

CANTERBURY CHRIST CHURCH UNIVERSITY

MINUTES OF THE MEETING OF THE GOVERNING BODY HELD AT 4.30PM ON TUESDAY 21 SEPTEMBER 2021 IN AH3.31 (AUGUSTINE HOUSE TERRACE ROOM)

Present: Ms J Armitt (Chair), Ms S Appleby, Mr D Bichener, Mr S Carey, Professor G Dewhurst, Dr A Eyden, Mr P Fletcher, Dr K Fox, Ms J Harding, Mr R Higgins, Sir I Johnston, Mr C Stevens, Revd. R Stevenson, and Professor R Thirunamachandran (Vice-Chancellor).

In Attendance: Professor H James (Deputy Vice-Chancellor)
Mr D Leah (Director of Finance and Chief Financial Officer)
Ms A Sear (University Solicitor & Clerk to the Governing Body)
Professor M Weed (Pro Vice-Chancellor (Research and Enterprise))
Ms E Currie (Governance and Legal Services Assistant)

17. Opening Prayer

The opening prayer was delivered by Mr P Fletcher.

18. Apologies for Absence

Apologies for absence had been received from Ms N Ahmed, Mr S Brown, the Rt Revd Bishop R Hudson-Wilkin, and Mrs P Jones.

19. Declarations of Interest

There were no declarations of interest.

20. Chair's Communications

The Chair welcomed the new members of the Governing Body to the meeting: Mr Dan Bichener (Student Governor), Mr Steve Carey (Independent Governor), Professor Graeme Dewhurst (Independent Governor), Dr Kenneth Fox (Academic Staff Governor), Mr Robin Higgins (Professional Services Staff Governor) and Mr Clive Stevens (Independent Governor).

21. Minutes of the Meetings of the Governing Body held on 29 June 2021

The minutes of the meeting of the Governing Body held on 29 June 2021 were agreed and signed as a true record.

22. Matters arising not appearing elsewhere on the agenda

The Chair noted that the Governing Body had an outstanding action in its action log, which was to consider its Christian identity in depth. She would consult with the Vice-Chancellor on when this might usefully take place.

23. Report of the Vice-Chancellor [Paper O008]

The Vice-Chancellor was invited to present his report, Paper O008, to the Governing Body. The Vice-Chancellor said that it had been a particularly challenging time in terms of student recruitment due in part to the impact of the teacher assessed grades on universities outside of the Russell Group. The University had recruited 2950 full-time undergraduate students, against a target of 3650. The University expected to recruit circa 3000 students by the end of September. Financial modelling indicated that this shortfall would have a £6.2 million impact on the budget. The Chief Financial Officer (CFO) had set aside a contingency of £7 million for under-recruitment, which provided an immediate buffer. Positively, it was expected that collaborative partnerships such as those with the Global Banking School (GBS) and London School of Commerce (LSC) were expected to perform better than budgeted. The CFO would work through the implications of these factors, and the impact on future years' forecasting.

The Vice-Chancellor clarified that although recruitment was lower than anticipated the University was not in the same position as the previous year. He had met with members of the Senior Leadership Group that morning and provided reassurance that the University had no intention of implementing further Short Time Working arrangements. The Vice-Chancellor would repeat that message at his first All-Staff Address the following day.

The Vice-Chancellor said that recruitment to Postgraduate Taught programmes had hit target, although with a shortfall of 50 students in PGCE, which was unlikely to increase. Recruitment to Postgraduate Research continued all year-round, but the Vice-Chancellor was confident that the target of 213 students would be met.

The Vice-Chancellor said that the University had not achieved phase 2 of the Modernising Our Student Information (MOSI) project in August (student registration in SITS). He acknowledged that the registration process in 2020/21 had been problematic and said that the decision to not 'Go Live' for 2021/22 registrations had been made with this in mind. He was certain this was the correct decision and thanked the independent Governor, Judith Harding, for her support in the roll back process.

