

## BOARD OF GOVERNORS

Minutes of the meeting held on 19 June 2023

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### Present

Clive Elliott	Independent member	Chair of the Board
Ben Broadhurst	Student member	
Julian Bucknall	Independent member	
John Cater	Ex-Officio	Vice-Chancellor
Graeme Collinge	Independent member	
Leon Culbertson	Academic Board nominee	
Christine Donnelly	Independent member	
Amanda Fulford	Teaching staff member	Elected/Co-opted
Lauren King	Student member	
Antony Lockley	Independent member	
Jo Nettleton	Independent member	
Louise Robinson	Independent member	Vice Chair of the Board
Mike Tate	Independent member	Chair: Audit Committee

### In attendance

Mark Allanson	Pro Vice-Chancellor (External Relations)	
Steve Igoe	Deputy Vice-Chancellor	
Emma Hall	Interim Head of Access & Participation	<i>Attended for item BG.22.122</i>
Paul Malone	Chief Executive, EHSU	
Elizabeth Mohr	Independent effectiveness reviewer	
Rhona Morris	Governance, Projects & Policy Manager	Secretariat
Liam Owens	Director of Student Recruitment & Administration	<i>Attended for item BG.22.122</i>

**Apologies**

Helen Smallbone	Clerk to the Board
Maxine Melling	Independent member

**Absent**

Mike Rush	Independent member
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**BG.22.116 Declarations of Interest**

*Item BG.22.130 Treasury Management Update*

The Chair and Julian Bucknall declared personal interests in Barclays. These declarations are detailed on the Board's [Register of Interests](#).

**BG.22.117 Chair's Announcements**

*.01 Board Effectiveness Review*

Elizabeth Mohr, governance consultant, was welcomed as an observer of the meeting to inform phase 2 of the ongoing effectiveness review.

*.02 Leon Culbertson*

Leon was welcomed to his first Board of Governors meeting following his nomination by the Academic Board. Leon is the Dean of the Graduate School and has been a member of Edge Hill staff for 20 years.

*.03 Student Governors*

This was the final meeting for Ben Broadhurst as the student representative for the Students' Union (SU). The Chair noted Ben's exceptional contribution to the Board over the past 12 months, particularly welcoming the insightful feedback that he had provided in their regular update meetings, and the high quality student reports he had presented.

The Board expressed their best wishes for Ben's new role in the University's Knowledge Exchange Office.

The newly-elected Student Governor will be presented for ratification by the Board in July.

*.04 Key Successes*

- The University has achieved its highest ever rating in the Complete University Guide. It has moved up seven places to 57th of 130 providers rated.
- The University's accommodation was ranked 'best in the UK' by students in the Uni-Compare survey.

Governors offered their congratulations to the University community on these excellent achievements.

*.05 Vice-Chancellor's 30th anniversary*

On 22 June 2023, the Vice-Chancellor will celebrate his 30th anniversary in the role. Governors noted the profound personal contribution which he has made to the development of the University, which now sits as a leading light in the North West Higher Education sector. They offered their thanks for his sustained excellent leadership.

The Board presented the Vice-Chancellor with a card and gift as a token of their gratitude on his remarkable anniversary.

**BG.22.118 Chair's Action**

There was no Chair's Action to report.

**BG.22.119 Minutes of the previous meeting**

*Received: Document BG/097/22*

The minutes of the meeting held on 15 May 2023 were agreed as an accurate record.

**BG.22.120 Action Log**

*Received: Document BG/098/22*

Members noted that all items had either been actioned or were in progress.

The Chair reported that he has asked the Secretariat to undertake a project over the summer to review and reallocate long-standing actions. In future, completion or review dates will be identified for all actions.

**Action: Secretariat**

The Action Log was received.

**BG.22.121 Matters arising not included elsewhere on the agenda**

There were no matters arising.

<b>SECTION A ITEMS</b>
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**BG.22.122 Access and Participation Plan Development Update**

*Received:* Document BG/102/22

*Reported:* The Director of Student Recruitment & Administration and the Interim Head of Access and Participation confirmed that the information provided in the paper remained accurate. They noted that everything presented to governors had been considered and endorsed by the Access and Participation Plan (APP) Steering Group (which includes representation from the SU), and student advisory panels.

*Discussed:* In response to questions, the following information was noted:

- The objectives chosen were based on the 12 national risks provided by the OfS plus those identified internally. The specific targets were set following evaluation of previous performance or, where the objective related to a new area (for example, free school meals), based on proxies around socio-economic measures.
- Once submitted in July, the APP will be assessed by the OfS to ensure it is appropriately stretching. It is likely that there will be some dialogue with the Regulator before the Plan is confirmed. The final Plan will be published, alongside those of other providers in the first wave, in September.

