

**BOARD OF GOVERNORS**

Minutes of the meeting held on 17 February 2025

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**Present**

Clive Elliott	Independent member	Chair of the Board
Helen Smallbone		Clerk to the Board
Lynda Brady	Ex-officio	Interim Vice-Chancellor
Andrew Cooper	Independent member	
Christine Donnelly	Independent member	Vice-Chair of the Board
Tony Healy	Independent member	
Antony Lockley	Independent member	Chair, Remuneration Committee
Jo Nettleton	Independent member	
Paige Rivers	Student member	
Helen Stalker	Independent member	
Mike Tate	Independent member	Chair, Audit & Risk Committee
Gayle Wells	Independent member	
Mark Wilkinson	Independent member	Chair, Finance Committee

**In Attendance**

Lynn Hill	Pro Vice-Chancellor (Resources)	
Rhona Morris	Governance, Projects & Policy Manager	Secretariat
Liam Owens	Pro Vice-Chancellor (Marketing, Student Recruitment and Student Administration)	

**Apologies**

None

**BG.24.076 Declarations of Interest**

Members noted that all Staff representatives and one of the Student Governors were not in attendance due to a significant conflict of interest with the main item of business. The Chair will meet with these Stakeholder Governors separately to apprise them of the meeting's outcomes.

There were no other declarations of interest.

**BG.24.077 Chair's Announcements**

*.01 Interim Vice-Chancellor*

Lynda Brady was welcomed to her first meeting as Interim Vice-Chancellor. She was thanked for assuming stewardship of the University during this time.

*.02 Educate North Awards*

The University has been nominated for four Educate North Awards: Community Engagement, Sustainable Green Initiative, Law School of the Year, and Business Engagement, Employer Award. Governors were pleased that the University's innovative work was being recognised and offered their congratulations and best wishes to all concerned.

*.03 General Medical Council (GMC)*

The University's Medical School is reaching its final stages of assessment and will be recommended by the GMC for final approval, allowing us to operate independently. This marks a significant achievement for both the University and the many staff involved in engaging with the long and testing assessment process. The Board will be informed when the final result is determined.

*.04 Student Nursing Times Awards*

Governors were delighted to hear that Student Governor, Paige Rivers, has been nominated for two prestigious nursing awards: Outstanding Contribution to Student Affairs, and Student Nurse of the Year (Adult Nursing). Final results will be announced in May.

*.05 Confidentiality and Sensitivity*

Attendees were reminded that the themes to be discussed in this meeting are highly confidential and must be treated with sensitivity by all. Governors were asked to contact the Chair or Executive team if they are uncertain about appropriate engagement outside of the meeting.

**BG.24.078 Chair's Action**

There was no Chair's Action.

**BG.24.079 Minutes of the previous meeting**

*Received: Document BG/052/24*

The minutes of the meeting held on 18 November 2024 were agreed as an accurate record.

**BG.24.080 Action Log**

*Received: Document BG/053/24*

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

The Chair asked to Clerk to review the appropriateness of the Board's effectiveness actions following discussions at the Strategy & Development Day in January. An updated Action Log will be presented to the next meeting.

**Action: Clerk**

The Action Log was received.

**BG.24.081 Matters arising not included elsewhere on the agenda**

There were no matters arising.

**SECTION A ITEMS**

**BG.24.082 Interim Vice-Chancellor's Report**

*Received:* Document BG/054/24

*Reported:* The Interim Vice-Chancellor confirmed that the published report remained accurate. She highlighted that the University's student application numbers appear positive in relation to the sector. To translate applications into registered students, the University has embarked on a large-scale conversion campaign. Nonetheless, due consideration is being given to the financial viability of all programmes. Applicants to affected programmes will be offered alternatives if it is not possible to sustain their original choice.

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

- Whilst work continues on full fit-out, the Students' Union (SU) building is open to students and other stakeholders, and use is increasing. At an appropriate time, the University will undertake an evaluation of the project in line with standard processes. It is likely that the SU will undertake informal survey work to gauge student satisfaction with the new facilities.

The Chair noted that, whilst there has been good progress on the fit-out since Christmas, the building does not yet meet the expected standard. Although the SU is responsible for the fit-out, the building remains a core part of the EHU estate and the student experience and must therefore match the quality of other University facilities. He noted that the Audit & Risk Committee have commissioned an internal audit review of the project, but asked for the Interim Vice-Chancellor and EHSU Chief Executive to issue a joint report to the Board in March to cover the project's current status, next steps, and detailed timescale for a fully functional SU facility.

**Action: Interim Vice-Chancellor/EHSU Chief Executive**

- The University has a strategic approach to programme development, launching programmes based on significant market research. Where it is beneficial to both parties, the University will collaborate with high-quality partners, such as the new BSc programme in Infectious Diseases launching with the Liverpool School of Tropical Medicine. This partnership aligns the University's

strengths in undergraduate teaching and student support, with LSTM's brand and expertise in research. The Interim Vice-Chancellor acknowledged that, whilst the Government has encouraged the sector to engage in collaborative arrangements, there are a range of legal barriers to such activity.

