CENTRE FOR GLOBAL HIGHER EDUCATION

Centre for Global Higher Education working paper series

Still unwieldly, male, pale and stale? Isomorphic influences on English university governing bodies

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Working paper no. 69
May 2021

Economic and Social Research Council
Office for Students
Research England

Published by the Centre for Global Higher Education,
Department of Education, University of Oxford
15 Norham Gardens, Oxford, OX2 6PY
www.researchcghe.org

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ISSN 2398-564X

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CGHE is a research partnership of 10 UK and international universities, funded by the Economic and Social Research Council, with support from Office for Students and Research England.

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Abstract

Governing bodies have been mostly overlooked in studies of university governance, and the concept of isomorphism has not been directly applied to the study of university governing bodies. This working paper sets out to address the following research questions – can one identify isomorphic influences on English university governing body composition and characteristics and, by analysing changes in English university governing body composition and characteristics over time, can one detect evidence of potential isomorphism?

The research draws on two key sources of data. First is a review of sector-level documentary evidence since the mid-1980s. This yields information regarding isomorphic pressures. Second is the collection and analysis of data relating to English university governing composition and characteristics. Here, a new dataset is introduced, which is compared to two historic studies to identify changes over time.

The findings indicate significant isomorphic pressures and much greater consistency across the majority of English university governing bodies in terms of governing body

size and composition including types of members. There is also greater diversity in lay governor characteristics. Areas for further investigation are identified.

Keywords: university governing body, board attributes, characteristics, diversity, isomorphism

Acknowledgment: The formation of this working paper took place in the ESRC/OFSRE Centre for Global Higher Education, funded by the U.K. Economic and Social Research Council (award numbers ES/M010082/1, ES/M010082/2 and ES/T014768/1). It is related to the CGHE Webinar of the same title from Alison Wheaton on 13 April 2021.

Introduction

UK university governing bodies are responsible for the exercise of the universities' powers, as specified in their governing documents. The form and content of the governing documents depend the nature of foundation as a university and detail governing body composition in terms of size and member types – a combination of external, also called lay, members and internal members, typically including Executive, staff and student members. Despite their pivotal role, governing bodies have been mostly overlooked in studies of university governance.

The historical origins of institutional governance structures are well documented (see Clark 1983, Kerr & Gade 1989, Marginson & Considine 2000, Musselin 2004, Paradeise et al 2009, Shattock 2017). However, the existing governing body discourse remains largely conceptual and normative (Bargh et al 1996, Kezar 2006, Greatbatch 2014, Horvath 2017). Apart from a recent study of the impact of governmental, financial and market pressures on British higher education governance (Shattock & Horvath 2020), there has been relatively little empirical work conducted and much of it is out of date (see Kerr & Gade 1989, Chait et al 1991, Kaplan 2004, and Kezar 2006 in the US; Bastin 1990, Bargh et al 1996 and Bennett 2002 in the UK). The historic UK research was in response to the creation of the new UK universities in 1992. Bargh, Scott & Smith (1996) found a predominance of governing body members were older, white men with lay members coming from professional and industrial backgrounds, almost half of whom were no longer in full-time employment. More recently, reports have focussed on gender diversity and found female participation in English university governing bodies had increased to 40%, with a very wide range by provider, but women still make up only 22% of Chairs and 28% of Vice-Chancellors (Jarboe 2018).

Why does English university governing body composition matter? The English regulatory regime re-enforces the role of the governing bodies, with English university governing bodies clearly accountable for all aspects of university governance. However, trends toward "boardism" along with the "corporatization" and "laicization" of university governance in response to funding constraints,

marketisation, and policymakers' quest for efficiency and effectiveness has been identified (Meek & Hayden 2005, Trakman 2008, Christopher 2012, Kretek et al 2013, Stensaker & Vabo 2013, Veiga et al 2015, Shattock & Horvath 2020). Any potential clashes between corporate and academic values, norms and practices were less significant when governing body roles were more perfunctory. In the UK, for example, differences were accommodated by splitting corporate and academic governance between governing bodies and academic senates in universities established before 1992. The former Polytechnics, created in the 1970s as degree-awarding institutions focussing on more vocationally-oriented higher education, were elevated to universities in 1992, thereby removing what was referred to as the "binary divide" in UK higher education. Polytechnics had already been re-established as Higher Education Corporations under 1988 legislation and this exacerbated existing concerns about the failure of "shared governance" – academics' roles in institutional governance – especially as the Post-1992s tend to have unicameral structures (Dearlove 2002, Shattock 2002, Lapworth 2004, Taylor 2013).

Compared to European counterparts, English universities are seen as having greater institutional autonomy (DeBoer et al 2010, Austin & Jones 2016, Shattock & Horvath 2020). This includes several rights: to self-govern, to own, buy and sell property, to employ and dismiss staff, to admit students on own terms and conditions, to design curricula, to teach and assess students, and to grant degrees (Pruvot & Estermann 2017). The UK has also been seen as relatively good practice with respect to the engagement and participation of the academic community in institutional governance (Bargh et al 1996, DeBoer et al 2010). However, scholars have noted the risks of this deteriorating caused by managerialism and "corporatisation" of university governance (Berdahl 1990, Shattock 2002, Locke et al 2011).

Consistent with the notion of institutional autonomy and its stated policy aim of diversifying higher education provision, the UK Government has appeared reluctant to directly intervene in English university governance arrangements. Exceptions to this have occurred primarily in instances of major reputational risk to the sector, e.g. encouraging the rapid development and adoption of sector-wide remuneration policies in response to the vice-chancellor pay scandal. However, much has been

written about what English university governing bodies *should* look like – and what their responsibilities *should* be. This includes various large-scale reviews conducted with the sector – about efficiency (Jarratt Report 1985), funding (Dearing Report 1997) and collaboration with business (Lambert Review 2003) – as well as other broader reviews into public sector practices (Nolan 1996). It also includes historic higher education policy papers, past and current legislation and resulting regulatory frameworks.

