entity taking over the lease. The payment was reasonable given the estimated dilapidation liabilities, details of which were annexed to the report.

A proposal made by the University's Senior Management Team that the lease of the Rochester House is surrendered was noted.

The Governing Body was therefore asked to consider:

- a briefing paper prepared for the benefit of the University's Senior Management Team and the Governing Body; and
- written reports on the proposed disposition from a qualified surveyor instructed by the trustees and acting exclusively for the charity; and
- whether the property had been advertised in accordance with the Charities Act 2011; and
- whether they were satisfied, having considered the surveyor's reports, that the terms on which the disposition is proposed to be made are the best that can reasonably be obtained for the charity.

Subject to and following the Governing Body's consideration of the documents set out above, the Governing Body was therefore asked to consider, and if thought fit, approve the proposed surrender of Rochester House.

The Vice-Chancellor said that the surrender was part of the concentration of the University's footprint onto the main campus, that was part of the overarching strategic Estate Master Plan developed and approved by the Governing Body in 2018.

A Governor expressed how impressive and positive the terms of the surrender were as such agreements were often difficult to negotiate.

After due and careful consideration, the Governors approved that the resolution included in the Board pack be signed.

RESOLVED

- it was in the best interests of the University to approve and progress the proposed surrender;
- all powers, authorities and discretions of the Governing Body be delegated to:

- the Vice-Chancellor and Principal,
- the Pro-Chancellor and Chair of the Governing Body,
- the Chair of the Finance and Resources and Remuneration Committee, and
- the Company Secretary

(the “**Authorised Individuals**”)

as may be necessary for the authorisation of all acts, matters or documents in connection with the proposed surrender of Rochester House, including, but not limited to authority to negotiate and finalise the documents required to give effect to the proposed surrender as they, in their sole discretion, see fit; and

- any two Authorised Individuals be authorised (acting together) on behalf of the University to execute and deliver the contractual documents required to give effect to the surrender of Rochester House on behalf of the University.

10b – Sidney Cooper Gallery [Paper O102B]

The Clerk presented Paper 102B. She noted that the Sidney Cooper Gallery lease had been surrendered on 4 March 2022 in accordance with the approval of the Governing Body. The Board had approved the surrender virtually, by way of an email circulated on 24 February 2022, and a resolution that was approved by 6pm on 24 February 2022.

NOTED

162. Academic Board Procedure for the Nomination, Appointment and Election of Academic Staff Representatives [Paper O103] [Item 11]

The Clerk presented the new procedure, that formalised previously unwritten custom and practice. She stated that the procedure had been drafted using the Governor Appointment Policy, previously approved by the Governing Body. The new Articles of Association required that the Board approved the procedures.

A Governor asked why, according to clause 2.3, the Heads of School/Centre were appointed for a three-year term as opposed to the four-year term enjoyed by the other Academic Board members.

The Vice-Chancellor, as Chair of the Academic Board, confirmed that the reason was probably historic reflecting that Heads of School used to be appointed on a three-year rotation. Heads of School were now appointed on a substantive basis and so he would review this further and clause 2.3 would be revised accordingly.

A Governor asked whether the wording in clause 3.3 should read ‘two academic colleagues’ as opposed to ‘two colleagues’.

It was agreed that the wording should be changed as suggested.

APPROVED (subject to a review of clause 2.3 and the amended clause 3.3)

163. Membership of the Governing Body [Oral Item]

The Clerk presented the forthcoming changes to the Governing Body including the retirement of Sir Ian Johnston on 31 July 2022. She said that Sir Ian was currently the Deputy Chair of the Governing Body, Chair of the Finance and Resources Committee and Chair of the Remuneration Committee. She stated that three Governors, Ms Sue Appleby, Ms Nadra Ahmed and Mr Staynton Brown, were approaching the end of their first four-year term. Advertisements for expressions of interest in joining the Governing Body had been published in a range of media. A shortlist would be prepared to enable the Chair, the Vice-Chancellor and herself to meet with shortlisted candidates. She would prepare a paper regarding succession plans for the Chairs Committee's consideration in June and for the Board's consideration and approval in June.

The Chair asked any Governor who was interested to nominate themselves for the role of Chair of the Finance and Resources Committee or Chair of the Remuneration Committee. She said it was also possible to nominate another member of the Board (with their permission).

NOTED

164. Termly Health and Safety Report [Paper O104] [Item 13]

The Vice-Chancellor acknowledged the meeting was taking place nearly two years after the UK went into its first national lockdown. He commended the Health and Safety team on steering and advising the University during the Covid pandemic. Since the report to the November Governing Body there had been no RIDDOR reportable accidents. He commended the increased uptake in mandatory H&S training, currently at 91.4% of full-time staff with a target of 95%.

The Vice-Chancellor acknowledged there was work to be done on the training to be completed by sessional staff. There was particularly difficult as sessional staff could be individuals teaching as regularly as weekly or an individual coming to campus as a one-off to give a lecture or a master class. Future work would be undertaken by the Health and Safety Group, alongside the H&S Governor, in developing a way of including sessional staff in mandatory H&S training.

Fire safety at Petros Court had been under review. A formal building audit by Kent Fire and Rescue Services (KFRS) had raised 10 deficiencies with 28 actions. At the date of the paper, 11 of the 28 actions had been completed with an additional two being completed by the date of the meeting. Similarly, 4 out of the 10 deficiencies raised had been completed by the date of the paper with an additional two completed by the meeting date. The Director of Estates and Facilities and the Head of Health and Safety had met KFRS on 11 March 2022 to provide an update on the University's work on Petros Court. KFRS had noted that not all works would be completed by the 18 July 2022 follow-up inspection date. Progress had been made; a project manager was engaged and a contract for repair works was out to tender.

The Finance and Legal Oversight Group (FLOG), comprised of the Clerk, the CFO and the Director of Estates and Facilities had met with the two landlords in relation to works at Petros Court. It was acknowledged that the legal responsibility for the works rested with the University. The £2.5 million set aside for repairs could easily balloon to £4 million. As the landlords could have a future interest in selling the property, they had an interest

in the works and a financial contribution was hoped for. The FLOG members would develop a detailed action plan for presentation at the next F&RC meeting.

The H&S Governor Champion acknowledged that during the pandemic nearly one third of all H&S projects were, reasonably, put on hold. New deadlines were being set including the review of mandatory training for sessional staff. She had visited the library after the last F&RC meeting and had a productive discussion with the Director of Estates and the Head of H&S around the open access and library entry controls.

NOTED

165. Summary Minutes of the Academic Board meeting held on 13 December 2021 [Paper O105] [Item14]

The Vice-Chancellor stated that the substantive items from the meeting had already been discussed throughout the meeting. He confirmed there was nothing else from the December meeting to add.

NOTED

166. High-Level Risk Register Summary [Paper O106] [Item 15]

The Clerk presented the High-Level Risk Register Summary. She said that there were no new additions to the Register. Two residual risks had been downgraded although remained 'red-rated'. The Clerk said that the responsibility for Risk Management had moved from Governance and Legal Services to Finance to allow for synergies between risk management, business planning and KPIs to be achieved. The change of responsibility had been reported to the Audit Committee at its February meeting.

NOTED

167. Any Other Business [Item 16]

There was no other business.

168. Confidential Items [Item 17]

The meeting closed at 17:55.