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| **BOARD OF GOVERNORS** |  |

Minutes of the meeting held on 16 October 2023

| **Present** |  |  |
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| Clive Elliott | Independent member | Chair of the Board |
| Helen Smallbone |  | Clerk to the Board |
| John Cater | Ex-officio | Vice-Chancellor |
| Graeme Collinge | Independent member |  |
| Leon Culbertson | Academic Board nominee |  |
| Christine Donnelly | Independent member |  |
| Amanda Fulford | Teaching staff member |  |
| Ann Kennedy | Support staff member |  |
| Lauren King | Student member |  |
|  |  |  |
| Antony Lockley | Independent member |  |
| Maxine Melling | Independent member |  |
| Jo Nettleton | Independent member |  |
| Louise Robinson | Independent member | Vice-Chair of the Board |
| Mike Tate | Independent member | Chair, Audit Committee |
| Mark Wilkinson | Independent member |  |
| In attendance |  |  |
| Lynda Brady | Pro Vice-Chancellor (Student Experience) and University Secretary |  |
| Steve Igoe | Deputy Vice-Chancellor |  |
| Paul Malone | Chief Executive, Edge Hill Students’ Union |  |
| Liz Mohr | Independent Effectiveness Reviewer | *For item BG.23.033* |
| Liam Owens | Acting Pro Vice-Chancellor: Marketing, Student Recruitment and Student Administration |  |
| George Talbot  **Apologies** | Pro Vice-Chancellor (Research) and Dean of Arts and Sciences | *For item BG.23.036* |
| Maggie Lam  Rhona Morris | Student member  Governance, Projects & Policy Manager |  |
| Mike Rush | Independent member |  |

**BG.23.025 Declarations of Interest**

None.

**BG.23.026 Chair’s Announcements**

*.01 Board Secretariat*

The Chair extended the Board’s good wishes to the Governance, Projects & Policy Manager, who was absent due to an operation.

*.02 Successes and Celebrations*

The Chair celebrated the University's 90th anniversary at the Ormskirk campus, acknowledging the high-quality publicity material produced for the occasion. He also noted the following key achievements:

* + - The Office for Students' approval of the University's Access and Participation Plan.
    - The allocation of 20 additional medical places, marking a considerable expansion for the University's medical provision.
    - The University’s recognition as one of just six universities overall that achieved the Platinum Tier in the [Uswitch Green Universities 2023 Report](https://www.uswitch.com/gas-electricity/green-energy/green-universities/).

*.03 Scholarships Ceremony and reception with the Chancellor*

Governors were reminded about, and encouraged to attend, the annual scholarships ceremony and, separately, drinks reception with the University’s new Chancellor scheduled for Thursday 9 November.

Following a suggestion from the Vice-Chair, **the Clerk agreed to provide name badges** on the evening to facilitate networking and interaction.

**Action: Clerk**

*.04 Strategy and Development Session (Away Day)*

Formby Hall has been reserved for the Board's away day on 15 January 2024.

**BG.23.027 Chair’s Action**

None.

**BG.23.028 Minutes of the previous meeting**

##### Received: Document **BG/019/23**

The minutes of the meeting held on 18 September 2023 were agreed as an accurate record.

**BG.23.029 Action Log**

##### Received: Document **BG/020/23**

Referring to the new Action Log template, which had been introduced to enhance clarity about deliverables and timescales, the Clerk confirmed that all actions were complete or in progress.

The Action Log was received.

BG.23.030 Matters arising not included elsewhere on the agenda

None.

**SECTION A ITEMS**

BG.23.031 Vice-Chancellor’s Report

# Received: Document **BG/021/23**

*Reported:* The Vice-Chancellor reported that applications for higher education were notably lower when compared to the same period last year, with an 18% decrease. While it was recognised that the recruitment cycle was still in its early stages, the decline – also reflected in the University’s performance - was concerning and would be closely monitored by the Directorate.

The Vice-Chancellor emphasised the strategic importance of maintaining and enhancing the University's brand and reputation in response to the challenging environment.

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

* The general political environment remains volatile, with uncertainty and potential changes in government. It was recognised that, irrespective of the political ideology, there was unlikely to be additional monies for higher education in the next two years. The University must plan on this basis.

