

BOARD OF GOVERNORS

Edge Hill
University

Minutes of the meeting held on 5 December 2016

Present

Lisa Greenhalgh	Independent member	Chair: Audit Committee
Lesley Munro		Clerk to the Board
Roy Bayfield	Support Staff member	Elected
Evelyn Carnegie	Academic staff member	Elected
John Cater	Vice-Chancellor	Ex-officio
Graeme Collinge	Independent member	
Christine Donnelly	Independent member	
Clive Edwards	Independent member	
Rob Green	Independent member	
Matthew Greenhalgh	Student Member	Students' Union President
Louise Robinson	Independent member	
Edith Sim	Independent member	
George Talbot	Academic staff member	Academic Board nominee

In attendance

Mark Allanson	PVC (External Relations)
Lynda Brady	PVC (Student Experience) & University Secretary
Steve Igoe	Deputy Vice-Chancellor
Paul Malone	Students' Union General Manager

Apologies

Martin Ainscough	Independent member	Chair: Resources Committee (acting)
Richard Benjamin	Independent member	
Bernard Laverty	Independent member	Chair of the Board
Simon Pope	Independent member	
Gareth Shanks	Student member	
Denise Walker	Independent member	

The Clerk indicated that, in the absence of the Chair of the Board, Lisa Greenhalgh had agreed to chair the meeting.

BG.16.026 Declarations of Interest

There were no Declarations of Interest.

BG.16.027 Chair's Announcements

The Chair welcomed Edith Sim and Christine Donnelly as new Governors to their first meeting of the Board.

The Clerk formally reported the resignation of David Owen as Deputy Chair of the Board for personal reasons. Members extended their thanks to David for his service over many years and requested that the Clerk responded to acknowledge this.

Action: Clerk

BG.16.028 Chair's Action

There was no Chair's Action to report.

BG.16.029 Minutes of the previous meeting

Received: Document BG/021/16

The minutes of the meeting held on 26 September 2016 were agreed and signed by the Chair as a correct record.

BG.16.030 Action Log

Received: Document BG/022/16

The Action Log was received noting all actions as implemented.

BG.16.031 Matters arising not included elsewhere on the agenda

There were no other matters arising.

SECTION A ITEMS

BG.16.032 Minutes of Committees

.01 Nominations Committee (5 December 2016)

The Chair reported that the meeting had been inquorate with insufficient members attending and that two items were therefore being brought to the Board for attention:

.01 Register of Interests

Noting the requirement to update the published Register of Interests in January, the Clerk indicated that the pro-forma used to collect data for the Register had been amended to also incorporate the requirements for reporting related party transactions in the financial statements. It was agreed that the new pro-forma should be circulated for completion by the end of December.

Action: Clerk

.02 Renewal of Terms of Office

The Board approved the renewal of terms of office for:

Clive Edwards
Richard Benjamin
Simon Pope

Action: Clerk

Noting the need for new members on Nominations Committee, the Clerk indicated that she would contact independent members after the meeting to elicit any expressions of interest.

Action: Clerk

.02 Resources Committee (17 October 2016)

Received: Document BG/023/16

Independent member (GC) introduced the minutes in the absence of the Chair. He highlighted the following points:

- The transfer of independent member (CE) from Audit to Resources Committee;
- A positive Committee evaluation noting the need to consider HR expertise in new governor recruitment;
- Increased cash balances but with continuing low rates of return on financial investments;
- Completion of the capital projects programme on time and within budget;
- Receipt of an informative annual report from HR noting the need to increase recruitment from minority ethnic groups;
- Above sector average results from the annual staff survey whilst noting a slight dip from the previous year which was related to significant changes in the Faculties of Health and Education;
- A positive external audit of the 2015/16 Financial Statements and a strong Going Concern Statement;

He also drew attention to the significant discussions around the 2015/16 Financial Statements and the Capital Projects Bid both of which were recommended to the Board for approval.

The Resources Committee Minutes were received.