Isomorphism is the concept that "once a set of organisations emerge as a field, rational actors make their organisations increasingly similar as they try to change them" (DiMaggio & Powell 1983, p147). It has been identified as an influence in the structuration of the university sector and extensively researched, with scholars often noting resulting homogeneity, and sometimes stratification, of provision and practices at odds with governments' aims to increase diversity (see Van Vught 1996 & 2008, Marginson & Considine 2000, Gornitzka & Maassen 2000, Stensaker & Norgard 2001, Huisman et al 2007, Morphew 2009, Klenk & Seyfield 2016, Huisman & Mampaey 2018, Frank & Meyer 2020). To date, the concept of isomorphism has not been directly applied to the study of university governing bodies. The present research uses longitudinal data, making it is possible to track changes over time in English universities' governing body composition and characteristics, allowing the identification of evidence of isomorphism.

Research Questions and Analytical Framework

The research questions addressed in this paper are:

1. Can one identify isomorphic influences on the composition and characteristics of English university governing bodies since the mid-1980s?
2. By analysing changes in English university governing body composition and characteristics over time, can one detect evidence of potential isomorphism?

The analytical framework relies on DiMaggio & Powell's (1983) isomorphic processes and Zahra & Pearce's (1989) governing body attributes. The former is

relevant because the presence of all three isomorphic processes may be explored in relation to English university governing bodies. The latter is relevant because it provides a framework within which to evaluate those influences. Further, the concepts are inter-related. Governing body sub-committees provide a good example. Committee structures, which may be influenced by isomorphic pressures, influence composition; and vice versa. Universities require sufficient candidates with the right skills to serve as members of requisite committees.

Isomorphic pressures

DiMaggio & Powell (1983) identified three isomorphic processes – coercive, mimetic and normative – which are not mutually exclusive. In the first process, coercive mechanisms stem from political influence and the problem of legitimacy. It "results from both formal and informal pressures exerted on organisations by other organisations upon which they depend and by cultural expectations in the society within which organisations function" and may be in "direct response to government mandate" (DiMaggio & Powell 1983, p150).

Mimetic processes result from standard responses to uncertainty, which is "a powerful force that encourages imitation" (DiMaggio & Powell 1983, p151). Imitating other organisations serves as a convenient source of practices which can be diffused indirectly (employee transfer) or directly (by professional advisors). In addition to uncertainty, other sector features, such as a wide customer base or a skilled workforce, can increase mimetic isomorphism, as it aids legitimacy. DiMaggio & Powell noted structural changes are more easily observable than are changes in policy and strategy.

Normative processes stem from professionalisation with two important sources – formal education and professional networks that span organisations. Both aid the definition and promulgation of normative rules about organisational and professional behaviour. The filtering of personnel on recruitment, including governing body members, serves as an important source of normative pressure. However, those who "somehow escape the filtering process…are likely to be subjected to pervasive

on-the-job socialisation" (DiMaggio & Powell 1983, p 153). In the non-profit sector, where legal barriers to collusion do not exist, structuration – and isomorphic pressures – may proceed even more rapidly. Here, central organisations such as funding bodies and sector-wide professional bodies can serve as both active and passive bodies.

Governing Body Attributes

In an attempt to synthesize the empirical research findings on the impact of boards of directors on corporate financial performance, Zahra & Pearce (1989) developed an integrative model of board attributes. Four attributes espoused by scholars and public policy makers were identified that determine director's performance of their roles:

1. Board composition – size and mix of director types (insiders/outsiders)
2. Characteristics – experience, functional background, independence and other factors which influence performance
3. Structure – board organisation, committee structure and efficiency
4. Process – decision-making related activities and style of the board

Whilst this study is part of wider doctoral research into English university governing body roles, for the purposes of this analysis, the focus is on the first two governing body attributes as potential indicators of isomorphic processes impacting English university governing body composition.

Methodology

The study combines a review of sector-level documentary evidence since the mid-1980s along with the collection and analysis of data relating to English university governing bodies over time. The latter includes the development of a new dataset regarding English university governing body composition based on the collection and analysis of publicly-available information across 120 English universities. The dataset includes governing body attributes including size, member types as well as a range of member characteristics and is described more fully in the following section.

Actors and relevant documentary evidence

The aim is to gather and analyse documentary evidence relevant to the study of isomorphic pressures on English university governing bodies. Pressures are treated as distinct from processes, because documents can illustrate the pressures but not necessarily the sector and institutional responses which constitute the processes. As noted by Farrington & Palfreyman (2012), issues affecting higher education have to be discerned from a range of sources, including statute law specific to higher education, general statue law, royal charters and statutes granted and amended since medieval times, common law and institutional instruments of governance. These, along with other sector-wide policy papers, reports and guidance, were reviewed for relevance and analysed in light of the research questions.

The study includes actors and documentation at two levels, as illustrated below. The wider doctoral research of which this study forms a part includes the aggregation of university-level data. University-level documents were not analysed as part of this study as these are more likely to illustrate the responses to the pressures rather than the pressures themselves. The documentary review focusses on direct references to governing body attributes.

Table 1: Documentary evidence by level and actor

Level	Actor	Documents
State	UK Government	• Higher Education Policy papers – 1987, 1991, 2003, 2011, 2016 • Reports by commissions/reviews, including Jarratt 1985, Nolan 1996, Dearing 1997, Lambert 2003
	Parliament	• Legislation – Education Reform Act 1988, Further & Higher Education Act 1992, Education Act 1994, Teaching & Higher Education Act 1998, Higher Education Act 2004 and Higher Education & Research Act 2017
	Regulator/Office for Students	• Operating Framework 2018, Audit Code of Practice 2018 and 2019 Report on Registration Process
Sector	Committee of University Chairs	• Review of governance 1997-2000 • Guide for members 2001 • Higher Education Governance Code 2020

Note: a brief background to the reports included in the study is provided in Appendix 1

It is worth briefly considering the context(s) within which these documents arose. For example, the Jarratt Report resulted from the sector's self-reflection on efficiency opportunities in the midst of the mid-1980s public sector spending reviews. Further, different actors contribute differing perspectives and expectations. Whilst institution- and sector-level representatives participated in the various deliberations, other actors were also involved, including the Government (policy papers and legislation), "business" (Lambert), and non-departmental public bodies (the Committee for Standards in Public Life and the Office for Students).