* One of the University’s key strategies to mitigate uncertainty is the importance of maintaining a strong financial position. It was noted that the University’s cash reserves provide a solid financial buffer, allowing for flexibility and the ability to buy time and space to address any serious issues that may arise.
* On a more proactive level, the University has refreshed its portfolio to offer subjects aligned with popular A-Level courses. We should therefore remain an attractive proposition for students currently undertaking Level 3 qualifications. Work to enhance brand and reputation continues in earnest.
* There is mixed recruitment performance among local competitors, with some increasing market share while others, including institutions with elite profiles, are experiencing setbacks. In terms of our portfolio, Edge Hill stands out for its substantial provision dedicated to educating and training health and education professionals. This makes us vulnerable to external factors impacting these professions. At present, the environment for these professions is challenging and there are fewer incentives to train, which is reflected in recruitment trends.
* The University remains committed to having a voice in relevant national discussions. We aim to be regarded as a valuable contributor by offering constructive contributions to policy discussions, either through direct engagement or via Universities UK.
* If there was a surge in demand for education training, Edge Hill would be able to meet this.
* It was noted that approximately 70 vacant student accommodation rooms are currently available on campus. We anticipate this issue to be addressed in the future due to the strong demand for on-campus living among Year 2 and 3 students. Additionally, when appropriate, the allocation team will adopt a more liberal approach to their room allocation formula, with the aim of ensuring all rooms are occupied.

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

BG.23.032 Student Report

# Received: Document **BG/022/23**

*Reported:* The Edge Hill Students’ Union (SU) Chief Executive introduced the report noting that it remained an accurate reflection of contemporary issues.

*Discussed:* In discussion and in response to questions, the following points were noted:

* The SU has experienced challenges associated with losing the FoHSCM representative. Members were updated on the contingency arrangements, including utilising the Manchester representative to provide additional cover.
* Several models of representation have been piloted over time and the optimum model has not yet been achieved. It was noted that the current model relies on effective relationships between the SU and academic areas. However the strength of these relationships and level of engagement from academic departments is currently mixed. It was agreed that this would be followed up by the SU and Executive as an operational matter that would not require Board oversight.
* The Board was advised that the SU’s plans for a future model are geared around reallocating resource from the centre into frontline support for students. The SU will discuss this further with the Executive and bring the matter back to the Board if changes to the structure are proposed.
* Members were reminded of the work of the University’s institutional group focussed on proactively addressing harassment and sexual misconduct. It was noted that despite best endeavours, there are limitations to the extent the University can oversee arrangements for those socialising in private venues in Ormskirk of an evening. Nevertheless, the SU is actively considering its presence in Ormskirk and will keep the Board updated on plans.
* Members were impressed by and keen to learn more about the initiatives set out in the report, for example, the Not On My Campus work. It was agreed to **extend an invite to the SU president group to showcase their work to the Board** and enable governors to explore more about the SU’s work.

**Action: Clerk**

*Agreed:* i. To receive the Student Report.

ii. To invite the SU president group to showcase their work to the Board.

**BG.23.033** **Board of Governors Independent Effectiveness Review 2022/23**

*[Clerk’s note: Item considered as the first substantial item of the meeting]*

# Received: Document **BG/023/23**

*Reported:* TheIndependent Effectiveness Reviewer, Liz Mohr, opened the item by acknowledging the strengths of the Board. These include the high quality and commitment of governors, as well as the effectiveness of the governance function. The progress made under the Chair's leadership was commended, particularly in the development of the Board Culture Framework.

***Exempt from publication.***

*Agreed:* i. The Chair will consolidate board members' feedback from one-to-one discussions, synthesising this as an input for the January Strategy and Development session.

ii. Time will be allocated on the January agenda for a Board Effectiveness: Action Planning session.

iii. The Chair will write to Liz to formally relay the Board’s thanks for her high-quality work.

**BG.23.034** **Student Services Annual Report**

# Received: Document **BG/024/23**

*Reported:* The Pro Vice-Chancellor (Student Experience) and University Secretary (PVC (Student Experience)) introduced the report. She highlighted the work done to address feedback provided by the Student Presidents in June 2023, and noted that this was documented in reports that had been considered within executive structures.

*Discussed:* In response to questions, the following points were noted:

* + - The reports referenced in the PVC (Student Experience)’s opening summary **would be made available** to governors, for information only.

**Action: Clerk**

* + - The University does not currently systematically capture satisfaction levels with Inclusion Services (including the [DSA](https://www.gov.uk/disabled-students-allowance-dsa) process) to the extent necessary for effective reporting. The challenge of measuring satisfaction in ongoing relationships, as opposed to one-time interactions, was noted. Nevertheless, the PVC (Student Experience) is committed to **exploring a more systematic approach for capturing this data in next year's report**.

**Action: PVC (Student Experience)**

* The University believes Student Services is adequately resourced under our current model, which prioritises proactive measures for fostering student resilience and growth, rather than merely focusing on problem-solving.
  + - Noting the rich information provided in the report, **it was agreed that a presentation on student support, incorporating case studies to bring the information to life, would be valuable.** The presentation should include examples highlighting Inclusion Services, student wellbeing, and the experiences of international students.