The Vice-Chancellor reported that Welcome Week was underway. 80% of new and returning students had registered with the University. The University was following up with those students who had not yet registered.

In terms of the MOSI project going forward, the Director of Digital Strategy and IT would be the new Senior Responsible Officer (SRO) and would work closely with Judith Harding to review all aspects of the project and its nine workstreams. A new, externally appointed Project Manager would start on Monday 27 September. A small Oversight and Scrutiny Board had been assembled, chaired by the Vice-Chancellor. The membership would include the Deputy Vice-Chancellor, Director of Digital Strategy and IT, Students' Union President, and Independent Governor Judith Harding.

Judith Harding commented that although 'Go Live' had not taken place the University had completed a significant amount of valuable process work during the lead up. The Chair asked when the Governing Body could expect an update on MOSI project progress. The Vice-Chancellor confirmed that an update would be provided at the November Finance and Resources Committee meeting.

The Vice-Chancellor reported that staff had begun to return to campus, and it was a pleasure to see them there. Nevertheless, contingency plans were in place should the Covid-19 situation deteriorate in the winter.

A Governor requested an update on Freshers' Week activity. The Vice-Chancellor reported that most students had arrived during the previous weekend. The Transition, Orientation and Induction Group, chaired by the Deputy Vice-Chancellor was overseeing arrangements, which included the use of various outdoor marquees on the North Holmes Road campus.

The Deputy Vice-Chancellor said that the KMMS Freshers Fayre had taken place on Friday 17 September and had been very successful. She noted that first and second year students were attending Freshers' events, because many second-year students had not spent any significant time on campus due to the pandemic. The Deputy Vice-Chancellor said that the University was employing Student Ambassadors to support all the traditional Freshers' Week activity.

The Student Governor reported that due to the pandemic the Freshers Fayre would be split between the outside space at Verena Holmes and the Sports Centre instead of the usual Augustine Hall location. The Students' Union was also working with local nightlife venues to provide various social events.

A Governor commented that the University should expect the negotiations around the planning permissions for the air conditioning plant on the roof of Verena Holmes to be a long, drawn-out process, and advised patience in that respect. The Vice-Chancellor agreed and noted that recent events at high profile UNESCO sites such as Stonehenge and Liverpool could impact on decision making. He confirmed that the University continued to work collaboratively with all stakeholders and was taking professional advice as necessary.

A Governor asked if the pandemic had had a positive impact on recruitment to health programmes. The Vice-Chancellor confirmed that the Faculty of Medicine, Health and Social Care had reached its recruitment target of 819 students. Based on applications alone it could have recruited significantly higher numbers but unfortunately recruitment was constrained by the non-availability of placements. The Vice-Chancellor had raised this obstacle with the Minister of State for Social Care.

NOTED

24. Report of the Students' Union including SU Objectives 2021/22 [Paper O009]

The Governing Body received Paper O009, Report of the Students' Union including SU Objectives for 2021/22.

The Chair invited the Student Governor to speak to the report. The Student Governor said that the Sabbatical Leadership Team had chosen to focus on five key objectives for 2021/22, which was a reduction from previous years. These were:

- engaging with the less-heard student voices;
- supporting mental health and physical wellbeing;
- becoming an 'Anti-Racist' University. He clarified that this term, used by various Students' Unions nationwide meant actively challenging structural racism;
- sustainability; and
- being more visible.

The Student Governor reported that during the summer the Union had been working to ensure the continuity of societies, which would be promoted at the Freshers Fayre. The Students' Union website had been relaunched and a new staff member had been recruited to the Union to support the advice centre.

