

## BOARD OF GOVERNORS

Minutes of the meeting held on 19 January 2026

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### Present

Clive Elliott	Independent member	Chair of the Board
Claire Blennerhassett	Teaching staff member	
Sequoia Chapman	Independent member	
Ian Cleminson	Independent member	
Andrew Cooper	Independent member	
Leon Culbertson	Academic Board nominee	
Jenny Foster	Support staff member	
Antony Lockley	Independent member	Chair, Remuneration Committee
Jo Nettleton	Independent member	
Paul Nyamwela	Student member	
Natalie Palin	Independent member	
Sophie Rowley	Student member	
Helen Stalker	Independent member	
Gayle Wells	Independent member	Interim Chair, Audit & Risk Committee
Mark Wilkinson	Independent member	Vice-Chair, Chair-Elect and Chair, Finance Committee

### In Attendance

Ceri Davies	Interim Chief Executive, Edge Hill Students' Union	
Lynn Hill	Chief Operating Officer	
Rhona Morris	Governance, Projects & Policy Manager	Secretariat (Acting Clerk)
George Talbot	Pro Vice-Chancellor (Research & Knowledge Exchange) and Dean of Arts & Sciences	
Jo Wright	Chief Governance Officer	

### Apologies

Michael Young	Ex Officio	Vice-Chancellor
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**BG.25.051 Declarations of Interest**

None

**BG.25.052 Chair's Announcements**

*.01 Welcome to new attendees*

The Chair welcomed Jenny Foster, Support Staff Governor, to her first meeting of the Board following election by her peers. Jenny has worked at the University for eight years and is currently the Head of Customer Support in Library and Learning Services.

Governors also welcomed Dr Jo Wright, Chief Governance Officer (CGO). Jo will provide executive leadership in governance, assurance, compliance, environmental sustainability and Registry. She has decades of experience in Higher Education, and joins the University from her most recent role as University Secretary at the University of Kent.

*.02 Chair of Finance Committee*

*[Clerk's Note: Ian Cleminson left the meeting room for the in camera discussion]*

In an in camera session held immediately prior to the main meeting, Governors unanimously approved the nomination of Ian Cleminson as Chair of the Finance Committee. Ian has significant experience as both a Finance Director and Non-Executive Director, and looks forward to sharing his expertise with the Committee and Board. Attendees offered their congratulations and thanks to Ian.

**BG.25.053 Chair's Action**

None.

**BG.25.054 Minutes of the previous meeting**

*Received:* Document BG/034/25

*Resolved:* The minutes of the meeting held on 17 November 2025 were agreed as an accurate record.

**BG.25.055 Action Log**

*Received:* Document BG/035/25

Members noted that progress had been made since the last meeting, and that all items had either been actioned or were in progress.

The Action Log was received.

**BG.25.056 Matters arising not included elsewhere on the agenda**

*Reported:* None

<b>SECTION A ITEMS</b>
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**BG.25.057 Vice-Chancellor's Report**

*Reported:* The Pro Vice-Chancellor (Research & Knowledge Exchange) and Dean of Arts & Sciences (PVC (Research & KE)) and the Chief Operating Officer (COO) provided a comprehensive overview of the University's current operating environment. The following themes were highlighted:

- The University continues to develop existing partnerships and to explore new relationships. The PVC (Research & KE) provided an update on discussions with the Wigan Sports Group, and on a forthcoming strategic partnership with Alder Hey which will focus on two projects:
  - Development of virtual wards
  - Mental health, wellbeing and suicide prevention

Both projects have the potential to make a transformational difference to the lives of children and young people, and to their families.

- The University is starting to consider its approach to the next Research Excellence Framework exercise scheduled for 2029, and is consulting with research-active staff across the organisation. The Academic Board is being kept apprised of developments, and has recently approved reports on both research and knowledge exchange.
- The Executive continues to pay close attention to financial performance, and is confident that a modest surplus can be achieved in this financial, subject to robust cost controls and close management. The COO offered to circulate a Wonkhe article on effective financial governance to all members, noting its summary of expected regulatory developments.