In a study of isomorphic influences, an additional contextual consideration is actors' stances towards institutional autonomy and diversity of provision and practice. Virtually every document reviewed notes the importance of institutional autonomy. The Dearing Report (1997) recognised the fact that "institutional autonomy should be respected" as one of three essential principles guiding their recommendations on management and governance of institutions, the other two being academic freedom and the need for openness and responsiveness to constituencies (p228). However,

the earlier Jarratt Report (1985) noted that despite “constitutional autonomy of universities, their freedom of action is significantly limited in practice” being subject to Parliamentary accountability as far as public money is concerned (p9).

Subsequently, the Lambert Review (2003) noted a “strong case for allowing a much greater degree of autonomy to those institutions that can show they deserve it” (p18). More recently, the Office for Students’ Regulatory Framework (2018) notes its regard to “the need to protect the institutional autonomy of English higher education providers” (p15).

Similarly, the need to promote a diversity of provision and practice across the sector is oft-cited. The Dearing Report (1997) even notes since the abolition of the binary line (the creation of the Post-1992 universities), a “concern that all institutions are becoming more like each other with a consequent loss of diversity” (p43). It goes on to note the structures of institutional governance vary considerably across the sector, and they have “no intention of seeking to bring about uniformity” (p44). In 2003, the Lambert Review stated “diversity is good – both in mission and funding” (p13).

Governing body attributes

As noted in the introduction, there is a paucity of empirical data regarding English university governing body attributes. The methodology relies on the identification and analysis of available historical data and the creation of a new dataset. Three relevant historical studies, listed below, were considered.

1. Bastin’s (1990) study of the Governing Bodies of 51 Higher Education Corporations, which were the predecessors to the Post-1992 universities.
2. Bargh, Scott & Smith’s (1996) study of 24 UK university governing bodies (14 Pre-1992s and 10 Post-1992s)
3. The Committee of University Chairs’ (2004) report on 79 UK institutions’ responses to the Dearing Report.

The first and third are used as sources as the second study provides less granular and comprehensive data on governing body composition.

In addition, the methodology incorporates a new dataset regarding English university governing body composition based on the collection and analysis of publicly-available information. The sample includes 120 previously HEFCE-funded English universities as reporting requirements provided more consistent information. Data was primarily collected from university websites, including member biographies, annual reports, and registers of interest, where available. However, where university-provided information was sparse, information from the Charity Commission, Companies House, LinkedIn and websites of current employers was also incorporated.

The data was collected in two separate waves. The original wave occurred between mid-June to mid-October 2017; the second wave between March and June 2019. All changes were recorded allowing analysis of alterations to composition. The database includes details for over 2.2k governing body members, an average of just under 19 members per governing body, excluding vacancies. The following governing body attributes were captured: governing body composition, including size and membership types; member characteristics, such as gender; and for external members only, academic qualifications (including alma mater, where available), professional qualifications, current employment status and executive and non-executive employment experience.

Findings

Isomorphic Pressures

Despite aforementioned concerns regarding autonomy and maintaining diversity, a holistic review of the documentary evidence reveals ample evidence of sector-level influences on English university governing body composition and characteristics. A full listing of direct references by topic is provided in Appendix 2.

The composition and characteristics of English university governing bodies gained much attention in the early documents under review, with interest and specificity tapering off over time. The documents contain explicit references to governing body size, composition in terms of types of members, the characteristics of lay members as well as term limits.

Five key themes are evident, and considered in turn below:

1. The desirability of “smaller” governing bodies (25 or fewer)
2. The importance of a lay/independent majority
3. The importance of staff and student membership
4. The necessity of “term of office” limits
5. The need to consider Senior Independent Governor roles

In addition, the inclusion of external members with an education background was suggested in legislation creating the original Post-1992 universities.

The Jarratt Report (1985) addressed size and composition at the same time by proposing the (now Pre-1992) universities “recruit laymen for their experience and skills. Encourage attempts to attract younger executives; and might need to reduce local authority representation to remain a ‘sensible working size’” (p24). The Government, in establishing the Higher Education Corporations (HECs) as precursors to the 1992 universities, made one of its few direct interventions with regard to governing body composition and set explicit size and composition criteria for the corporations’ boards. The 1992 university boards must have 12-24 members, a majority (up to 13) lay members from industry, commercial and professions (not local authorities) and if any additional members were nominated, at least one had to have external “education” experience (FHEA 1992). (See Bennett 2002 and Knight 2002 on HEC constitutions and governance.)

Using the Post-1992s as a reference point, the Dearing Report (1997) recommended that *any* governing body in excess of 25 members should “show good reason why a larger body is needed for its effectiveness” and proposed the Government “require

for the governing body at each institution to include student and staff membership and a majority of lay members" (p243 and 240). Six years later, the Lambert Review (2003) notes "very few pre-1992 universities were down to 25 members and high levels of engagement and individual responsibility and accountability…are difficult to achieve with too many individuals in the room" (p96). As an aside, the Lambert Review (2003) also included a brief section regarding Oxford and Cambridge, noting "they work largely outside the governance systems which apply to most universities" and recommended that both universities should "take stock" by 2006 and agree with Government further steps necessary to sustain their global position (p103 and 105). After 1992, the Government said very little in policy papers or legislation regarding governing body size or composition until 2017 when HERA introduced public interest governance principles as a condition of registration. Principle number nine of twelve states "Governing body: size, composition, diversity, skills mix and terms of office of the governing body is appropriate for the nature, scale and complexity of provider" (OfS 2018, p145). The OfS leaves the interpretation of this to the institutions.