.03 Audit Committee (7 November 2016)

Received: Document BG/024/16

The Chair of Audit introduced the minutes drawing attention to the following points:

- The attendance of two new independent governors (ES and CD) at their first meeting of the committee;
- Recommendation of the 2015/16 Financial Statements for approval;
- Receipt of an informative annual Value for Money report;

- Receipt of reports on Risk Management and the introduction of a new Fraud Risk Register.

The Audit Committee minutes were received.

BG.16.033 EHU/WLBC Forum (18 November 2016)

The Vice-Chancellor gave a verbal report on the meeting highlighting the following points:

- The successful operation of Freshers' Week by the Students' Union with only 13 complaints generated;
- Discussions on the review of the Local Plan noting the Council's interest in business and housing development along the M58 corridor;
- Discussions on the University's Capital developments and student recruitment;
- Continuing challenges in reaching an understanding with local planners around car parking issues.

In discussion, it was noted that, whilst the University continued to look at ways of reducing car usage, the poor public transport infrastructure mitigated against this. Temporary facilities were being used to good effect during periods of peak activity although these were time limited.

The report on the EHU/WLBC Forum was received.

BG.16.034 Management Information October 2016

Received: Document BG/025/16

The Deputy Vice-Chancellor introduced the report noting income ahead of projections and expenditure down. With tight management of tuition fee income in place and continued gap savings from the staffing budget, it was likely that this position would continue to improve yielding a higher end-of year surplus. This would provide a buffer against future challenges as well as assurance for the Board in terms of investment decisions.

In response to a member's question, it was noted that Associate Tutors represented a body of staff who were employed regularly on a casual basis.

The Management Information October 2016 was received.

BG.16.035 Financial Health of the Higher Education Sector: 15/16 – 18/19 Forecasts

Received: Document BG/026/16

The Deputy Vice-Chancellor introduced this HEFCE report which was based on institutional projected income through to 2018/19. The report highlighted a number of challenges arising from the information provided:

- Reducing surplus levels although there was significant variation across institutions with evidence that sustainability was an increasing issue;
- Potentially unrealistic student growth projections for both the home and overseas market given domestic demographics, the BREXIT decision and government immigration policy;
- High borrowing levels in some instances to maintain infrastructure investment;
- Increasing pension liabilities, especially in relation to USS institutions.

The Vice-Chancellor noted that, despite the worsening situation, previous strong performances between 2012 and 2016 had left an impression in government that Universities were well-off and could afford to subsidise other areas of Education such as the schools sector.

In discussion, it was noted that:

- Increased fee levels would provide some relief but were only set to rise with inflation;
- Increased competition for student numbers was unlikely to lead to institutions cutting fee levels since these were associated with quality. It was noted however that a number of prestigious institutions were lowering entry requirements which could present challenges for the rest of the sector;

- There was a real risk of failure for some institutions with the possibility of mergers although past experience suggested this was neither a popular nor effective solution in most cases.

The HEFCE report on the Health of the Higher Education Sector 15/16 – 18/19 was received.

BG.16.036 Edge Hill Enterprises: Rental Agreements for Use of Facilities

Received: Document BG/027/16

The Board approved the renewal of 7 licences to occupy for 2016/17 with associated rental costs related to sports facilities managed through Edge Hill Enterprises.

Action: Deputy Vice-Chancellor

SECTION B ITEMS

BG.16.037 Vice-Chancellor's Report

Received: Document BG/028/16

The Vice-Chancellor introduced his report and highlighted the following points:

- Applications were lower this year reflecting a trend across the North West. Nursing applications had been affected by the move to a loans system but it was expected that programmes would still recruit to target. In more general areas there had been a noticeable shift in competitor behaviour with prestigious institutions increasing unconditional offers and lowering entry grades. Taking a long-term view, it was important that the University did not lose the quality of entrants built up in previous years even if this meant a slightly smaller intake. Faculties were focused on developing the portfolio to attract new applicants. It was noted that continual changes in government policy in respect of school leaver qualifications was also proving unhelpful undermining the integrity of predicted outcomes;
- Teacher Education places continued to reduce in response to government policy although the pace of change was proving challenging and allocations to Universities would continue through

to 2018. It was reported that the Government was funding the establishment of a national College of Teaching which could take responsibility for teacher accreditation in the future;