A Governor said that in respect of the Union's objective to be more visible, the Governing Body had been hearing for many years that the Union wished to move back onto main campus. She questioned if the Governing Body needed to do more to support this objective. The Vice-Chancellor confirmed that this was a priority for the University. Plans to move the Union into vacated science labs on North Holmes Road had not gone through as the space was required for Professional Services staff following the exit from Rochester House. He said that he did not expect the Union to wait for the prison site to be developed and made available. He hoped an alternative space would be available by mid-2022 but acknowledged that this meant that the Students' Union bar might not move onto main campus in the immediate future.

A Governor said that he supported the use of target dates within the Big Five objectives, which made progress measurable and kept subsequent sabbatical teams accountable. The Student Governor said the objectives were common ground with the University and that the Union hoped to work collaboratively to fulfil them.

NOTED

25. Governing Body Terms of Reference and Work Plan 2021/22 and Terms of Reference Compliance Statement 2020/21 [Paper O010]

The Governing Body received Paper O010, Governing Body Terms of Reference and Work Plan 2021/22 and Terms of Reference Compliance Statement 2020/21.

The University Solicitor and Clerk to the Governing Body (the Clerk) said that the Terms of Reference had been updated to reflect the various appointments to the Governing Body. The document had also been amended to reflect Governing Body approval of risk processes, and to specify that Governance Effectiveness Reviews should take place every three years (previously every four years) in line with guidance from the Committee of University Chairs (CUC).

The Clerk said that the Terms of Reference would be further reviewed once the Governing Body had approved the refreshed Schedule of Delegation in November.

The Clerk reported that the Governing Body was fully compliant with its Terms of Reference in 2020/21, with the only Term not met relating to the hiring or dismissal of certain senior staff, which had not been required.

The CFO noted that the timing of the Office for Students (OfS) Financial Forecasts was marked as 'TBD' on the Work Plan. He said that although the Financial Statements would come to the November meeting for approval, the Forecasts would require detailed work in light of recruitment numbers. The OfS had extended the deadline for submission of the forecasts. He expected the forecasts to be approved exceptionally by the Finance and Resources Committee in early 2022.

The Chair said that the Work Plan was not set in stone; new items could be added if required. She noted the extremely busy November meeting and asked if anything could be moved back to March 2022. The Vice-Chancellor said that would not be possible, but that most items would have had initial consideration by either Finance and Resources Committee or Audit Committee and would not require detailed discussion. A Governor commented that it would be important to make proper use of 'for information' and 'for noting and discussion' designations.

RESOLVED:

That the Governing Body Terms of Reference 2021/22 and the Work Plan 2021/22 be approved, and that the Compliance Statement 2020/21 be noted.

26. Estate Master Plan Update –Transfer of Kent Innovation Centre Broadstairs [Paper O011]

The Governing Body received Paper O011, Estate Master Plan Update – Transfer of Kent Innovation Centre (KIC) Broadstairs. The Clerk said this matter pre-dated both herself and the CFO. She had examined the University's archived records including correspondence and file notes recorded by her predecessor. Thanet District Council (TDC) had transferred the land, on which the University's Broadstairs campus buildings and the KIC had been built, to the University in 2000 for £1. An option agreement between the University and TDC for the University to purchase KIC from TDC for several million pounds had been the subject of lengthy historic negotiations between the parties but had not been concluded. The University was no longer interested in purchasing the KIC as it was disposing of the Broadstairs campus. The Clerk said that it was now necessary to regularise the situation to reflect the original intention of the parties by transferring the legal title of KIC to TDC for £1.

The Clerk said that as TDC was the rightful owner of the building it would be inappropriate for the University to provide the Governing Body with a surveyor's valuation report as it would normally do in support of a request for approval of a proposed disposal, in compliance with charity law obligations.

The Chair asked if the KIC was entirely separate from the University's teaching and accommodation buildings and the Clerk confirmed that this was the case. A Governor asked if TDC agreed with the proposed course of action. The Clerk confirmed that TDC was keen to regularise the situation.