Most of the documents call for lay majorities with appropriate mixes of skills and experience and earlier documents called for staff and student members. The Jarratt Report (1985) noted that "virtually all the Councils have majorities of lay members" and "local authority representation could now be reduced to make way for a wider span of skills and experience drawn from local, regional and national sources" (p23). The second Nolan Report (1996) stressed the importance of "independent" members, coming from business and professional backgrounds, along with staff and student members. It also advocated for the removal of the restriction on appointing local councillors as members which arose when the HECs became universities in 1992. The Dearing Report (1997) went so far as to recommend "it is a requirement for the governing body at each institution to include…a majority of lay members" and echoed Nolan's suggestion "best practice in appointing members of governing bodies is to select on the basis of merit and skills" (p240 & 239).

Explicit references to staff and student membership arose via the legislation which created the Post-1992 universities, although the details changed between ERA (1988) and FHEA (1992). The former noted initial nominee members consisting of

one teacher, one general staff and one student nominee and may include up to two academic nominees, whereas the latter stated “of the appointed members, up to two *may* be teachers at the institution nominated by the academic board and up to two *may* be students…nominated by students (FHEA1992, p81, author’s italic). Not only did teacher and student members become optional, but other staff were removed. However, by 1996, the second Nolan Report noted the absence of student and staff representation would weaken the scrutiny of management decisions, whilst the Dearing Report (1997) recommended “it is a requirement for the governing body at each institution to include student and staff membership” (p240). More recently, the OfS included whether there is a student governing body member as a consideration regarding whether the HEI has effective governance arrangements in place, but makes no mention of staff membership. Similarly, the latest CUC Governance Code merely notes “some constitutional documents specify governing bodies must include staff and student members” (CUC Code 2020, p17).

Term limits are considered as part of composition given their potential link to independence. Long-serving members may be seen to lose their independence whilst limitless terms block the path for new, possibly more diverse, joiners. The use of term limits was first raised by Nolan (1996) noting it is “more important to specify the length of each term of office, followed by a thorough reappointment process, than to lay down maxima” (p29). Dearing (1997) recommending “individuals may not serve as members of a governing body for more than two terms, unless they hold office” (p240). However, over thirty years later, despite including term limits as part of the aforementioned public interest governance principle (OfS 2018a, p146), the OfS “identified a number of providers that had very long serving members on their governing bodies and no limitations to terms of office” (OfS 2019, p35).

The current Higher Education Governance Code similarly notes “the size and composition of the governing body needs to reflect the nature, scale and complexity of the institution and governing bodies need enough time and resources to function efficiently and effectively” (CUC 2020, p15). It also suggests governing bodies consider the appointment of a Senior Independent Governor, distinct from a Deputy Chair, a practice gaining popularity in other sectors.

What documents reveal about isomorphic processes in English Higher Education

Whilst the analysis of documentary evidence is designed to reveal isomorphic pressures, not processes, it does provide useful insights into how any such processes may have developed. As noted, the processes are not mutually exclusive. Further, inter-relationships exist between actors and pressures. Whilst the drawing of lines between the different pressures is inexact, each of the processes are discussed briefly in turn.

Coercive processes include, but are not limited to, those in direct response to government mandate. The Government could be seen as having directly mandated little regarding English university governing body composition, other than with regard to the governing bodies of Post-1992 university, and the Higher Education Corporations which proceeded them. However, the ongoing role of Privy Council approving any changes to university charters, as well as now any changes to other universities' governing documents, could be seen as an institution by institution coercive pressure on institutional governance.

By linking them to funding, the Government has indirectly mandated more around practices and ultimate governing body responsibilities than around structure. This includes information provision (Teaching & HE Act 1998), handling of student complaints and development of access plans (HEA 2004), and more recently the aforementioned registration conditions under the new regulatory regime (OfS 2018), which also includes approved student protection plans and the facilitation of its students' electoral registration. Although outside the scope of this study, the Higher Education Funding Council for England's Financial Memorandum of 2010 which spelt out the conditions on which universities received public funding, reinforced some of these roles, cutting across individual institutional constitutional arrangements (Shattock 2017).

The eventual adoption by the sector of a voluntary code of governance illustrates both coercive and mimetic processes. After the Dearing Report (1997), the Committee of University Chairs issued university governance guidelines (2001).

Only after the Lambert Review (2003) included a draft code of governance did the committee issue its own voluntary governance code. The breadth of this code meant that governing body structures, roles and practices were all in scope.

Much of the Committee of University Chair documentation reviewed in this study could be construed as part of a wider mimetic process arising from trying to increase legitimacy of providers given uncertainty. In terms of legitimacy, the committee reported on sector progress towards the Dearing Report (1997) and Lambert Review (2003) recommendations, publishing findings in 2000 and 2004. Given the Government has chosen not to be very prescriptive regarding English university governance arrangements, institutions, with the support of sector bodies, have been left to identify “good practice” with regard to institutional governance. The committee has, over time, issued several “good practice” guides outside the scope of this research. Their work in this area was subsequently transferred to the Leadership Foundation for Higher Education, now AdvanceHE.

A new feature of the regulatory regime, the fact that providers are no longer allowed to “seek steers” from the OfS, adds to uncertainty for providers and increases their reliance on sector bodies or other advisors (OfS 2018, p117). Attempts by new providers to gain registration for student loan funding, or degree-awarding powers, illustrates another potential mimetic process, as the uncertainty regarding requirements leads to copying of existing practices. This is despite Government’s signals encouraging greater diversity.

Normative processes occur through people’s experience and expectations. The inclusion of business peoples’ perspectives as part of the Lambert Review (2003) is a good example. Normative pressures will also occur in governor recruitment and induction. The movement of staff between different types of universities will also lead to the transfer of different perspectives on ideal governing body attributes. Professional and sector bodies, including advisors, also have a significant role to play across the university sector as they conduct internal and external audits and effectiveness reviews and support institutional changes.

