

## BOARD OF GOVERNORS

Minutes of the meeting held on 21 November 2022

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### Present

Clive Edwards	Independent member	Chair of the Board
Helen Smallbone		Clerk to the Board
Ben Broadhurst	Student member	
Julian Bucknall	Independent member	
John Cater	Ex-Officio	Vice-Chancellor
Graeme Collinge	Independent member	
Christine Donnelly	Independent member	
Clive Elliott	Independent member	Chair-Elect
Amanda Fulford	Teaching staff member	Elected/Co-opted
Lisa Greenhalgh	Independent member	Chair: Audit Committee
Andy Jackson	Support staff member	Elected/Co-opted
Lauren King	Student member	
Antony Lockley	Independent member	
Maxine Melling	Independent member	
Louise Robinson	Independent member	
Mike Rush	Independent member	
Mike Tate	Independent member	

### In attendance

Mark Allanson	Pro Vice-Chancellor (External Relations)	
Clare Austin	Pro Vice-Chancellor and Dean of Health, Social Care & Medicine	<i>Attended for item BG.22.023</i>
Lynda Brady	Pro Vice-Chancellor (Student Experience) & University Secretary	
Steve Igoe	Deputy Vice-Chancellor	
Jackie Leigh	Director of Nursing and Midwifery	<i>Attended for item BG.22.023</i>
Paul Malone	Chief Executive, EHSU	

Rhona Morris                      Executive Officer –                      Secretariat  
   Governance, Projects &  
   Policy

**Apologies**

Jane Moore                      Academic Board nominee  
Jo Nettleton                      Independent member

**BG.22.023    Presentation**

At the Board's invitation, the Pro Vice-Chancellor and Dean of the Faculty of Health, Social Care & Medicine, and the Director of Nursing & Midwifery delivered a presentation on their faculty's work to enhance the student experience, particularly in the School of Nursing & Midwifery.

The full presentation is held on file [[Convene document library](#)].

A detailed question and answer session followed, during which governors explored priority issues and tested the assurances provided about improvement plans. Discussion focussed on:

- Student and staff engagement plans – with an emphasis on including stakeholders in development work
- Communication strategy and closing the feedback loop
- Developing a positive culture
- Recognising those challenges that it is difficult to mitigate against (eg issues with placement delivery in the NHS), though acknowledging that the Faculty should undertake all reasonable action to minimise their effect on the student experience.
- Ensuring the Faculty showcases its offer.

Noting the Faculty's plans for further development, governors agreed that they would appreciate a **progress report at an appropriate point** in the new year.

**Action: Executive**

**BG.22.024    Declarations of Interest**

Members confirmed the accuracy of the information recorded in the Register of Declared Interests. No other interests were reported.

**BG.22.025 Chair's Announcements**

***.01 Exempt from publication: Confidential***

*.02 Filming during the Board's meeting*

The Students' Union (SU) were preparing their student submission for the University's Teaching Excellence Framework (TEF) assessment. The SU will make its submission in a video format and the SU representative sought permission to film the delivery of his report to demonstrate student engagement in the University's governance structures.

Governors welcomed this opportunity to support the SU's submission.

**BG.22.026 Chair's Action**

There was no Chair's Action to report.

**BG.22.027 Minutes of the previous meeting**

*Received: Document BG/035/22*

The minutes of the meeting held on 17 October 2022 were agreed as an accurate record.

**BG.22.028 Action Log**

*Received: Document BG/036/22*

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

The Action Log was received.

**BG.22.029 Matters arising not included elsewhere on the agenda**

*.01 Edge Hill University Economic Contribution Study: Communications and Stakeholder Engagement Plan*

*Received:* Document BG/037/22

*Reported:* The Deputy Vice-Chancellor (DVC) introduced a detailed plan to engage stakeholders with the University's Economic Contribution Study. He noted that since the papers had been circulated, this plan had been expanded to incorporate social media activity, which will facilitate even greater stakeholder reach.

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

- **Exempt from publication: Confidential**
- University managers worked closely with the Creative Team to ensure that the printed copies are high quality and will attract positive engagement. The plan will be enacted at an optimum point once the print run is complete.
- **Exempt from publication: Confidential**

**The DVC agreed to provide updates** on the effectiveness of the Economic Contribution Study: Communications and Stakeholder Engagement Plan during the course of the year.

**Action: DVC**

*Agreed:* To receive the Edge Hill University Economic Contribution Study: Communications and Stakeholder Engagement Plan.

<b>SECTION A ITEMS</b>
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**BG.22.030 Vice-Chancellor's Report**

*Received:* Document BG/038/22

*Reported:* The Vice-Chancellor introduced his report providing governors with an overview of the University's current operating environment. He

provided an update on student number figures, noting that the University appeared to be outperforming the sector in retaining students. He attributed this to a new Early Intervention initiative designed to support those students who were considering leaving.