- Nursing apprenticeship programmes were becoming more widely available although the graduate route was likely to remain attractive to government as it was no longer reliant on NHS funding;
- Work on completion of TEF documentation was underway with an emphasis on maximising the data story in terms of student achievement. It was likely that the University would reach 'silver' level which would allow the application of increased fee levels;
- The impact of the Stern Review on REF 2021 would be significant if accepted in requiring all academic staff to be returned. This would be challenging for all institutions and could lead to a distinction being drawn between research and 'teaching only' staff which the sector had resisted over many years and to which Edge Hill was strongly opposed in terms of the impact of such a move on the student experience. A robust performance in the REF was important for the University in further enhancing reputation and league table positioning. In discussion, it was noted that all staff would be encouraged to reflect on their ability to contribute to the exercise as outlined in the national contract. It was further noted that the University was continuing to support investment in staff with recruitment focused on well-rounded academics able to make contributions to both research and teaching.

The Vice-Chancellor's report was received.

BG.16.038 Student Report

Received: Document BG/029/16

The Students' Union President introduced the report which was provided in a new format offering a more comprehensive outline of and insight into Students' Union activities. He highlighted the following points:

- Successful delivery of awareness sessions on 'Consent' to all incoming first year students;

- Implementation of the new student representation structure noting a number of issues related to the transition to the new scheme;
- Continued operation of the 'Give It A Go' scheme which allowed students to test out activities without commitment. Following an initial programme in early October, a further campaign was planned mid-year;
- The growing success of EHU Sports Teams.

In discussion, it was noted that trading at the Venue was proving challenging but that a number of actions had been taken to seek to address this.

Members welcomed and received the informative report from the Students' Union.

BG.16.039 Going Concern (ASSUR) Statement

Received: Document BG/030/16

The Deputy Vice-Chancellor introduced the statement which provided a range of financial and other key performance indicators geared to provide assurance in terms of the ongoing sustainability of the institution. In response to a member's question, it was noted that institutions had discretion in terms of the indicators used so it was not possible for it to be used for comparative terms within the sector.

The statement was approved for submission to HEFCE.

Action: Deputy Vice-Chancellor

BG.16.040 Auditor's Letter of Representation

Received: Document BG/031/16

The Board approved the Auditor's Letter of Representation noting the final wording of the second bullet point in paragraph 16 was still to be finalised.

Action: Deputy Vice-Chancellor

BG.16.041 Audit Committee Report for the Year ended 31 July 2016 and External Audit Letter

Received: Document BG/034/16

The Chair introduced these documents both of which provided positive assurance to the Board.

The Board received the 2016 Audit committee report and External Audit Letter.

BG.16.042 Report and Financial Statements for the year ended 31 July 2016

Received: Document BG/033/16

Noting the positive recommendations from both Resources and Audit Committees, **the Board approved the Report and Financial Statements for the year ended 31 July 2016 for submission to HEFCE** and commended the University for an excellent outturn.

Action: Deputy Vice-Chancellor

BG.16.043 2016 Annual Accountability Return to HEFCE and PREVENT Assurance Statement

Received: Document: BG/034/16

The Deputy Vice-Chancellor introduced the Annual Accountability Return noting that the first part represented a series of confirmatory statements concerning conditions set out in the HEFCE Memorandum of Assurance and Accountability, the second part referred to assurances around academic quality whilst the third part related to meeting charitable status requirements. It was noted that the assurances around academic quality were new this year and had been the subject of a specific workshop for governors in November.

The Pro Vice-Chancellor (Student Experience) introduced the PREVENT Annual Assurance report noting that this submission was a new requirement. She highlighted the national discussions around web filtering and the new management structure for the volunteer chaplaincy service which were mentioned in the report. It was noted that the Board had approved the University's PREVENT strategy and received regular reports on its operation during the year.