These inter-related isomorphic pressures can be illustrated by the new regulatory regime following the 2017 Higher Education and Research Act. Successful provider registration required universities to self-reflect and report regarding governance arrangements. Though not prescriptive, the regulatory framework does provide examples of compliant and non-compliant behaviours, which could be considered coercive pressure. The lack of guidance on the exact requirements regarding governance arrangements increased uncertainty for providers who sought to reduce the risk around registration. They sought best practice and benchmarks to frame their approach. This illustrates a mimetic element. Finally, sector bodies provided guidelines and professionals supporting the sector provided consulting support and conducted effectiveness reviews (some of which were required as a condition of registration), including governing body composition and practices, to a somewhat standard template. This illustrates a normative element/process.

Changes in English university governing body composition over time

Here are set out findings regarding governing body composition and lay member characteristics in the researcher's new data set, across 120 English universities as of Spring 2019. The data is first presented by nature of foundation, split between Pre- and Post-1992 universities. (A full listing of the universities included in each cluster is provided in Appendix 3. For analytical purposes, Ancient universities – Oxford and Cambridge – are separated from the other Early universities, which include Durham, Imperial and University of London institutions.) This data is then compared to historical data, where available, to see how governing body composition and characteristics have changed.

Governing body size. As of Spring 2019, English university governing bodies had an average number of 19 members, excluding vacancies. They ranged in size from 11 to 25. Average size varied by nature of foundation, with the Ancients, Civics and 1960s larger and with more academic internal members as shown below. The greatest spread of total numbers is in Cathedral institutions. All but the Ancients have between 11 and 13 external members. The overall number of externals does

not vary by size and/or degree of specialisation. This is somewhat dictated by the incorporation documents, although most provide for a range by member type.

Table 2: English University Governing Body Composition (2019)

Type	*N=*	Avg # of members	Mode	Range	Std dev		Avg # external	Avg # internal	*Of these; avg # academic*
Ancient	***2***	**25**	**25**	**24-25**	**0.5**		**4**	**21**	***17.0***
Early	*18*	19	20	14-25	3.4		11.3	7.7	*5.3*
Civic	*14*	21	21	16-25	2.9		12.5	8.6	*6.1*
1960s	*15*	21	20	17-24	2.1		12.5	8.6	*5.3*
Subtotal Pre-1992 ex Ancient	***47***	**20**	**21**	**14-25**	**3.1**		**12.0**	**8.3**	***5.5***
Former polytechnics	*34*	18	16	13-24	3.0		12.5	5.3	*2.8*
Cathedral	*14*	18	14	11-25	3.6		13.3	4.7	*2.8*
Specialist	*14*	17	15	14-21	2.3		12.1	4.7	*2.8*
Other New	*9*	17	15	13-20	2.1		12.4	4.5	*2.5*
Subtotal Post-1992	***71***	**17**	**17**	**11-25**	**2.9**		**12.6**	**5.0**	***2.8***
Total	***120***	**19**	**21**	**11-25**	**3.3**		**12.2**	**6.5**	***4.1***

Source: researcher's dataset across 120 English universities as of Spring 2019

However, one might say overall size varies somewhat with complexity in terms of the size of the institution, the research/teaching/enterprise focus, and/or the breadth of disciplines given the greater complexity of the Ancients, Civics and 1960s universities.

Roles and Gender. The types of governing body members are specified in institutional governing documents. The total number of members by type, across all 120 universities, along with the percentage of women by each role, are set out in the table below.

Table 3: Governing body Member Types and Gender (2019)

Member type	#	% women	Comments
Chair	118	25	Excl. Oxford & Cambridge
Deputy Chair	76	51	
External members	1,264	40	
Subtotal External	**1,458**	**39**	
Vice-Chancellor	117	25	Three not members
Academic members	37	47	
Staff members	132	54	
Student Members	161	44	
Subtotal Internal	**781**	**44**	
Total members	**2,239**	**41**	

Source: researcher's dataset across 120 English universities as of Spring 2019

Each of the universities had a Chair, including President of Council and other titles of the governing body; 118 universities had external "Chairs" whilst Oxford and Cambridge have internal Chairs, their Vice-Chancellors (counted above as Vice-Chancellors). Just under two-thirds of universities had a Deputy Chair, though it is unclear if this role is part of succession planning for the Chair or to manage the workload, or both. There were 1,264 further External Members, 10.5 on average, in addition to the external roles above. In all but three of the universities, the heads of institution are members of the governing body, usually as an ex-officio member. The other three Vice-Chancellors attended governing body meetings. There were 664 further Internal Members with 56% academic members, 20% staff members and 24% student members. The Cathedral and Specialist institutions were most likely to have no students on their Boards though this likely reflects vacancies more than differences in their instruments of governance.

Women held 41% of university governing body roles. There were proportionately more women internal members (44%) than external members (39%). The breakdown by role is provided in the table above. The percentage of women varies by only + and – 1% (40-42%) by institutional type except for the New and Cathedral, lagging at 37% and 38%, respectively, and 1960s universities which now outperform

at 44%. By region, the spread was from 35% to 44%, with the West Midlands at the bottom and East Midlands and the Southern regions, including greater London, exceeding the average. The averages mask wide variances by institution. The overall range is from 20 to 65% women. 14 universities have between 20-30% women whilst 23 have 50% or greater women. There were fewer women Chairs, with proportionally more women in Deputy roles. Women Vice-Chancellors significantly lagged behind the other internal roles.

Profile of Chairs. There were 118 external Chairs and two internal Chairs, Oxford and Cambridge. As noted above, 25% were women. If there were a female Chair, the proportion of female members was higher than the average at 46%, versus 41% overall. This was comprised not of more external members and Vice-Chancellors, where the Chair often influences appointments as Chair of the Nominations Committee, but rather much higher staff (70% v. 54% average) and students (56% v. 44% average). In universities chaired by women, there were also significantly fewer female Vice-Chancellors (14% v. 25% average).