**Action: COO**

• *[Exempt from publication – confidential]*

• *[Exempt from publication – confidential]*

- The University has achieved a significant milestone in the 2025/26 People & Planet University League, rising to 64th place and earning a 2:1 Class University status. This represents the third highest improvement across the entire league table. As well as being a worthy endeavour in its own right, environmental sustainability is a core interest for applicants, and the Marketing team will embed this development in relevant materials.

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

• *[Exempt from publication – confidential]*

- There are no other programmes subject to a complex dual accreditation arrangement. Nonetheless, the COO and PVC (Research & KE) have launched a business continuity review of all professionally accredited programmes. A further review will consider mechanisms to ensure regulatory compliance in the

Faculty of Health, Social Care and Medicine. The Board of Governors will be kept informed of progress in these endeavours.

**Action: COO/PVC (Research & KE)**

- Recognising the turbulence in the University's current operating environment, Governors were keen to understand the Executive team's immediate and annual priorities to ensure that expectations are in alignment, particularly as the new Strategic Plan is launched. It was agreed that this could form a good discussion item for the first developmental Board meeting in February.

**Action: COO/PVC (Research & KE)/Acting Clerk**

- Governors offered congratulations and thanks to the Corporate Sustainability Manager and her team on the stunning result achieved in the People and Planet rankings. This outcome demonstrates significant efforts from colleagues in all areas of the University. Thanks were also offered to the Lead Governor: ESG for her support and championship.
- Governors noted their preference for written format reports and requested that all future Vice-Chancellor's Update reports are circulated in the meeting pack to allow Governors to absorb and process the information contained.

**Action: Vice-Chancellor**

- Thanks were offered to the COO, PVC (Research & KE) and the Chief Governance Officer for their work to ensure continued executive leadership during the Vice-Chancellor's absence. Governors offered their ongoing support to the Executive team.

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

**BG.25.058 Student Recruitment Update**

*Received:* Document BG/036/25

*Reported:* The COO introduced the item, noting that the contents of the report remained contemporary.

*Discussed:* During discussion, the following points were noted:

• **[Exempt from publication – commercial interests]**

- Success in the recruitment window cannot be judged by the number of applications alone. Many of the University's competitive professional programmes require placements and thus have a fixed number of places to be offered. Lower application rates in these areas are highly unlikely to affect overall student numbers.
- Governors observed that there are known reasons for the competitive recruitment environment which are felt by providers across the sector. They also noted that there will be a significant demographic decline from 2030 onwards, and this must be considered in scenario planning.

*Agreed:* To receive the Student Recruitment Update.

**BG.25.059 Student Report**

*Received:* Document BG/037/25

*Reported:* The Student Representative (SR) introduced the item. She confirmed that there was no additional information to add to the circulated report.

*Discussed:* During discussion, the following points were noted:

- Commercial operations are a significant focus for the Students' Union (SU), with specific attention on utilising the new facilities to both boost student engagement and generate income. An early priority will be to centralise the SU at the heart of students' social activity, reestablishing the campus as the place to go for the 'big night out'.
- Whilst students are, on the whole, drinking less than in previous generations, data indicates that Edge Hill students still enjoy the nightclub experience. However, the SU intends to supplement club nights with other activities to maximise inclusivity. A recent highlight has been the introduction of Monday quiz nights, which have proved very popular.
- The SU intends to introduce a more strategic approach to social media, ensuring a more consistent profile across its existing

channels. At present, there is no plan to increase the number of platforms used due to the limited resources available.

- Governors offered their congratulations to the SU on their success in the National Student Survey, and the ambition to build on this success in future years. Members noted that an enhanced student experience benefits everyone.

*Agreed:* To receive the Student Report.

### **BG.25.060 Academic Assurance Report**

*Received:* Document BG/038/25

*Reported:* The Pro Vice-Chancellor (Research and KE) confirmed that there was no new information to add to the Academic Assurance Report.