- Whilst designed for specific groups, the interventions will be available to all students, allowing them to self-identify and to benefit from all available University support. This mainstreaming approach will help to ensure that APP activities also benefit those who belong to a minority group which could not otherwise be measured through the APP, due to small sample size or general high performance by students with similar characteristics. The activities will be varied and draw on expertise from across the University, including target programmes, tutoring, and enhanced careers guidance. The Centre for Learning and Teaching will work closely with the APP team and academic staff to ensure that staff are engaged in professional and pedagogical development.
- The strategy is designed to make the most positive impact while ensuring it can be adequately resourced and delivered. The commonalities between different objectives mean it will be possible to share resources and make implementation as efficient as possible.

Governors welcomed the proposals and asked the Director of Student Recruitment and Administration and the Head of Access and Participation to provide a summary paper in the autumn term covering any changes to the APP following submission to the OfS. The paper will include raw numbers alongside any percentages referenced.

**Action: Director of Student Recruitment & Administration/  
Head of Access & Participation**

*Agreed:*      **i. To endorse the Access and Participation Plan principles**  
                 **ii. To add the APP summary paper to the 2023/24 schedule of business**

**Action: Secretariat**

**BG.22.123   Vice-Chancellor's Report**

*Received:*    *Document BG/099/22*

*Reported:*    The Vice-Chancellor introduced his report by updating governors on the University's recent success in being shortlisted for a share of a £118 million fund for growth of research activity. While there is significant work to undertake for the next stage of the assessment process, the University would benefit hugely from this funding.

The Vice-Chancellor also provided information on the University's emerging marketing strategy, highlighting the Gen Uni publication produced in association with Alistair McCall, former editor of *The Times and Sunday Times University Guide*. In addition, the Vice-Chancellor has been working with the student recruitment team to boost the University's regional presence.

*Discussed:* In response to questions, the following information was noted:

- *Marketing the University*

The University has done extensive research into the most effective methods of marketing and therefore targets those methods which have best brand association. In the near future, the University will review its resourcing of corporate marketing to further enhance its reach and positioning.

The Vice-Chancellor believes the University clearly communicates its ability to do things differently and create graduates with the attributes needed to succeed in their careers. As a marketing example, he noted the placement of Edge Hill graduates' stories in their former schools and colleges as being particularly useful in generating aspirations and relationships with future applicants. He agreed to keep the Board updated on the emerging marketing strategy through his monthly reports.

**Action: Vice-Chancellor**

- *The Complete University Guide*

The Vice-Chancellor was thrilled that the University was placed so highly in the Complete University Guide noting that this guide is heavily weighted towards more obviously research-led institutions. As the University continues developing its research activity, it will focus on those league tables which concentrate on learning, teaching and student support. In the short term, these are the tables where the University can make more rapid gains. The Vice-Chancellor also advised that the Guide has since invited him to present to an audience of other providers on how the University has achieved such swift success,

- *Research funding*

The potential £11.6 million research funding would be allocated to cross institutional projects under the theme of 'Healthy Generations'. This would centre on projects in the Faculty of Health,

Social Care, and Medicine, but would also bring in expertise from researchers in childcare and biosciences. This activity would likely generate further interest from both funding bodies and research students, thus helping to further develop research activity at the University.

*Agreed:* To receive the Vice-Chancellor's Report.

#### **BG.22.124 Student Report**

*Received:* Document BG/100/22

*Reported:* The SU representative provided his final report to the Board, which included the SU's recent staff recruitment and restructure to give greater focus to discrete areas of operations. He highlighted reports developed by the outgoing SU presidents to consolidate their work from the year and make recommendations for further consideration.

*Discussed:* In discussion, the following information was noted:

- There did not appear to be any increased anxiety from students stemming from the recent tragedy in Nottingham. Nevertheless, the University had issued clear reassurance following the incident to highlight the support available to any student affected by the news. This will be reiterated in September when students return to campus following the summer break.
- Generally, the campus continues to be an incredibly safe environment for students. The Chief Executive of Edge Hill Students' Union (CESU) noted that strong University and SU engagement with the Community Safety Partnership means that any local issues can be identified and tackled quickly and with minimum disruption to most students.
- The SU and the Arts Centre are working closely to ensure that both students and members of the wider community have a positive experience of the facilities during the SU's temporary relocation. A development team has been established to create an annual calendar to ensure optimum use of the space. Both parties are excited about the opportunities which will ensue from the arrangement.
- The outgoing SU presidents' reports will be shared locally via faculties' governance and management structures, and centrally to the Pro Vice-Chancellor (Student Experience) & University

Secretary and the Director of Student Services. The Vice-Chancellor agreed to liaise with the PVC (Student Experience) & University Secretary to provide an update report to the Board which responds to the issues raised.