In terms of predominant executive sector backgrounds, corporate backgrounds dominated at 45% of Chairs. Those with a professional background accounted for 14% of Chairs, public service and Civil Service 11% each, academic 9% and not for profit only 6%. Only a few Chairs had a truly blended executive background, having worked across different sectors. Whereas governing body composition is guided by the nature of incorporation and governing documents, resulting in three clusters of Ancient, Pre-1992s and Post-1992s, there are marked differences by the nature of foundation in terms of the sector background of chairs. Chairs of Civic, Early and Former Polytechnics were much more likely to have corporate backgrounds – at 57%, 56% and 55%, respectively. This may be for different reasons. The Civics were originally founded by the industrialists of the regional centres and are today significantly larger institutions. Most of the Early institutions are much smaller, though prestigious and London-based, where there may be a greater supply of corporate chairs. 1960s universities, in contrast, were much more likely to be chaired by former civil servants (40% v. 11% average). This, too, appears to be a legacy of their original founding. Cathedral universities tended to be chaired by those from a

religious, public service background, or educational background. New institutions had a much greater proportion of not-for-profit chairs whilst Specialist universities had more chairs with a professional or academic background.

Analysis indicates that about one-third of Chairs were still active executives. This appears consistent across all types of universities, with only two exceptions – Civics at 21% and Specialists at 54%. The average was higher than expected – and more consistent across different institutional types – given the overall time commitment. However, Civic and Specialist institutions being at opposite ends of the range may be partly explained by the difference in institutional size and complexity and resulting time requirements of the Chair.

Profile of External Lay Members. The lay governor population has been analysed in a number of ways. The first was predominant executive sector background. Given issues around shared governance, two additional characteristics were considered, namely, external members who were senior academics/professors from other institutions and those who are alumni of the university, excluding honorary degrees.

There were 1,340 external lay governing body members, including the Deputy Chairs but excluding the Chair roles. The predominant executive sector backgrounds of these members were analysed and indicated a profile similar to the Chair profile above. Compared to Chairs, virtually the same proportion came from corporate (45%), public service (11%) and not-for-profit (6%) sectors. There were more relatively more professional (18% v. 14%) and educational/academic lay (14% v. 9%) members than Chairs. This is likely driven by two factors. The propensity to have a qualified accountant as Audit Committee Chair and for those universities established as Higher Education Corporations – most of the Post-1992s – to have at least one member with an "educational" background. By institutional type, all but Specialist institutions had more professionals in similar proportions. Of the Post-1992s, the newer Cathedral, Specialist and New institutions had disproportionately higher numbers of members with backgrounds in some form of education. Only the Civil Service has significantly lower representation; it made up only 5% of the members versus 11% of the chairs. Former civil servants who became members of

university governing bodies were more evenly spread across the different institution types than were the Chairs.

There were 69 external/lay professors on England's 120 university governing bodies. Five were Chairs, four Deputy Chairs and 59 lay members. The average number was 0.57, with significant variation by institutional type, which did not appear to relate to the numbers of internal academics. The lowest were Civics with an average of 0.43, and Former Polytechnics with 0.45. New universities had the most with an average of 1 per institution. This may relate to a desire for increased legitimacy whilst seeking university status and/or support for less experienced internal academic staff. The averages mask the distribution of external professors. Across the entire sample, 14 institutions had two external professors and 41 had one. This means that 12% of the universities accounted for 41% of the external professors, 33% accounted for 59% of the external professors and 55% of universities had no external professors. The propensity to have more than one external professor was fairly evenly distributed by institutional type, with 1960s universities relatively more likely to have two.

As reported on university websites, there were 154 external members of university governing bodies who also studied at the same university, either at undergraduate or postgraduate level. The average was 1.28, although there are very significant differences by institutional type. This variation was not accounted for in university governing documents, except for a couple which mention appointees from the alumni association. The Civic and 1960s universities had 3.5 and 2.5 alumni members, on average. Ancients had 2.0, Earlies had 1.28. Former Polytechnics had 0.9. New, Specialist and Cathedral institutions had the lowest at 0.55, 0.23 and 0.14, respectively. Six Chairs and 9 Deputy Chairs attended their universities, predominantly in the Civic, 1960s and Early universities. Once again, the averages masked a significant range of alumni appointments in lay positions. 66 universities had one or more external alumni members. Two had seven, one had six, three had five, five had four, 13 had three, 18 had two and 24 had one. Ten universities had 35% of the external alumni members. Virtually all of the Civic and 1960s institutions had external alumni. Just over half of the Former Polytechnics and Earlies do so.

Virtually none of the New, Cathedral and Specialist institutions do so. This might, in part, be explained by the location of the Civic and 1960s institutions and the relatively recent founding of the newer universities. Eight of England's universities are chaired by alumni.

Changes to governing body composition and characteristics over time

As noted above, in order to illustrate whether isomorphic pressures, and related processes, have resulted in isomorphism across English university governing bodies, analysis has been conducted regarding governing body composition and characteristics. Given the lack of comprehensive historical empirical data, the aforementioned studies (Bastin 1990 and CUC 2004) have been utilised to provide historical "base line" data to compare with the more recent dataset.
The analysis indicates isomorphism has resulted in more consistently smaller governing bodies with lay majorities but also consistent staff and student membership. It also finds greater diversity in lay member characteristics, including gender and the sector background and employment status. Unfortunately, the historic reports do not include ethnicity data and current sector-level reporting does not provide sufficient granularity to explore changes in the age profile of lay members. The findings are presented below in relation to each of the historic studies.

Changes to the governing bodies of England's Post-1992 universities from 1990 to 2019

In 1990, Bastin published data regarding the governing bodies of the 51 Higher Education Corporations (HECs) created by ERA 1988. 41 of these institutions are Post-1992 universities today. The study provided institution-level data regarding governing body size, membership types and Chair and other lay member characteristics, including gender and sector backgrounds.