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

- External examiners are a core component of the University's quality assurance framework. They are recruited for their subject-specific expertise to provide scrutiny and assurance that the University's programmes continue to meet sector-recognised standards, and that grades are awarded consistently. Whilst external examiners are a vital part of this process, they are not the only source of advice for programme design and Governors suggested consulting with a broad range of partners for advice on, for example, emerging technologies and assessment design meeting job needs.
- Moving to a desk-based, risk-focused monitoring regime will allow the University to undertake contemporaneous analysis at key points throughout the year and, where required, to take further investigation or action. The idea is not to create additional work, but to focus expertise more strategically in order to develop and apply appropriate interventions.
- Noting the disestablishment of the Lead Governor scheme, Governors considered how the Board could best test and receive assurance of sound academic governance, particularly in the wake of the recent incidents in the Faculty of Health, Social Care & Medicine. Whilst Governors had previously supported a suggestion of nominating an Independent Governor to attend meetings of the

Academic Board, this approach was no longer considered to be sufficient to provide all Governors with assurance. The Chair-Elect agreed to consider how to better strengthen links between academic and corporate governance.

**Action: Chair-Elect**

- The OfS have published a report raising concerns about providers' grading algorithms and the effect on grade inflation. The University is reviewing its current processes to ensure that they remain in line with regulatory expectations. The PVC (Research & KE) offered to provide a briefing on the University's position to a future meeting.

**Action: PVC (Research & KE)**

- The Academic Board Nominee noted that Academic Board has been operating with more vigour in the last 12 months. Discussions have been wide-ranging and academic debate is encouraged. He considered that this approach will create the environment required for optimal academic governance.

*Agreed:* To receive the Academic Assurance Report

**BG.25.061 Academic Partnerships: Annual Report**

*Received:* Document BG/039/25

*Reported:* The PVC (Research & KE) confirmed that the report remained accurate.

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

- Students based outside the UK are not invited to respond to the National Student Survey.
- The University has a very small number of students on sub-contracted programmes in the UK. This means that it is highly unlikely that we would meet the minimum number threshold to apply the OfS's forthcoming Condition of Registration on subcontracting arrangements.
- Apprenticeships have not historically been a major component of the University's provision and therefore do not feature materially in

financial forecasts. Governors welcomed the assurance that apprenticeships will be considered within the new Strategic Plan and the forthcoming portfolio review. Attendees also noted that delivering apprenticeships effectively requires substantial resource.

*Agreed:* To receive the Academic Partnerships: Annual Report

### **BG.25.062 OfS Annual Assurance Report**

*Received:* Document BG/040/25

*Reported:* The COO presented the report. She confirmed that there was nothing further to add to the circulated paper.

*Discussed:* During discussion and in response to questions, the Board noted the following information:

- Members welcomed the report but expressed some unease following issues uncovered over the previous year. They encouraged managers to continue to engage with Governors to ensure that issues are identified and reported at an early stage.

*Agreed:* To receive the OfS Assurance Annual Report.

### **BG.25.062 Professional Services Review: Update**

*Received:* Document BG/041/25

*Reported:* The COO presented the update. She observed that absences in the senior team had necessarily slowed progress, but the arrival of the Head of the Project Management Office would be a catalyst for progression. The programme will undoubtedly require resource to develop the necessary infrastructure for efficiencies, and the Board will be kept informed on timelines, projected savings and one-off costs. It is essential that staffing costs are reduced by 31 July 2026, but it is likely that further cost control measures will be required in the next academic year.

In relation to the Pulse Survey, the COO noted that it gives managers a good indication of how best to support staff through this period of transition. In response to the survey results, managers are committed to providing a clear, visible timetable for change to minimise

uncertainty. Training will be provided for senior managers to support them to support staff who are not used to significant change projects.

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

- Whilst the survey was anonymous, staff were asked to state which department they belonged to in order to allow local feedback to be received and acted upon. Data has not yet been disaggregated to this level, but the Head of Organisational Development will work with managers across the University to provide usable data for their areas. Results will also be fed back to staff in an appropriate way.