The Vice-Chancellor also reported on 'soft' 2023 recruitment across the sector, with applicants seemingly less certain about their choices. The University was not immune from the impacts of this, though figures for Arts and Science courses were higher than in previous years.

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

- *Industrial action / Staff pay*

**Exempt from publication: Confidential**

Along with the majority of the sector, the University engages in national pay negotiations. While this limits some of the action that the University can take in relation to staff pay, the University does not use the lowest seven points of the pay scale. In addition, almost 15% of academic staff were promoted last year, as the University seeks to reward excellent performance and retain high quality teaching staff.

- *Cost of living*

The University continues to consider how to support students and staff through the cost of living crisis. Where it has been able to make local decisions on pay, the University has made adjustments, for example, increasing the GTA stipend, and the student hardship funding by c.50%. The University is actively working to ease staff hardship. However, a blanket payment to all staff was not among the options being considered and any payments would be made in a targeted way, ensuring that funds were directed where most needed.

- *Regulatory investigations*

The OfS has announced it will commence further regulatory investigations relating to ongoing Condition of Registration B3 (Student Outcomes). The OfS will commence investigation activity on approximately 20 providers, based on their assessment of risk against the regulatory priorities for the 2022 assessment cycle. Providers subject to this activity will be informed by the end of the calendar year and will have an opportunity to make representations before any action is taken.

The Vice-Chancellor, and Pro Vice-Chancellor (Student Experience) & University Secretary provided detailed information on the subjects that have been prioritised and analysis of the University's exposure and mitigating actions. Noting generally excellent Continuation and Completion rates, the Board acknowledged the challenges associated with Progression, especially for arts-based subjects.

Recognising that the University cannot guarantee it will not be selected for an inspection, the Vice-Chancellor assured the Board that the University is well prepared for any such notification from the Regulator and has credible action plans in place to support academic areas to exceed regulatory baselines.

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

### **BG.22.031 Student Report**

*Received:* Document BG/039/22

*Reported:* The Students' Union nominee outlined the SU's approach to the student submission for TEF 2023, which will be in video format and will draw on their new data dashboards and consultation work with the student body.

The student governor also provided an update on the SU's work to support students through the cost of living crisis, activity across the SU's societies, and work to integrate the OfS B Conditions of Registration (quality and standards) into training and development for course reps.

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

- The PVC (External Relations) thanked the SU for working with the University to map society activity against the Graduate Attributes Framework. This framework supports students to recognise, develop and articulate the skills they acquire whilst at Edge Hill, to help prepare them for securing good quality employment after graduation.
- **The SU's final submission to the TEF 2023 exercise will be circulated to governors once finalised.**

**Action: SU representative/Chief Executive: Students' Union**

*Agreed:* To receive the Student Report.

**BG.22.032 Board Assurance Framework Summary Report**

*Received:* Document BG/040/22

*Discussed:* Governors agreed that the Board Assurance Framework had received sufficient scrutiny at the Audit Committee meeting in October, and they had no further questions for management.

*Agreed:* To receive the Board Assurance Framework Summary Report.

**BG.22.033 Estate Development: Outline Plan for Phase 2**

*Received:* Document BG/041/22

*Reported:* The DVC summarised the paper, highlighting the drivers behind the request and reminding members of the overall strategic vision.

*Discussed:* Before opening the item for wider comments, the Chair reminded members that the paper sought approval in principle to proceed with Phase 2 of the Estate development. Decisions would not be binding and detailed capital bids for each element of Phase 2 would be considered for approval in due course.

In response to questions, the following information was noted:

- As part of the planning process, the University will be required to update its Traffic Management Strategy. The University has a long history of aligning with the Council's Green Strategy in a number of ways. These include encouraging staff and students to find alternative methods of travelling to campus and building campus accommodation so that students do not require a car to access the campus. The University has also provided significant investment for green transport through its section 106 agreement and the Edge Link shuttle service between the town centre and campus.

The DVC noted that parking on campus proves challenging for approximately six weeks each year, when all students are attending sessions on campus. However, this pressure eases once nursing and teaching students are on placement. Nonetheless, members

noted that the availability of parking could have an impact on student, and staff, retention and satisfaction and recognised that there were, therefore, many strategic drivers to ensuring an optimum number of car parking spaces can be delivered.