- The University has been named in *The Times* as spending £1.3m on EDI-related salaries, split across 39 roles. This figure stems from a misleading FOI request, and actually represents staffing across a number of the University's support areas, including those who directly support student learning needs. The University is considering how to respond to *The Times'* article, and is also reviewing its approach to responding to such FOI requests in order to protect against misinformation in the public domain.
- Governors were interested in the work of the Student Experience Improvement Board and are keen to learn more about its management of the 2025 National Student Survey (NSS). The Interim Vice-Chancellor was asked to provide an interim NSS report in March, with particular focus on the Teaching on My Course and Organisation & Management elements.

**Action: Interim Vice-Chancellor**

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

**BG.24.083 Student Report**

*Received:* Document BG/055/24

*Reported:* The Students' Union (SU) Representative confirmed that the circulated report remained accurate. She announced that, following the publication of her *Wonkhe* article about the realities of being a student nurse, she has been invited to present to a conference in London.

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

- Governors offered their congratulations to Paige for the response to her excellent article and the positive impact it will have for future generations of student nurses. The Chair noted that he had connected Paige to the Chief Nurse at the Walton Centre, who is interested in working with her to enhance the student experience on placement.

- The University is reviewing its own approach to supporting students on professional programmes. Three complementary initiatives have been developed to reinforce students' emotional resilience: tapping therapy, a resilience and growth model, and social prescribing. Pilot programmes are showing early indications of success, and it is hoped that the initiatives can be rolled out across all potentially high-stress areas in the near future.
- The SU Representative confirmed that local arrangements in the Faculty have also been reviewed and are providing immediate assistance to students on placement. She recognised the importance of staff with lived experience of the placement environment providing support directly to students. This relieves the perceived burden of having to explain the impact of situation-specific scenarios. She also welcomed the positive introduction of the social prescribing initiative.

*Agreed:* To receive the Student Report.

#### **BG.24.084 Finance Update**

*Received:* Document BG/056/24

*Reported:* The Pro Vice-Chancellor (PVC) (Resources) introduced the item, providing an overview of the University's current financial position, based on the January accounts. **[Exempt from publication – confidential]**

The Chair of the Finance Committee updated members on the Committee's meeting the previous week to scrutinise the Finance Update. The Committee had a thorough discussion to interrogate the information provided and received assurance of its veracity. **[Exempt from publication – confidential]** An additional Committee meeting will be scheduled in April to allow Governors to keep providing support to the University during this time.

Prior to opening for questions, the Chair recognised the extraordinary levels of work being undertaken by the Executive and management teams to fully understand the University's position and ensure that both staff and governors have the information they require. Thanks were offered to all.

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

- **[Exempt from publication – confidential]**
- Consideration is being given to managing student concerns and ensuring that they are given accurate and timely information on the University's plans. A workshop has been scheduled with the communications team and key stakeholders to ensure that corporate messaging meets staff and student needs.
- The Board noted their thanks to the Executive for their transparency and willingness to engage meaningfully with Governors.

*Agreed:* **i) To initiate proposals to generate savings of £10m per annum, with at least £8m of these savings to be achieved by July 2025**  
**ii) To scope out and initiate a strategic review of the professional services**

**BG.24.085 RESERVED ITEM: Proposed Business Case**

*Received:* Document BG/057/24

**[Exempt from publication – confidential]**

<b>SECTION B ITEMS</b>
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**BG.24.086 Committee Chair Updates:**

*.01 Finance Committee (13 February 2025)*

*Reported:* The majority of the Finance Committee's discussions had been reported through the main agenda items. The Chair of the Finance Committee noted that, in addition to these, Committee Members had also reviewed the financial elements of the Board Assurance Framework (BAF) and gained assurance of sound management.

*.02 Audit & Risk Committee (17 February 2025)*

*Reported:* The Chair of the Audit & Risk Committee updated members on that afternoon's meeting, highlighting the following items:

- **[Exempt from publication – commercial interests]**
- The Committee were assured by the BAF. Governors observed that the BAF was continuing to evolve as a tool, and welcomed the greater transparency being demonstrated.
- The internal audit programme is on track, and the Committee was assured by the assignment report on the Management of Student Housing. The Committee approved proposals to undertake a post-occupancy audit of recent capital developments.
- The Committee endorsed a proposal to defer the external audit tender process by 12 months to allow colleagues to focus on ensuring financial sustainability.

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

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

*Agreed:*

- i) To receive the Committee Chairs' Updates**
- ii) To approve the proposal to defer the external audit tender process by 12 months**

**BG.24.087 Any other business**

*.01 Vice-Chancellor Recruitment*

The Chair informed members that the University had liaised with the University of Sunderland to schedule simultaneous announcements of Michael Young's appointment as Vice-Chancellor. The announcement was expected to be released at 1:00pm on Tuesday 18 February.

*.02 Chair's Availability*

The Chair will be out of the country for three weeks and will be less available than normal. Members noted that the Vice-Chair, Christine Donnelly, will step in as required during Clive's absence.



*.03 Director of Finance*

The PVC (Resources) reported that Michael Sprigg has been confirmed as Director of Finance on a permanent basis. To build the necessary capacity in the Finance team to enable ongoing financial sustainability work, the University will recruit a new Deputy Director of Finance, backfilling Mike's substantive post.

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

- BG.24.088 Summary Report: Governance & Nominations Committee (November 2024)** (*Document BG/058/24*)
- BG.24.089 Minutes of the Teaching Staff Consultative and Negotiation Committee: 29 January 2025** (*Document BG/059/24*)
- BG.24.090 Date and time of next meeting**

The next meeting is scheduled for 17 March 2025.