

APPOINTMENT BRIEF

UCAS CHAIR

Security marking: Public

Document owner: Company Secretary

UCAS

UCAS is the world's largest central admissions service for higher education. Our vision is to be at the heart of connecting people to higher education, and we do this by working with students, teachers, and the higher education sector to provide information, advice, admissions, and data analysis services.

UCAS was incorporated in 1993, and is a company limited by guarantee. We are registered as a company in England, as a charity in England and Wales, and as a cross-border charity in Scotland, with charitable objects to advance, and assist in the advancement of, higher, further, and secondary education.

UCAS' core purpose is to provide an accessible and trusted undergraduate admissions service. Every year, we support around 700,000 students, from over 200 countries, applying to undergraduate higher education. Our service is designed around enabling student choice and realising efficiency benefits for universities, conservatoires, colleges, schools, and applicants, and enjoys high levels of satisfaction across all customer groups. Our technology capability, and expertise in running this service, enable UCAS to offer postgraduate, conservatoire, teacher training, and degree apprenticeship services.

Our rich data assets and analytical expertise enable us to offer a unique perspective on progression and admission to higher education, and we make a significant and growing contribution to national debates about education, access, and social mobility.

UCAS employs around 450 people, and is entirely self-funding through income from applications, universities and colleges, and revenues generated by our commercial subsidiary, UCAS Media Limited. Our annual income is around £50 million, and the organisation is based in Cheltenham, Gloucestershire.

We are at an exciting point in our evolution. Our refreshed corporate strategy establishes a clear focus on developing the undergraduate admissions service to better meet the needs of students, advisers, and higher education providers, in a rapidly changing and uncertain environment. The strategy establishes our ambitions to offer students more personalised information and advice, and to provide accessible, timely data and insights, to facilitate progression and participation in education. It establishes our goals to grow our presence in the postgraduate market, and work in partnership with others to expand our apprenticeship offering, and services for international students and those who support them.

To underpin the successful delivery of the strategy, the business is committed to increasing efficiency, and ensuring core services are self-funding, while growing the UCAS Media business.

The UCAS Board, Committees, and the UCAS Council

UCAS has a skills-based Board of 13 trustees. Our trustees provide strategic guidance and scrutiny, and are accountable for ensuring our strategy demonstrably meets our charitable objectives, and delivers public benefit. The Board is supported by the Audit, Finance, Remuneration, and Nominations committees.

Trustees are selected and appointed based on their specific skills, experience, and expertise. They are drawn from higher, further, and secondary education, the student community, and business, to ensure UCAS has access to a wide range of expertise, including finance and technology, as well as education and the student experience.

UCAS also has an advisory Council, representing our customers and stakeholders. The role of the UCAS Council is to challenge and inform the work of the UCAS Board, give feedback to the Board on the organisation's performance, and inform our strategic direction.

UCAS' trading subsidiary, UCAS Media Limited, delivers consultancy, insights, data, and marketing services and products to a wide range of customers. It provides social value through the services it offers to students, and its financial contributions to UCAS.

UCAS Chair

Overall responsibility

The Chair has overall responsibility for:

- ensuring the Board is effective in the provision of strategic leadership to UCAS, in line with its aims, values and vision to be at the heart of connecting people to higher education
- ensuring the Board is ultimately responsible for UCAS' funds and assets, including its reputation, and for the decisions and actions of UCAS, in line with the matters reserved for the Board
- providing leadership to the Board, with prime responsibility for ensuring it has agreed priorities, appropriate structures, processes, and a productive culture, and has trustees and an Executive Team who add value to the business, and can ensure its governance is fit for purpose

Appointment, term, and commitment

- The Chair shall be appointed by the Board on the recommendation of the Nominations Committee and Universities UK, in consultation with GuildHE. The Chair's term of office shall be for up to four years, unless terminated prior to that by the Board. The appointment is without remuneration, but reasonable expenses will be reimbursed.
- The Board is required to meet regularly to discharge its duties, and currently meets six times a year, primarily in Cheltenham or London, or from time to time at other locations in the UK.
- The Chair is required to dedicate sufficient time to perform the responsibilities required. This will include preparation for, and attendance at, the Board meetings, monitoring the Board's agenda, and regular engagement/maintaining contact with the trustees, chairs of UCAS' committees and Council, and the Executive. Duties also include serving on and chairing UCAS' Remuneration and Nominations committees (on an ex officio basis, in line with the respective terms of reference from time to time), and other ad hoc meetings of the main Board.

Duties and responsibilities

In addition to those duties and responsibilities performed by trustees, the Chair is responsible for the following, in line with the matters reserved for the Board from time to time:

- Instigating and facilitating discussions on the strategic development of UCAS.
- Providing clarity of vision to the Board in fulfilling its charitable objects.
- Ensuring the Board has agreed strategic priorities.
- Holding the Chief Executive to account for the effective management and delivery of the company's strategic aims and objectives, and the delivery of public benefit.
- Providing leadership and support to the Chief Executive, where appropriate.
- Supporting and appraising the performance of the Chief Executive, and, where appropriate, other members of the Executive Team, and ensuring there is an effective relationship between the Executive and the Board.