RESOLVED:

That by written resolution:

- it was in accordance with the original intention of the parties and therefore in the best interests of the University to approve and progress the transfer of the legal title of Kent Innovation Centre to TDC;
- all powers, authorities and discretions of the Governing Body be delegated to:
 - (i) the Vice-Chancellor and Principal,
 - (ii) the Pro-Chancellor (Chair of the Governing Body),
 - (iii) the Deputy Pro-Chancellor and Chair of the Finance and Resources and Remuneration Committees, and
 - (iv) the Company Secretary
 (together the "Authorised Individuals") as may be necessary for the authorisation of all acts, matters or documents in connection with the proposed transfer of the Kent Innovation Centre to TDC, including, but not limited to authority to negotiate and finalise the documents required to give effect to the proposed transfer 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 proposed transfer of the Kent Innovation Centre on behalf of the University.

27. Refreshed Articles of Association [Paper O012]

The Governing Body received Paper O012, Refreshed Articles of Association. The Clerk said that the University had hoped to adopt the refreshed Articles of Association in June. However there had been an exceptionally long wait for Charity Commission approval, which had finally been received on 3 September. She said that the draft Articles been approved by the Governing Body in March 2021; the main changes had been to modernise the language, update the objects, and insert a provision relating to freedom of speech. The Clerk said that the only further change requested by the Charity Commission had been to refine the 'Objects' clause by separating it from the 'Powers' clause.

A Governance Task and Finish Group had considered the refresh in detail over the previous year. The Chair of the Audit Committee, who had chaired that Group confirmed that thorough consideration had been given to all changes.

The Clerk said that statute required at least 75% of the Governing Body to approve the Special Resolution contained in the board pack in order for the new Articles to be adopted. Members of the Governing Body who had sent apologies to the meeting would also be requested to indicate their approval by signing the Special Resolution.

RESOLVED:

That subject to the approval of the Governing Body members, to be indicated by signing the circulated written Special Resolution, the refreshed Articles of Association circulated in the board pack be adopted as the Articles of Association of the University in substitution for, and to the exclusion of, the Company's existing Articles of Association.

28. Risk Management: Risk Appetite Statement 2021/22, Risk Management Framework 2021/22 and High-Level Risk Register Summary [Paper O013]

The Governing Body received Paper O013, Risk Management: Risk Appetite Statement 2021/22, Risk Management Framework 2021/22 and High-Level Risk Register Summary. The Clerk said that there had been a recent Internal Audit Review of Operational (local) Risk Management which had fed into the update of the Risk Management Framework. The Framework had also been updated to make clear that the Governing Body had ultimate responsibility for Risk Management.

The Clerk said that the 'Financial Performance and Sustainability' section of the Risk Appetite Statement had been updated to reflect the requirements of revised bank loan agreement. The University's risk appetite for Digital Infrastructure had been separated out from Physical Infrastructure, to reflect that the University had a low appetite for risk for Digital Infrastructure, whereas the risk appetite for Physical Infrastructure remained medium.

The Clerk said that a full copy of the High-Level Risk Register was available on request or via the Governor Blackboard.

The Chair commented that it was interesting to note the areas where the University had a higher tolerance for risk. A Governor asked if it was appropriate for the University to have a high tolerance for risk in Education and Student Experience. The Vice-Chancellor said that the higher risk appetite reflected the University's willingness to expand into new areas and be innovative. He said the University would not take risks in terms of the quality of the student experience.

RESOLVED:

That the Risk Management Framework 2021/22, Risk Appetite Statement 2021/22 and High-Level Risk Register be approved.

29. Addressing the Office for Students' Statement of Expectations: Tackling Harassment and Sexual Misconduct [Paper O014]

The Governing Body received Paper O014, Addressing the Office for Students' (OfS) Statement of Expectations: Tackling Harassment and Sexual Misconduct. The Deputy Vice-Chancellor spoke to the report and said that the OfS had published a Statement of Expectations for preventing and addressing harassment and sexual misconduct affecting students. This had been an area of attention for the University for several years led by the Director of Student Experience and supported by the Assistant University Secretary. The Deputy Vice-Chancellor said that she was grateful to both for their diligent work. The SMT had received a report detailing the work already undertaken to respond to the seven Expectations set out within the OfS statement. An action plan had been developed to continue the work already underway.