- Environmental sustainability continues to be a key priority for campus developments. The detailed capital bids for each individual element of Phase 2 will therefore ensure alignment with the University's Environmental Sustainability Strategy.
- Planning requirements for green energy generation on green belt land are significant. Nevertheless, the Phase 2 development will support decarbonisation by removing dated buildings and heating systems.
- The DVC has asked the Sustainability team to review the targets set in the Environmental Sustainability Strategy to ensure they remain sufficiently challenging. **These targets, and further information on the decarbonisation initiative, will be shared with the Board once confirmed.**

**Action: DVC**

- uSwitch has recently carried out an assessment of university sustainability across the country. The University has been identified as a Gold university which reflects the effectiveness of our ongoing work.

Governors noted that Edge Hill students and applicants are very engaged with environmental initiatives and will welcome the University's commitment to developing an environmentally friendly campus. The Vice-Chancellor stressed the importance of ensuring this is well communicated so that students are aware of the University's ambitions in this area.

- The new developments will also support the University strategies on student retention and well-being. The new facilities will provide high quality learning and teaching, living and socialising spaces which are designed to meet the needs of all students.
- The SU will continue to be closely involved with the design and fit out of their building to ensure the space meets their needs. As an independent organisation, the SU are funding the fit out. However,



the University will continue to support the SU through, for example, a grant to pay the commercial lease.

- Electric car charging points are under consideration – though the University isn't wedded to this and will remain open to other options, such as hydrogen, as we progress through the strategic period.
- Governors agreed that a **future presentation/paper on the University's decarbonisation ambitions would be welcomed at an appropriate point.**

**Action: Executive**

- John Turner construction has been appointed to undertake the development work following a competitive tendering process in line with the University's agreed procurement principles.

In concluding discussion, the Board agreed that the development plans were clearly aligned with the University's strategic priorities, not least student experience and curriculum development. The Board therefore agreed, in principle, to approve the proposal set out in BG/041/22 noting that detailed capital bids for each component of the programme would follow in due course.

*Agreed:* **To approve in principle the Outline Plan for Phase 2.**

#### **BG.20.035 OfS Prevent Monitoring Report 2022**

*Received:* Document BG/042/20

The Pro Vice-Chancellor (Student Experience) & University Secretary introduced the report. She outlined that under the Prevent Duty, universities have a legal duty to have due regard to the need to prevent individuals from being drawn into terrorism. The OfS is responsible for monitoring our compliance with that legal duty. The Board was asked to consider and confirm the declaration and statistical return provided.

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

- The Prevent Duty cannot eradicate all risk of terrorism or extremism on campus. However, the University has robust safeguarding policies and procedures to identify vulnerable students and apply interventions where required.

- The government is currently considering a Protect Duty, and the University will continue to comply with all regulatory requirements.

*Agreed:* **To approve the Prevent Report** for signature.

**Action: Chair/Pro Vice-Chancellor (Student Experience) &  
University Secretary**

<b>SECTION B ITEMS</b>
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**BG.22.036 Remuneration Committee Annual Report**

*Received:* Document BG/043/22

*Reported:* The Chair of the Remuneration Committee introduced the report which set out the approach and operating principles adopted in relation to remuneration in general across the University. It also provided specific information on the processes for determining the pay and reward for designated senior postholders.

She drew attention to the University's continued compliance with the CUC Remuneration Code (updated 2021). This includes a commitment to ensuring a fair, appropriate and justifiable level of remuneration; procedural fairness; transparency and accountability.

*Agreed:* That the Remuneration Committee had effectively discharged its duties.

**BG.22.037 Audit Committee Report for the Year Ended 31 July 2022**

*Received:* Document BG/044/22

*Reported:* The Chair of the Audit Committee introduced the report, noting a key function of the report is to assist the Governing Body to undertake its assessment of the Financial Statements. The report demonstrated a relatively routine year, with no unexpected business. This was supported by positive annual reports from both internal and external auditors.

Importantly, the Committee was able to provide a positive opinion on the adequacy and effectiveness of the University's arrangements for

- risk management, control and governance

- economy, efficiency and effectiveness (VFM)
- management and quality assurance of data submitted to the Higher Education Statistics Agency, the Student Loans Company, the OfS, Research England and other bodies.

It was confirmed that these opinions applied to the period from 1 August 2021 to the signing of the accounts.

The Financial Statements were recommended to the Board as presented.

*Discussed:* Governors agreed that the Audit Committee Annual Report, reinforced by the Lead Governor: Finance's [written opinion](#) provided sufficient assurance, and they had no further questions.

*Agreed:* To receive the Audit Committee Annual Report.

#### **BG.22.038 Auditor's Letter of Representation**

*Received:* Document BG/045/22

*Reported:* The Chair of the Audit Committee introduced the Letter of Representation, highlighting that this provides assurance that the Financial Statements have been properly prepared and give a true and fair view of the University's financial affairs for the year ended 31 July 2022.