- Building and maintaining close relationships between UCAS' various constituencies and stakeholder groups, to promote the effective operation of UCAS' activities.
- Ensuring UCAS promotes equality and diversity for all its stakeholders.
- In consultation with relevant UCAS employees, determining the frequency, dates, and locations of the Board meetings, and ensuring the Board meetings are called by notice on the trustees.
- Ensuring the requisite business, as determined by the matters reserved for the Board and workplan, is brought before the Board to enable it to perform its duties, and that effective workplans and matters reserved for the Board are in place.
- Liaising with the Chief Executive and relevant UCAS employees in preparing agendas and papers, and ensuring the business is covered efficiently and effectively in those meetings.
- Ensuring the Board receives accurate, timely, and clear information to enable it to perform its duties effectively.
- Ensuring the Board discharges any other duties in line with the matters reserved for the Board.
- Chairing the Board meetings, encouraging and facilitating open discussion, and the engagement and participation of all trustees in decision-making.
- Setting the cultural tone for the Board, creating an environment with strong working relationships, and where challenge and scrutiny are welcome, including encouraging all trustees to deploy their skills, experience, and opinions constructively, to drive the business forwards.
- Managing any conflicts of interest at the Board meetings, in line with UCAS' conflict of interest policy.
- Reviewing and providing comments as necessary on, and ensuring the accuracy of, the draft minutes of the Board meetings, and ensuring they are circulated to the members of the Board, and the external auditors, on a timely basis following the Board meetings.

APPOINTMENT BRIEF

UCAS CHAIR

- > As permitted by UCAS' delegated authority policy and relevant mandates, executing contracts and signing documents by, or on behalf of, the business, and authorising any other action to be taken *intra vires*, as required.
- > Acting as UCAS' advocate and spokesperson as required, and, should the Chief Executive not be available, representing the company at functions, meetings, and in the wider media.
- > Attending UCAS' general meetings to respond to questions from the legal members, as they may be put to the Chair.
- > Ensuring the Board has appropriate oversight and monitoring of UCAS' trading subsidiary.
- > Reviewing the regular assessment of the effectiveness of the Board, the organisation's corporate governance arrangements, and considering measures to strengthen effectiveness, as identified by the assessments.
- > Regularly assessing attendance, participation, and performance of the trustees, and supporting their professional development where required.
- > Maintaining the Board's commitment to Board diversity, renewal, and succession planning, in line with UCAS' governing document and current good practice.

Person specification

The Chair will be the head of a higher education provider, who can demonstrate:

- > a high level of understanding and interest in UCAS' business, our markets, and customers, and a commitment to our charitable goals and values
- > experience of operating at board or committee-level for a charity, private, or public sector organisation
- > sound knowledge of governance, including awareness of the charitable sector, and a clear understanding and acceptance of the legal duties, liabilities, and responsibilities of trustees and committee members
- > proven leadership, communication, and interpersonal skills, with experience of fostering productive relationships across complex and wide-ranging stakeholder groups

- > evidence of strategic planning and decision-making, commercial acumen, and risk management frameworks
- > a breadth of vision, and a demonstrable understanding of the principles of good governance, including an understanding of the proper separation between governance and executive management
- > a record of promoting and championing open discussions and debate, and fostering positive relationships
- > a personal style that is collaborative and demonstrates authority, confidence, and commitment, and a willingness and ability to raise and deal with difficult issues, including constructively challenging the Executive
- > the ability to act ethically, with sound independent judgement, and the highest levels of integrity, probity, diplomacy, and confidentiality
- > awareness of the modern regulatory environment, and politically astute, with a broad understanding of wider economic, social, and technological trends affecting higher education, and the foresight to highlight potential opportunities and risks

Further information

- > **Corporate strategy: Future Focus 2020**
- > **UCAS Impact Report 2018**
- > **UCAS Articles of Association**
- > **Annual report and accounts for the year ending 31 July 2018**
- > **UCAS trustees and committee members**
- > **Matters reserved for the Board**

Further useful information can be found on the UCAS website at www.ucas.com.

Appointment process

Interested individuals are invited to submit a CV and short covering note expressing their interest, to Danya Young, Company Secretary, either by email at corporategovernance@ucas.ac.uk, or by post to UCAS, Rosehill, New Barn Lane, Cheltenham, GL52 3LZ, quoting reference **HE2019**, by 5pm on **Friday 22 February 2019**.

Shortlisted candidates will be invited to discuss the role with Clare Marchant (UCAS' Chief Executive), Helen Thorne (UCAS' Director of External Relations), and members of the Nominations Committee. The Nominations Committee, and Universities UK, in consultation with GuildHE, will make a recommendation on the appointment to the UCAS Board.

Equality and inclusion

UCAS is committed to equality, and values diversity in its workforce, and on its Boards. We welcome and encourage applications from all candidates, in line with the Equality Act 2010. We would particularly welcome expressions of interest from minority and underrepresented groups, as we strive for better equality and diversity on the Board. All information you send us will be kept secure, in line with the Data Protection Act 2018.