**Action: Head of Organisational Development**

- The way the survey was conducted means that it is unlikely that data will indicate whether staff with any particular characteristics are being impacted differently to others. The need to protect confidentiality was paramount to encourage staff to engage openly with the exercise.
- Financial sustainability is a clear driver for the programme, but is not the only priority. Whilst the University must make significant staff savings in this financial year, it is critical that infrastructure is developed to enable future growth and development. Managers have been engaging with the need to develop revised business models, but it is likely that these will be supplemented with hard targets to ensure that savings are delivered.
- The impact of new appointments is now being realised, and the University is benefitting from fresh perspectives, specialisms and talent. Governors counselled the Executive to balance these appointments with appreciation of longer-serving colleagues who can provide an understanding of the University's context and unique culture. All attendees agreed that shared vision was essential to future success.
- Governors encouraged the Executive to be alert to the impact of the programme on staff at all levels of the organisation. They recognised that colleagues will be operating under strain and uncertainty at present, with many covering gaps whilst new structures are developed. The COO noted that there is relevant expertise to support wellbeing located in HR, and training will be

provided to managers in all areas to ensure that appropriate support is locally available.

- Noting that many of the Independent Governors have experience of significant change projects, Governors queried how the Board can best support the University through this endeavour. It was agreed that the Professional Services Review should be considered as a dedicated session for a future development Board.

**Action: Executive/Chair-Elect/Clerk**

*Agreed:* To receive the Professional Services Review Update

### **BG.25.063 Capital Projects Update**

*Received:* Document BG/042/25

*Reported:* The COO introduced the report and confirmed that the information remained accurate.

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

- The report had been discussed by the Finance Committee, who were supportive of the recommendation that the extra costs should be absorbed within the current budget. However, the Committee stressed that this extra spend must be included in analysis of overall project costs to allow full evaluation of the project. Governors noted that the additional spend is a revenue cost and does not need Board approval.

*Agreed:* To receive the Capital Projects Update

<b>SECTION B ITEMS</b>
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### **BG.25.064 Update from Committee Chairs**

*.01 Finance Committee (12 January 2026)*

*Reported:* The Chair of the Finance Committee provided a summary of the meeting held on 12 January. He noted that much of the meeting had been covered elsewhere on the agenda, but detailed a discussion on

the need for a longer-term project to establish targets and controls in key areas. This workstream will align with the development of strategies to underpin the new Strategic Plan, and with the Board's developmental sessions. Key topics for consideration will include how the University can capture and use data to drive decision-making on finance, space utilisation, quality and strategic performance.

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

- Procurement is a significant risk for many organisations and, given the University's size and complexity, is an area for institutional focus. In the last six months, two staff members with procurement specialisms were relocated to Finance from Facilities Management. This move will enable them to set strategy and provide support across the whole organisation.
- The Finance Committee is keen to establish key performance indicators specifically to monitor financial performance and progress. Whilst the establishment of the Committee has gone some way to strengthen financial governance, further work is required to mature and embed this structure.
- The Chair offered the Board's thanks to Mark Wilkinson for his excellent stewardship of the Finance Committee as its founding Chair. He noted that the work of the Committee has been invaluable in providing the Board with greater oversight and understanding of the University's financial position.

*Agreed:* To receive the Committee Chair's Update

**BG.25.065 Academic Board: Summary Report (October 2025)**

*Received:* Document BG/043/25

*Reported:* The PVC reported that the report of the October Academic Board meeting was accurate.

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

- Governors confirmed that the summary report provided sufficient assurance and no further discussion was required.

*Agreed:* To receive the Academic Board: Summary Report (October 2025)

**BG.25.066 Any other business**

*.01 Pro-Chancellor and Chair of Governors*

The PVC (Research & KE) offered the University's sincere gratitude to Clive Elliott for his dedicated service to the University over the past eight and a half years, including three years as Chair. He observed that the Board has developed significantly in this time, providing effective challenge and support to management.

In response, Clive thanked all Governors, past and present, who have supported him in his work. He noted that there will always be work for the Board to do, but that he was confident that his successor, Mark Wilkinson, has the capability and willingness to continue the journey.

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

**BG.25.067 Minutes of the Staff Consultative and Negotiation Committee, dated: 2 December 2025** (*Document BG/044/25*)

**BG.25.068 Date and time of next meeting**

The next meeting is scheduled for 16 February 2026 at 5:30pm.