

BOARD OF GOVERNORS

Minutes of the meeting held on 8 July 2024

Present

Clive Elliott	Independent member	Chair of the Board
Helen Smallbone		Clerk to the Board
Claire Blennerhassett	Teaching staff member	
John Cater	Ex-officio	Vice-Chancellor
Graeme Collinge	Independent member	
Leon Culbertson	Academic Board nominee	
Christine Donnelly	Independent member	
Ann Kennedy	Support staff member	
Antony Lockley	Independent member	
Orna Murphy-Horton	Interim Student member	
Jo Nettleton	Independent member	
Louise Robinson	Independent member	Vice-Chair of the Board
Mike Tate	Independent member	Chair, Audit Committee

In Attendance

Lynda Brady	Pro Vice-Chancellor (Student Experience) and University Secretary	
Paul Malone	Chief Executive, Edge Hill Students' Union	
Rhona Morris	Governance, Projects & Policy Manager	Secretariat
Liam Owens	Pro Vice-Chancellor (Marketing, Student Recruitment and Student Administration)	

Apologies

Paige Rivers	Student member (Students' Union)
Mark Wilkinson	Independent member

BG.23.162 Declarations of Interest

None.

BG.23.163 Chair's Announcements

.01 Student representation

Following an election process facilitated by the Students' Union, Paige Rivers, EHSU Health, Social Care & Medicine President, has been nominated as the SU's representative. Paige is a second-year student nurse who has continued her studies throughout her SU role and is looking forward to representing students' interests.

[Exempt from publication – confidential]

.02 New Executive members

Three new members of the University's senior management team will have commenced their roles by September's meeting: Lynn Hill, Pro Vice-Chancellor (Resources), Alison Kerwin, Director of Marketing, Communications and Student Recruitment, and Andy McIvor, Director of Strategic Planning. To allow Governors to get to know them in an informal setting, an invitation has been extended for them to join the tea and cakes session on 16 September. All Governors were encouraged to attend.

.03 Graduations

This year's graduation ceremonies will be held in the week commencing 15 July. Members noted that the ceremonies present a fantastic opportunity to celebrate students' successes and show the spirit of Edge Hill at its best.

.04 University Successes

- i. The University has been ranked in first place for student accommodation in the UniCompare survey. It also placed ninth for course quality and sixth overall. These rankings are based on students' reviews, indicating the pride of our students in the University's offer.

- ii. The University has been nominated as finalists in the Global Student Living Awards across three categories. Governors noted their recognition of the hard work involved in achieving these nominations, and look forward to hearing the results in the autumn.

Members also extended their congratulations to the University's Chancellor, Dawn Airey, who was awarded a well-deserved CBE in the King's Birthday Honours. They also noted the election of recent EHU graduate and Student Governor, Luke Myer, as MP for Middlesbrough South and East Cleveland and congratulated Luke for this significant achievement.

BG.23.164 Chair's Action

There was no Chair's Action to report.

BG.23.165 Minutes of the previous meeting

Received: Document BG/112/23

The minutes of the meeting held on 17 June 2024 were agreed as an accurate record.

BG.23.166 Action Log

Received: Document BG/113/23

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

The Action Log was received.

BG.23.167 Matters arising not included elsewhere on the agenda

There were no matters arising.

SECTION A ITEMS

BG.23.168 Vice-Chancellor's Report

Reported: The Vice-Chancellor provided a comprehensive overview of the University's operating environment. He focused on three primary topics:

- *Capital Developments*

[Exempt from publication – commercial interests]

- *Year-end finances*

At present, the Interim Head of Finance anticipates a year-end surplus of around £2.5m. There are, however, some variances in this, meaning that the surplus could fall between £2m and £4m.

Next year's budget anticipates a surplus of around £2.2m. This is highly dependent on student recruitment.

- *Student Recruitment and Retention*

The University continues to make pleasing progress in student retention. This year's continuation figures demonstrate a 30% decrease in students failing to complete their studies.

Due to the increased competition in the domestic market, recruitment is challenging this year. The overall student numbers for 24/25 are also impacted by the large outgoing cohort graduating this month. Nonetheless, the Vice-Chancellor is optimistic that gaps will be reduced by activity in the Fastrack programme and Clearing, and anticipates that new student numbers in September will be comparable to previous years.

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

[Exempt from publication – commercial interests]

- Whilst full policy details are yet to emerge, the new Labour Government has indicated that it would seek to expand initial teacher training. The University welcomes this aim and could accommodate additional students in 2024/25 to support the endeavour.

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

BG.23.169 Board Workshop Session: EHU Strategic Plan Development 2026-2030

Received: Document BG/114/23

Reported: The outcomes from the Board Workshop session were captured and recorded separately.

Agreed: To receive the Board Workshop Session.