**Action: Clerk to Coordinate**

In bringing the item to a close, the Chair thanked the PVC (Student Experience) for an excellent report which was insightful and had enabled sound discussion.

*Agreed:* i. To receive the Student Services Annual Report.

ii. To commission a presentation on student support, including case studies, to be delivered by the Director of Student Services and PVC (Student Experience).

BG.23.035 Review of Student Records System (SRS)

# Received: Document **BG/025/23**

*Reported:* The Acting Pro Vice-Chancellor: Marketing, Student Recruitment and Student Administration introduced the report, noting that the paper sought to address the detailed specification set out by governors following September’s meeting. He confirmed that the Executive now sought permission to proceed with the implementation of the Banner product, as proposed and costed in the accompanying paper.

*Discussed:* Members thanked the Acting PVC for his work addressing the points raised at September’s meeting and in follow up questions. They noted that the updated report was thorough and provided a comprehensive and compelling rationale for change, along with sufficient details of the implementation risks and mitigating actions.

Members were assured by the paper and the Board **unanimously agreed to the proposal and budget, as laid out in Document BG/025/23 (costings detailed in sections 25 and 26).**

In response to a question for clarification, the Acting PVC confirmed that dates would be overlayed on the project plan now that the Board had approved the proposal.

Looking forward, members noted that it will be essential for the Board to have appropriate oversight of risk management. This will principally **be through the Audit Committee**, which may draw on advice and support from the University’s internal auditors. While the Audit Committee will regularly update the Board on its work, **the Board will directly consider a project update report on at least an annual basis.** Further, **the Board would value an initial report (within the next six months)** which defines the benefits expected from the new system and details the associated key performance indicators (KPIs). This will be a precursor to future reports which should evaluate whether the benefits have been realised in relation to the cost incurred.

*Agreed:* i) To approve the full request made and associated budget detailed in paper BG/025/23 (budget provision set out in sections 25 and 26).

ii) To require an initial project oversight report (no later than March 2024) which defines the benefits expected and associated KPIs.

**BG.23.036** **Research Annual Report**

*[Clerk’s note: Item considered immediately after the Effectiveness Review Report]*

# Received: Document **BG/026/23**

*Reported:* The Pro Vice-Chancellor (Research) (PVC (Research)) introduced the report, highlighting the addition of supplementary graphs to provide further context. He invited members' feedback on the report to ensure its alignment with the Board's requirements.

*Discussed:* In response to the PVC (Research)’s request for feedback, members noted that more background information would be helpful to set out the data in the context of:

* Performance in the Research Excellence Framework (REF) 2021.
* Progress against the Research Strategy (2021-2025).
* Preparations for the next REF.
* Plans and potential for the University to elevate its profile (including focussing on specific areas of research for which the University could become recognised).
* Research ambition.

Noting that the report forms part of the evidence referenced in the Board Assurance Framework, members were concerned that it did not provide a comprehensive view of the University’s position. The Chair advised he would return to this point at the end of the item.

In response to questions about research activity, the following points were noted:

* Good progress is being made against the Research Strategy with a positive trajectory for income generation and the amount of staff with significant research responsibilities.

* In terms of aspirations for research income, the gulf between the funding of research-intensive institutions and other universities such as Edge Hill is recognised. However, the University does not aspire to achieve the income generated by research intensive institutions. Rather than direct financial gain, the University sees the main benefit of research activity in terms of the general value the activity brings. For example, in curriculum development, research-led teaching and enhancing the University’s reputation etc. Nevertheless, the University anticipates increasing returns on our investment during the next strategic period and research activity remains a financially sound investment for the University.
* The goal to further increase staff involvement in research will be achieved by developing the current staff base alongside making new appointments, particularly in the areas of Health and Education.
* Improved tracking and reporting will be implemented to better capture graduate start up data.
* Research should complement, not compromise, the overall student experience. Lecturers active in research should bring enriched teaching experiences to the classroom, blending cutting-edge knowledge with practical insights that can inspire and deepen students’ understanding of the subject matter.

In bringing the item to a close, the Chair referred back to members’ feedback on the report. Following a discussion about potential ways forward, it was agreed that the Board would reconsider the item with a more detailed report in February 2024. To ensure the Board’s expectations are clear, the **Chair would collate members’ requirements for the report and provide these to the PVC (Research)**.

Agreed: i. For the Chair to gather feedback to act as a guide for development of the next report and provide this to the PVC (Research).

ii. For a further Research Report, which responds to the issues raised, to be presented in February 2024.