In 1990, the average size of the 41 HEC governing bodies was 20, with a range of 13 to 25 members and a mode of 25, the standard deviation was 3.43. As of 2019,

the governing bodies of these original 41 HECs are smaller on average, at 17.7 members each. Whilst the range has only reduced by one at the maximum (from 13 to 24), the mode has reduced by 8 to 17. The universities have become more slightly more homogeneous in overall size as the standard deviation has reduced from 3.44 to 2.83.

Table 4: Governing Body Size of 41 Post-1992 universities, 1990 & 2019

Year	Average # of members	Mode	Range	Std dev
1990	20	25	13-25	3.43
2019	17.7	17	13-24	2.83
Change	-2.3	-8	0 to -1	

Source: Bastin (1990), researcher's database (2019); for same 41 institutions

Of the 25 which had 20 or more governing body members, only one (Manchester Met) did not decrease in size. The 24 which decreased in size did so by an average of four members. Of those originally under 20 in size (N=16), six reduced in size, three held constant and seven are larger. Of these, four grew by more than three members. Hence the shift in the average from 20 to fewer than 18.

In terms of composition, the majority of independent members has increased – from an average of just under 11 members to 12.5. Whilst the mode has remained the same, the range has increased as has the standard deviation. Analysis of the two waves indicates this relates, in part, to succession planning. Large numbers of new members join at once before outgoing members depart.

Table 5: Lay membership of 41 Post-1992 universities, 1990 & 2019

Year	Average # of lay members	Mode	Range	Std dev
1990	11	13	7-13	1.84
2019	12.5	13	8-17	2.27
change	+1.5	-	+1 to +4	

Source: Bastin (1990), researcher's database (2019); for same 41 institutions

Whilst the 1990 study provides no detail regarding other staff and student membership information, it does provide details on academic membership, which has been an ongoing area of concern in Post-1992 universities. As shown below, today there are more academic members, with an increase from an average of 1.3 to 1.8. Whilst the mode remains 2, it is worth noting the change in distribution. Fewer universities have none or only one academic member, and many more have greater than 2.

Table 6: Academic membership of 41 Post-1992 universities, 1990 & 2019

Year	Average # of academic members	Mode	Range	Std dev	# with 0	# with 1	# with 2	# with >2
1990	1.3	2	0-2	0.71	6	17	18	0
2019	1.8	2	0-5	0.99	2	14	17	8
Change	+0.5	-	0 to +3		-4	-3	-1	+8

Source: Bastin (1990), researcher's database (2019); for same 41 institutions

The 1990 study provides details for other nominees, which given the increases in lay and academic staff members, explains the overall decrease in membership. This includes those representing the local authorities – which lost the right to nominate members under the 1992 Further and Higher Education Act, with local authority members only allowed if co-opted by the other members of the governing body.

At the time of appointment, the Department of Education and Science (DES) published an analysis of the backgrounds of the independent members. "59% were drawn from registered companies, 3 percent were local authority officers, 10 percent came from other public bodies and 28 percent were from the professions," including 5% from education (Bastin, p. 250). As of 2019, the diversity of lay member sector backgrounds has increased. Of the 514 lay members across the 41 institutions, 49 per cent come from the corporate sector, 28 per cent still have professional backgrounds (though the percentage with an educational background has increased

to 12 per cent), 14 per cent are from civil and public service whilst a further 6 per cent have a non-for-profit background.

Gender diversity has also increased. Women comprised 20 per cent of the initial independent lay membership, though only two Chairs (of the 51 HECs) were women. As of 2019, the proportion of independent members who were women rose to just under 39%, and nine Chairs (of the 41 universities) were women.

The sector background of Chairs has also become more diverse. Of the 51 original HEC chairs, “the majority held senior positions in industry…[with] five holding senior positions in health authorities, three as chairs” (Bastin 1990). Also, 27 per cent were semi-retired or retired. As of 2019, for the 41 Post-1992 universities, the 21 Chairs from industry still make up the majority, but only just at 51 per cent. Seven have civil and public service backgrounds, six are from the professions, four are from non-for-profits and two academics. Three out of every ten chairs are in active executive employment with the remaining seven out of ten with portfolio non-executive careers, which might compare to the earlier “semi-retired” statistics. None appear to have the university Chair role as their only position.

It would be interesting to explore changes in the age profile of governing body members over time. Whilst the 1990 study notes that 46 percent of independent members were under the age of 50, current sector-level reporting does not provide a break-down between internal and lay members. Issues around the current data captured by the statistics agency regarding governing body composition are considered more fully in the following section.

Changes to English university governing body composition 2003 to 2019

In February 2004, the Committee of University Chairmen published a report setting out the findings from its survey of “how councils and boards had responded to various calls for governance review since the publication of the Dearing Report in 1997” (CUC 2004, p1). The report reflected results from 79 (51 Pre-1992 and 28 Post-1992) completed questionnaires out of 114 despatched across all UK

universities. It noted there were still “marked differences between Pre- and Post-1992 institutions regarding some aspects of governance” (CUC 2004, p1).

This report provides a wealth of data relating to governance, but on an anonymised basis. Whilst the sample is all of the UK, a later report (CHEMS Consulting 2004) notes 80% of the institutions were English, so it provides useful “base line”, even if not like-for like, data – broken out by Pre- and Post-1992 institutions for comparison to current data. As such, analysis has been conducted on those English universities which would have been included in the original 114 survey recipients as they were universities in October 2003. There were 83 English universities in 2003, 47 Pre-1992 universities (excluding Oxbridge) and 36 Post-1992 universities (34 created as HECs and subsequently universities under the ERA1988 and FHEA1992) plus two cathedral institutions which were granted university status before 2003 – Canterbury Christchurch and Gloucestershire. The following provides an overview of findings with regard to governing body composition and characteristics.

Pre-1992 universities have experienced the most significant change in governing body size. In 2003, the average size was 32 members, with a range of 20-72. The average size in 2019 was 20, with a much smaller range of 14-25. As the range has declined, so has the standard deviation. The Post-1992 university governing bodies also reduced in size – from an average of 22 to 18. However, the range drifted downward and slightly broadened from 17-27 to 13-24, with slight increase in the standard deviation, as shown below. For completeness, the same 2019 statistics are shown in italic for the 35 English universities established after 2003.