Having regard to the documentation and previous discussions in the Board and its Committees, **the Board approved the 2016 AAR and PREVENT assurance statement for submission to HEFCE.**

Action: Deputy Vice-Chancellor

(Clerk's Note: Copies of the CUC Illustrative Practice Note on PREVENT strategy were circulated to members at the meeting)

BG.16.044 Capital Projects Bid

Received: Document BG/035/16

The Deputy Vice-Chancellor introduced the bid documentation noting that, in addition to specific discussion and recommendation from Resources Committee, a further meeting, open to Resources Committee members, had been held with the architect to go through the Estates Masterplan in more detail. Noting that attendance at this meeting had been low, the Chair requested that future meetings should be open to all governors.

In outlining the bid, it was noted that the old running track would be the location for the new build project with a new Library and additional residential accommodation agreed as the most urgent priorities for the University. The new Library would be a signature building incorporating Student Services and the Careers Centre in a one-stop-shop facility.

Whilst the financial commitment was significant, the staged timescale for delivery over a two year period would ameliorate the cash flow position. In terms of investment strategy, money markets remained stagnant whereas the residential build would provide an ongoing income stream and support retention whilst the new Library would contribute to the University's growing reputation which was essential for future recruitment and institutional viability.

Independent Governor (CE) reported that he had attended the meeting with the architect and had been impressed with the vision for the long-term development of the campus with a clear focus on coherence and landscaping to maintain a high quality environment. In relation to the current bid, he highlighted that the new build would provide for an uninterrupted walkway through the campus linking in more isolated areas such as the Sports Centre and Creative Edge.

In discussion, the following points were noted:

- Vacation of the current Library and LINC buildings would provide potential accommodation for academic areas currently under pressure or without a 'home' building further enhancing the student experience.
- The pricing for the Back Halls residential accommodation reflected the age of the facility and was helpful in offering students a cheaper on-campus option. Whilst these were the least popular initial choice for students, the older halls received higher satisfaction ratings with the layout promoting a strong community feel. Redevelopment options for this area remained fluid and some time away yet.

In response to a member's question, it was noted that costs for the new bid proposal would be met from surpluses made over the two year period with little impact on general reserves and it was suggested that it would be helpful to include such information in the documentation in future. It was also suggested that more attention could be given to the option appraisal analysis contained in bid proposal documents.

Action: Deputy Vice-Chancellor

The President of the Students' Union reported on a useful meeting with the Deputy Vice-Chancellor agreeing a union-led student consultation process for the Library and future build projects.

Following discussion, **the Board approved a £10 million budget for the construction of Phase 12 student accommodation and £25.681 million for the new Library building.**

Action: Deputy Vice-Chancellor

It was further agreed that a full discussion of the Estates Masterplan should be held at the January meeting with the architect in attendance.

Action: Clerk/Deputy Vice-Chancellor

BG.16.045 Student Charter

Received: Document BG/036/16

The Pro Vice-Chancellor (Student Experience) introduced the Charter which had been updated following a wide consultation process with staff and students. As with previous versions, the document reflected a partnership approach with responsibilities clearly outlined. It was noted that appropriate mechanisms for distribution were under consideration. At a member's suggestion, it was agreed that commitment to research could usefully be included.

Following discussion, **the Board gave in principle approval to the revised Student Charter.**

Action: Pro Vice-Chancellor (Student Experience)

BG.16.046 Student Discipline, Complaints and Appeals Report

Received: Document BG/037/16

The Pro Vice-Chancellor (Student Experience) introduced the report which provided a summary of complaints, appeals and disciplinary outcomes during the year.

Members welcomed the report but requested that more analysis, especially in relation to the nature of complaints, should be given in future years along with comparative data where this could be obtained.

Action: Pro Vice-Chancellor (Student Experience)

The report on Student Discipline, Complaints and Appeals was received.

BG.16.047 Key Performance Indicators

Received: Document BG/038/16

The Deputy Vice-Chancellor introduced the report drawing particular attention to the TEF data table which identified a number of significant positives for the University.

The Key Performance Indicator report was received.

BG.16.048 Any other Business

There was no other business.

SECTION C ITEMS

BG.16.049 LFHE Governance Effectiveness Review

Received: Document BG/039/16

The Effectiveness Review was received.
(Clerk's Note: The Review and draft Action Plan will be a substantive agenda item at a future meeting)

BG.16.050 Date and time of next meeting

The next meeting is scheduled for 30 January 2017.