She noted that the letter follows a standard format and had been recommended for signature by the Audit Committee in October.

*Discussed:* Governors agreed that the Auditor's Letter of Representation had received sufficient scrutiny at the Audit Committee meeting in October, and they had no further questions for management.

*Agreed:* To approve the Auditor's Letter of Representation **for signature by the Chair.**

**Action: Chair**

**BG.22.039 Going Concern Statement**

*Received:* Document BG/046/22

*Discussed:* The Board agreed that the Going Concern Statement clearly demonstrated the University's status as a Going Concern and had no further questions for management.

*Agreed:* To receive the Going Concern Statement

**BG.22.040 Report and Financial Statements for the Year Ended 31 July 2022**

*Received:* Document BG/047/22

*Reported:* The DVC introduced the papers, highlighting that draft statements had been discussed in detail by the Audit Committee in the presence of the external auditors. Following detailed scrutiny, including a private session with the auditors, the Committee recommended that the statements be approved.

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

- The Board had considered a draft in October (recorded in BG.22.014).
- Volatility in the labour market has resulted in slightly higher employee turnover than in previous years. However, compared to other organisations of a similar size, the University continues to perform well in relation to employee retention.
- The DVC confirmed there had been no changes to the information in the Financial Statements since the Audit Committee meeting.
- Governors found the commentary and analysis to be very helpful, particularly relating to shifts in overall income and expenditure. Whilst recognising an outstanding performance for this period, the Board noted the difficult economic backdrop and potentially challenging times ahead.

*Agreed:* Members were satisfied with the information provided, and the accounts were **approved for signature and submission to the OfS.**

**Action: Chair/Deputy Vice-Chancellor**

**BG.22.041 OfS: Annual Financial Return and Accountability Return for the Year ended 31 July 2022**

*Received:* Document BG/048/22

*Reported:* The DVC introduced the paper, which detailed the University's financial forecasts to 31 July 2027, noting that the supporting data and commentary forms part of the Annual Financial Return (AFR) to the OfS.

*Discussed:* Governors noted the detailed discussion that had occurred in October (BG.22.015) and agreed that, in view of the final paperwork, the item had received sufficient consideration, and they had no further questions for management.

*Agreed:* That the Board was satisfied with the documentation and the **Annual Financial Return Workbook and Commentary were approved** for submission to the OfS.

**Action: DVC**

**BG.22.042 EHU Enterprises: Rental Agreements**

*Received:* Document BG/049/22

*Reported:* The DVC introduced the report, noting that Edge Hill Enterprises managed the University's sports facilities on behalf of the University under specified contract arrangements. These contracts are standard and no changes had been recommended.

He reported that the Boards for each of the subsidiary companies met earlier that afternoon and had considered and approved the agreements.

*Agreed:* To note the EHU Enterprises: Rental Agreements.

**BG.22.043 Finance: Management Information**

*Received:* Document BG/050/22

*Reported:* The DVC confirmed the accuracy of the paper and confirmed that there was no additional information to highlight.

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

- The end of October marks the end of Quarter 1, allowing some clarity on performance against budget at an early stage. The management information demonstrates that tuition fees are currently down on budget, though there is a rise on the same period last year.
- This variation has been influenced by a notable reduction in PGCE students for 2022/23, with applications to teaching programmes, including school-based provision, having declined across the sector. Nevertheless, the University predicts that applications will rise in 2023 as the country navigates recession and secure public professions become attractive.
- Tuition fee income will be further boosted by an intake of nursing students in January 2023.
- The DVC highlighted that substantial savings have been made through staffing gap savings, and that there were some frontloaded costs because of summer maintenance and refurbishment works. The University is not underestimating the financial challenges in the coming academic year, and is in a reasonable position to handle these.
- In terms of staffing matters, from the quantitative and qualitative information available to the Directorate, the University's position was in line with others in our comparator groups, including staff turnover, and absence. Larger metropolitan universities have been reporting significant challenges in terms of recruiting and retaining staff due to the buoyant recruitment market. While the University has faced similar problems, the position is stabilising with successful recruitment rounds for staff in IT, policy, and finance.

*Agreed:* To receive the Finance: Management Information.

**BG.22.044 Any other business**

None.

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

**BG.22.045 Use of the University Seal** (*Document BG/051/22*)

*Reported:* The Clerk confirmed that the University Seal had not been used in 2021/22.

**BG.22.046 Summary Report: Audit Committee (17 October 2022)** (*Document BG/052/22*)

**BG.22.047 Minutes of the Institutional Health, Safety and Environment Committee: 29 September 2022** (*Document BG/053/22*)

**BG.20.048 Date and time of next meeting**

The next meeting is scheduled for 16 January 2023.