SECTION B ITEMS

BG.23.170 Committee Chair Update: Governance & Nominations Committee (27 June 2024)

[Secretary's Note: Christine Donnelly left the room for the discussion on the appointment of the Vice-Chair]

Received: Document BG/115/23

Reported: The Chair of the Governance & Nominations Committee updated members on June's meeting, highlighting the following items:

- The Committee discussed adopting an apprentice governor model as an option to expand the representation of minority voices in corporate governance. Further work has been commissioned and will be presented to the Board in the autumn.
- Noting the greater responsibilities placed on governors, remuneration was considered. Governors agreed not to proceed, but to develop a Governor Recognition and Retention Strategy to appropriately recognise the substantial contribution made by Board members.
- The Governor Recruitment Strategy approved in the spring has proved successful. The Board received 54 high-quality applications following its recent Independent Governor advertisement. Following a robust shortlisting exercise, six applicants were interviewed. Whilst all performed creditably, the Committee believed that four candidates demonstrated skills and attributes which could add value to the Board and contribute to the University's success. These candidates were recommended to the Board:
 - Andrew Cooper
 - Tony Healy
 - Helen Stalker

○ Gayle Wells

- In preparation for the departure of the Vice-Chair in November at the end of her tenure on the Board, eligible members had been asked to express their interest in the role. Two Independent Governors, Christine Donnelly and Mark Wilkinson, had applied and undertaken an interview with the Chair, current Vice-Chair and Clerk. Both candidates performed well and had demonstrated their commitment and competence to fulfil the role.

In discussion, Committee members had recognised that both Governors had skills and attributes which could benefit the Board in a senior role but that of the two Christine had more capacity to undertake the role in 2025. In view of this, their recommendation was to appoint Christine in the first instance, until her term on the Board concludes in November 2025. Simultaneously, Mark would become Vice-Chair Elect in November 2024, occupying the full role for a three-year term from November 2025. In the meantime, the Committee had agreed to appoint Mark to the Remuneration Committee given his relevant experience in the NHS and to provide him with broader experience of EHU governance.

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

- The Chair confirmed that he had spoken with Christine and Mark following their Vice-Chair interviews and both were content with the proposal being made.

Agreed: i) To appoint all four proposed candidates as Independent Governors. Members look forward to welcoming them in September.
ii) To appoint Christine Donnelly as Vice-Chair of the Board from November 2024. Mark Wilkinson will succeed her in November 2025.

BG.23.171 Risk Management Strategy

Received: Document BG/116/23

Reported: The Pro Vice-Chancellor (PVC) (Marketing, Student Recruitment & Student Administration) introduced the draft Risk Management Strategy which had been considered by the Audit & Risk Committee in the spring. Committee members had agreed it was a sound interim

document to allow for further work on risk appetite and strategic direction once the new Director of Strategic Planning was in post.

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

- It is intended that this interim Strategy will be in place for a year to allow the new Director of Strategic Planning time to undertake further work. As well as the scheduled work with the Audit & Risk Committee on risk appetite, Governors observed that the new Strategic Plan will be approaching a mature stage of development by next summer. They agreed that the paper presented alongside the Strategy next June should also incorporate risk appetite and a detailed explanation of the connections between the Risk Management Strategy and the emerging Strategic Plan.

Action: PVC (Marketing, Student Recruitment & Student Administration)/Clerk

- Governors agreed to send any comments to inform the next iteration of the Risk Management Strategy to the PVC (Marketing, Student Recruitment & Student Administration) by email.

Action: Governors

Agreed: **To approve the Risk Management Strategy 2024-2025.**

BG.23.172 Magna Charta Universitatum

Received: Document BG/117/23

Reported: The PVC (Marketing, Student Recruitment & Student Administration) introduced the report. He reported that since papers were circulated, the application had been considered and endorsed by the Academic Board. The Governing Body's approval was requested to support the submission.

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

- The University had undertaken due diligence to ensure that the Magna Charta Universitatum (MCU) was a legitimate cause and would not incur any reputational risk. The MCU is a body which

represents the elite of the higher education sector across the globe and has thus far been adopted by 1047 universities, including many in the UK.

- The MCU is not an organisation, as such, but a set of principles to which universities confirm their endorsement. The principles are strongly aligned with Edge Hill's own values and so endorsement will not require any additional administrative or practical burden. The MCU is administered by the University of Bologna.
- On a practical level, the attainment of MCU registration will provide the University with alignment with a globally-recognised and respected brand. The MCU would add to the University's international reputation, potentially enabling partnerships with esteemed institutions in certain parts of the world.

[Exempt from publication – commercial interests]

Agreed: **To approve the University's application to the Magna Charta Universitatum.**

BG.23.173 Any other business

There was no other business.

SECTION C ITEMS

The following items were received for information:

BG.23.174 Board Assurance Framework (including full list of KPIs)
(Document BG/118/23)

BG.23.175 Board of Governors Meeting Calendar 2024/25 *(Document BG/119/23)*

BG.23.176 Date and time of next meeting

The next meeting is scheduled for 16 September 2024.