**Action: Vice-Chancellor**

- Governors noted the high quality of the student reports presented during 2022/23 and thanked Ben for his contribution and delivery. For future reports, members indicated that it would be helpful to include a visual representation of SU structures and operations. The CESU agreed to adopt this for 2023/24.

**Action: Chief Executive of Edge Hill Students' Union**

*Agreed:* To receive the Student Report.

#### **BG.22.125 Finance: Management Information**

*Received:* Document BG/104/22

*Reported:* The DVC introduced the April Management Accounts noting the continuation of both rising income and rising costs. The accounts show a not insignificant gap saving on staffing costs, but this was somewhat tempered by the unexpected 2% pay rise in February to help support staff during the cost-of-living crisis. Since the accounts were produced, the University had received the final tranche of student loan funding, though the DVC reminded governors that much of this income had already been committed to capital projects.

*Discussed:* In discussion, governors noted the University's commendable financial position in an incredibly tough operating environment, which has caused difficulties for many providers. They offered thanks to all those involved in maintaining tight controls to ensure the University's viability.

*Agreed:* To receive the Finance: Management Information



**BG.22.126 Late Mid-Year Reforecast**

*Received:* Document BG/105/22

*Reported:* The DVC introduced the Late Mid-Year Reforecast, highlighting the slight increase in predicted outturn to £7.9m. He reported on substantial costs in relation to international activities, which would prove important in generating growth in the medium term. Other increased costs, which would not generate income until 2024/25, included development costs for new academic activity. The DVC observed that the University's strong cash position created a buffer to enable investments in the University's future which other providers will not be able to consider in the current environment.

*Discussed:* In discussion and in response to questions, the following information was noted:

- The cash balance will be further boosted by increasing interest rates and is currently benefitting from a rate in excess of 4%. However, the University's financial position will not be reliant on the continuation of this position.
- There may be opportunity to invest in a marketing strategy in the future depending on the associated business case. However, other factors, including the maintenance or generation of relationships with key partners, would likely be of equal overall benefit.

*Agreed:* To receive the Late Mid-Year Reforecast

**BG.20.127 Edge Hill University and its Subsidiaries: Draft Operating Budget 2023/24**

*Received:* Document BG/101/22

*Reported:* The Chair opened the item by reminding governors that the draft operating budget was presented for comment. Governors will consider a final version for approval in July.

The DVC presented the draft operating budget for 2023/24, explaining the robust process undertaken to formulate the proposals. He acknowledged the challenging operating environment, including inflationary pressure on salaries and other costs, which will not be mitigated by any increase in student tuition fees. Whilst this will have an impact on the University's ability to generate additional net income,

a healthy surplus of £5.4m is still projected, maintaining the strong balance sheet. Finally, he noted the critical importance of the capital projects approved by the Board in helping to enhance and maintain the appeal of the campus, which should provide relative advantage in the short term.

*Discussed:* The Board's Lead Governor for Finance (Mike Tate) confirmed that he had recently met with both the Director of Finance and the Deputy Vice-Chancellor to discuss the University's financial position. In view of all the information he had considered, he was confident that the University's current position was strong. However, he highlighted that significant increase in expenditure could present an increasing risk in the longer term.

In discussion and in response to questions, the following information was noted:

- Accommodation makes up a significant portion of the University's projected income, yet it continues to charge a lower rent than both the sector and private sector average for student accommodation. Governors noted that the proportion of students from widening participation backgrounds is higher at Edge Hill than other providers and so may require additional support. They were given assurance that the University continues to invest in support mechanisms, including The Student Support Fund and priority access to campus employment.
- In terms of academic investment, the University continues its approach to ensuring that resource follows activity. Where activity falls away, resource is managed efficiently to ensure that staff skills are allocated appropriately thus avoiding mass redundancies.
- The University's budget is fully centralised. This allows the Vice Chancellor and DVC to allocate spending to different strategic projects based on business cases presented throughout the year while maintaining tight control and protecting the University's financial sustainability. This also helps to protect against mission drift while still allowing some flexibility to increase resource where required. For example, the University currently matches research funding for graduate teaching assistants. This not only boosts research activity but will have a longer positive impact on the University's brand and reputation.