The OfS Statement laid out certain Expectations of Governing Bodies. In response to these expectations the Governing Body would receive a report on Safeguarding at its March meeting and follow up progress reports as required. The Governing Body would also be expected to nominate a Governor Safeguarding Champion. Finally, the SMT had publicly taken, or retaken, the University's Expect Respect Pledge and the Governor Body was requested to do likewise.

The Chair said that this was an important issue that deserved due consideration. She noted that the EDI and H&S Governor Champions had recently been appointed. She said that any Governing Body member who was interested in the role of Safeguarding Champion could contact herself or the Vice-Chancellor.

The Chair noted the importance of this subject. She requested the Governing Body be offered training on what was expected from them in this regard at a future meeting before Governors were invited to take the Expect Respect Pledge.

NOTED

30. Calendars of Meetings 2021/22 and 2022/23 [Paper O0015]

The Governing Body received Paper O0015, Calendars of Meetings 2021/22 and 2022/23. The Clerk said that there had been no changes to the provisional calendar provided the previous year. The Vice-Chancellor requested that further thought be given to the date for the Strategy Day in 2022, to avoid clashes with activities during 'Welcome Week' for students.

NOTED

31. Termly Health and Safety Report [Paper O016]

The Governing Body received Paper O016, the Termly Health and Safety Report. The Vice-Chancellor said that the Health and Safety team remained focussed on the Covid-19 response and the safe return of staff and students to campus. Detailed work had been undertaken, in conjunction with Estates and Facilities colleagues, to monitor ventilation levels in all rooms.

The Vice-Chancellor said that there had been no RIDDOR reportable events in the period since the previous meeting. There had been one incident reported in Augustine House relating to a fractured glass panel.

The Vice-Chancellor reported that, positively, compliance with mandatory Health and Safety Training was at 93%, against a target of 95%.

The Vice-Chancellor provided an update on the situation at Petros Court relating to cladding. The University's actions in mitigation of the identified risk areas had been endorsed by the Kent Fire and Rescue Authority. The University was legally and morally compliant with all requirements. The Vice-Chancellor confirmed that the University was not currently required to replace the cladding on the building. The CFO said that given the evolving legal requirements in this area, a provision had been set aside for this work in case the situation changed.

The H&S Governor Champion asked if the remaining staff who had not complied with the Health and Safety Training requirements were refusing to do so. The Vice-Chancellor said it was primarily staff on long term sick leave, or maternity leave as well as new staff. Management would continue to make every effort to meet the target for compliance.

NOTED

32. Summary Minutes of the Meeting of the Academic Board on 21 June 2021 [Paper O017]

The Governing Body received paper O017, Summary minutes of the meeting of the Academic Board on 21 June 2021. The Vice-Chancellor said that the Academic Board had focussed on student survey and league table results.

33. Any other business

The Senior Independent Governor said that the only formal requirement of the role was to review the performance of the Chair on an annual basis. He said that the role was developing, and he was open to hearing from colleagues with any comments or suggestions.

The Chair said that the Strategy Day had been helpful in forming her priorities for her term as Chair. She hoped to focus on:

- building on and reinforcing the investments made by the University;
- responding to the climate emergency;
- improving league table positions and National Student Survey scores; and
- maintaining the Christian Foundation at the heart of all activity.

The Vice-Chancellor reported that the Director of Academic Administration, Cathy Lambert, would be leaving the University in October. He said that she had achieved much in her time at the University and recorded his sincere thanks to her.

34. Confidential items

There were no items to be kept confidential.

NOTED

The meeting closed at 5.45pm.