#### SECTION B ITEMS

**BG.23.037** **Updates from Committee Chairs**

*Audit Committee – 16 October 2023*

*Reported:* The Chair of Audit Committee noted a full agenda, with considered debate over the course of two hours.

The focus of the meeting was on year-end reporting for 2023, with significant attention paid to the Financial Statements and associated reports, including:

* Auditor’s letter of representation
* External auditor’s audit highlights memorandum
* Going Concern statement
* Value for Money Statement
* Internal Audit Annual Report

All of the above listed reports were positive – with clean audits and no adverse information to report to the Board. Taking account of these reports, which were underpinned by thorough audit work, the Committee concluded with a positive opinion on the adequacy and effectiveness of the University’s arrangements.

The Board Assurance Framework (BAF) was also reviewed, alongside a detailed discussion on specific risks around staff recruitment and retention. The Executive has enhanced the BAF documentation, which now sets out the top ten strategic risks and the Board will benefit from this in future reports.

The internal audit on the BAF is not yet complete. A special meeting of the Audit Committee will be convened in November to consider this assignment report and the audit of Nursing and Allied Health Professions. The Board will be updated in November.

The Committee reflected on its own effectiveness in view of external support from Liz Mohr. As per the Board’s overall report, Liz noted many positive aspects to the Committee’s operation, but with work to do. The **report will be shared with the wider Board** to support effectiveness action planning in January.

**Action: Clerk**

**BG.23.038** **Access and Participation Plan: plans for 2023/24 and confirmed APP from OfS**

# Received: Document **BG/027/23**

*Reported:* The Acting Pro Vice-Chancellor: Marketing, Student Recruitment and Student Administration introduced the report, noting that on 6 October the Office for Students had approved the University’s next Access and Participation Plan without challenges or amendment.

*Discussed:* Members congratulated the team for their work to achieve a positive endorsement from the Regulator, noting that this was an important achievement.

The Board expressed confidence in activity planned for 2023/24 and look forward to future progress reports.

*Agreed:* To receive the **Access and Participation Plan report.**

**BG.23.039** **Wigan/EHU Civic University Agreement**

# Received: Document **BG/028/23**

*Reported:* The Deputy Vice-Chancellor (DVC) introduced the report, noting the positive development of a Civic University Agreement. This is a significant initiative aimed at boosting skills and education in the Wigan borough and had been the product of long-established relations between the University and strategic partners.

*Discussed:* The Board expressed its support and enthusiasm for this partnership. They recognised its potential to create substantial positive impacts in terms of local educational growth, community development, and enhanced opportunities for students and the Wigan region. Notwithstanding the time it takes to develop such relationships, members stressed the model should be extended where possible.

The Board acknowledged the collaborative efforts of all parties involved in the agreement and congratulated the Executive for this achievement.

**BG.23.040** **Draft Financial Statements**

# Received: Document **BG/029/23**

*Reported:* The DVC introduced the draft Financial Statements noting a positive outcome and drawing attention to the key highlights for the year to 31 July 2023.

*Discussed:* The Chair of Audit Committee confirmed that the draft Statements had

been considered by the Audit Committee that afternoon in the

presence of internal and external auditors. The Committee had

interrogated the reports and questioned the external auditors and had identified no issues requiring the Board’s attention.

Members noted the impressive nature of such a clean audit and commended the team for this. They were also reassured by the University's robust cash reserves, which provide a solid financial foundation in the face of the challenging external environment and the uncertainties ahead.

In respect of staffing costs, the Board was assured that, aside from on-costs, staff costs generally only increase in alignment with income or to mitigate risk (eg for compliance purposes). In the event of a significant reduction in student numbers and income, staff costs can be controlled to reflect the shape and size of business.

*Agreed:* To receive the draft Financial Statements 2023.

**BG.23.041 Draft Student Number and Financial Five-Year Forecasts**

# Received: Document **BG/030/23**

*Reported:* The DVC introduced the report noting it reflected the University’s reasonable assumptions about future student numbers.

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

* Driving up income will be challenging given the static fee and competitive recruitment environment.
* The University operates with a strong central handle on finances. Whereas income is influenced by external forces, costs can be controlled internally. This includes the capital development programme, where costs will be agreed incrementally for each main element of the works thus enabling the Board to retain the ability to pause spend if required.

*Agreed:* To note the Draft Student Number and Financial Five-Year Forecasts.

**BG.23.042 Any other business**

None reported.

#### SECTION C ITEMS

The following items were received for information:

**BG.23.043 Update on the Economic Contribution Study: Communications and Stakeholder Engagement Plan** (Document: BG/031/23).

BG.23.044 Date and time of next meeting

The next meeting is scheduled for 17:30 on 20 November 2023. A pre-meeting for governors will commence at 17:00.