The Chair noted that the Vice-Chancellor's next report to the Board will focus on institutional strategy beyond 2025.

- The significant boost to projected income reflects the University's increasing recruitment of international students, plus improvements and growth to catering and residences. The University also expects to attract CPD activity from the new North West Imaging Academy facilities.
- The University has been working with consultants to seek an optimum arrangement for utilities for the 2023/24 academic year. The DVC is aiming to secure a price cap arrangement to protect the University from any future increases.

Governors welcomed the draft budget but noted that the comparisons in the papers were against last year's budget. They asked the DVC to present same comparisons against the Late Mid-Year Reforecast when the budget is presented for approval in July.

**Action: DVC**

*Agreed:* To receive the Edge Hill University and its Subsidiaries: Draft  
Operating Budget 2023/24

#### **BG.20.128 Lead Governor Scheme**

*Received:* Document BG/103/22

*Reported:* The Chair introduced the report, noting that the proposal had been developed following consideration at two Governance & Nominations Committee meetings and an informal online session involving all governors. This final iteration, based on governors' feedback, suggested a reduced number of Lead Governor areas, aligned to themes of the Strategic Plan, with more defined reporting arrangements. Where appropriate, the Board may identify short-term 'Champions' where insight or leadership is required in a specific area of the Board's business.

*Discussed:* In discussion and in response to questions, the following information was noted:

- As presented, some of the portfolios could be considered quite large. The Chair noted that he and the Secretariat will work with Lead Governors to re-scope all role descriptions and to ensure they are manageable. There is latitude within the Scheme for the detailed scope of responsibilities to be adjusted based on capacity.
- No discussions had taken place on the allocations of each Lead area. The Chair and Secretariat will contact Independent Governors individually to initiate conversations on their interest and availability.

**Action: Chair/Secretariat**

*Agreed:* **To approve the revised Lead Governor Scheme with an evaluation point after 12 months.**

<b>SECTION B ITEMS</b>
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**BG.22.129 Update from Committee Chairs: Audit Committee (19 June 2023)**

*Reported:* The Chair of the Audit Committee reported on that afternoon's meeting, noting the following highlights:

- The Committee held a training session on ESG (Environmental, Social and Corporate Governance) hosted by the University's external auditors, KPMG. Members observed that this concept may have an impact on the way targets are conceived, framed and reported in future.
- **[Exempt from publication – confidential]**
- The Committee held a detailed discussion on the Board Assurance Framework. Some concerns had been raised by members about the flow of information between the internal Risk Management Group and the Committee. However, management responses and a commitment to further work helped to provide sufficient assurance.
- The Committee approved the Internal Audit Plan 2023/24, which had been explicitly based on the information provided in the Board Assurance Framework. Governors were pleased to see the clear linkages with strategic risk areas.
- Four internal audit reports were considered: two gave 'substantial assurance' and one 'reasonable assurance'. None of the issues identified were cause for concern. One report did not require an assurance opinion.

- The External Audit Plan for 2022/23 was approved. With auditors absent from the room, the Committee discussed the proposed fee for 2023/24 and will provide an update to the Board in due course.

*Discussed:* Governors thanked the Chair of Audit Committee for his comprehensive summary of the meeting.

*Agreed:* To note the update from the Chair of Audit Committee.

### **BG.22.130 Treasury Management Update**

*Received:* Document BG/106/22

*Reported:* The DVC reported on the significant growth in the interest rate being applied. These rates may further increase in the near future depending on decisions taken by the Bank of England.

*Discussed:* Governors confirmed that the information provided in the Treasury Management Update was sufficient to provide assurance.

*Agreed:* To receive the Treasury Management Update

### **BG.22.131 Any other business**

#### *.01 Independent Governor Recruitment*

The Chair reminded attendees that the Board was currently seeking new Independent Governors. The advert will remain live until 30 June and all members were asked to share the details with their professional networks.

<b>SECTION C ITEMS</b>
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The following items were received for information:

### **BG.22.132 Governance & Nominations Committee Summary Report (May 2023) (Document BG/107/22)**

**BG.22.133 Board Development and Effectiveness Review: Action Plan update** (*Document BG/108/22*)

**BG.22.134 Minutes of the Teaching Staff Consultative and Negotiation Committee: 23 March 2023** (*Document BG/109/22*)

**BG.22.135 Minutes of the Institutional Health, Safety & Environment Committee: 10 May 2023** (*Document BG/110/22*)

**BG.20.136 Date and time of next meeting**

The next meeting is scheduled for 10 July 2023.