Table 7: Pre-1992 and Post-1992 Governing Body Size 2003 & 2019

Type of University	*N*=	**2003 avg #**	2003 range	Std dev		*N*=	**2019 avg #**	2019 range	Std dev
Pre-1992	*51*	**32**	20-72	7.70		*47*	**20**	14-25	3.08
Post-1992	*28*	**22**	17-27	2.36		*36*	**18**	13-24	2.93
Total	*79*	**28**	17-72	8.03		*83*	**19**	13-25	3.32
For noting:									
Post 2003s						*35*	***17***	*11-25*	*2.88*
Total						*118*	***19***	*11-25*	*3.29*

Source: CUC 2004 report on 79 UK universities & researcher's 2019 database on 118 English universities, ex. Oxford & Cambridge; not same institutions

Pre-1992 and Post-1992 universities have become more similar not only in the size of their governing bodies, but also the composition, in terms of types of members, as below.

Table 8: Pre-1992 and Post-1992 Governing Body Composition 2003 & 2019

Member type	*N*=	**2003 avg #**	2003 range	Std dev		*N*=	**2019 avg #**	2019 range	Std dev
Pre-1992s	***51***					***47***			
Lay		**18**	11-26	3.24			**12**	7-17	2.07
Staff		**11.5**	5-21	3.01			**6.8**	3-10	1.86
Students		**2**	0-5	0.91			**1.6**	1-2	0.50
Post-1992	***28***					***36***			
Lay		**15.5**	11-19	2.14			**12.5**	8-17	2.41
Staff		**4.6**	2-6	0.98			**3.9**	2-7	1.25
Students		**1.4**	1.2	0.49			**1.4**	1-2	0.48
Total	***79***					***83***			
Lay		**17**	11-26	3.11			**12**	7-17	2.57
Staff		**9.1**	2-21	4.16			**5.5**	2-10	2.15
Students		**1.8**	0-5	0.84			**1.5**	1-2	0.50

For noting:									
Post 2003s						*35*			
Lay							*12.5*	*7-19*	*2.40*
Staff							*3.5*	*2-8*	*1.46*
Students							*1.2*	*1-2*	*0.42*

Source: CUC 2004 report on 79 UK universities & researcher's 2019 database on 83 English universities; not same institutions

The lay majority has increased slightly in the Pre-1992 universities despite the shrinking overall size, with the average lay membership for both Pre- and Post-1992 universities at c. 12 members. Staff membership, excluding the Vice-Chancellor, has almost halved in the Pre-1992 universities, with significantly less variability, whilst slightly decreasing in Post-1992 institutions, though with slightly greater variability. Student membership, has decreased slightly, driven by the Pre-1992 institutions, with virtually the same profile across Pre- and Post-1992 universities.

With regard to lay member gender, the 2003 survey only reported on ranges, with the maximum range 20%+. The report noted the majority (specifically, 65% of Pre-1992s and 86% of Post-1992s) had more than 20% female members. It noted that three of the 51 Pre-1992 universities had fewer than 5% female members and 15 had 10-20% female membership. Of the 28 Post-1992s, only four had fewer than 20% female lay members. Analysis of 2019 data, on a similarly clustered basis, shows the Pre-1992 universities have "caught up" on gender diversity of their lay governing body members, with both Pre- and Post-1992s with an average of 40.5% overall. However, a range still exists, with four of the 83 universities which existed in 2003 with fewer than one in five female members and the rest fairly evenly split between those with 20-40% and 40% plus female membership.

As noted in the previous section, current governing body composition data collected by the Higher Education Statistics Agency (HESA) is aggregated at institution level and does not allow any analysis of characteristics by member type. Whilst reporting of governing body demographic information, including gender, age and ethnicity became mandatory for UK universities in 2017/18, 2018/19 is the first year with

robust data. (See Appendix 4 for an overview.) HESA has collected data regarding 2,850 English university governing body members across all the registered higher education institutions. Reporting on ethnicity is patchy, with institutions indicating the ethnicity of 16% of all governors, over 450 in total, is “not known”. Of those declaring ethnicity, 88% of members are white, 5.5% are Asian, 3% are Black and just over 2% are mixed. Based on the 2011 Census, white members slightly over-index against the English and Welsh population, whilst Asian members slight under-index. However, compared to the student population, white governing body membership significantly over-indexes and Asian and Black significantly under-indexes.

In summary, analysis indicates much greater homogeneity of governing body composition in terms of size and types of members. On average, the originally smaller Post-1992s governing bodies reduced further in size. In parallel, those at Pre-1992s have significantly decreased in size, leaving difference between the two. The concern about the ‘laicization’ of governing bodies (see Shattock & Horvath 2020) is supported in terms of English university governing body membership; lay members are in the majority, excluding Oxford and Cambridge. These external members come from a wider variety of sectors than before. Further, scholars had previously noted concerns about staff and student membership at Post-1992 universities (Bastin 1990, Knight 2002). The recent data alleviates those fears, although staff members at Pre-1992 universities still have significantly outnumber those at Post-1992 universities. Overall, English university governing bodies might still be described as somewhat unwieldly, at an average membership of 19, and pale, but no longer predominantly male and stale, defined by career stage, which may be a more relevant indicator than age given changing career patterns.

Discussion

The findings from this study indicate the presence of isomorphic pressures on English university governing body composition and characteristics since the start of the documentary evidence analysed. They also indicate a variety of actors have brought these to bear across a number of university governing body attributes. Those identified include the desirability of smaller governing bodies; the importance of an independent, lay majority along with staff and student membership; the necessity of term limits; and the consideration of creating Senior Independent Governor positions. Further, the new dataset regarding English university governing bodies is a significant contribution to the available empirical data, enabling longitudinal analysis of governing body attributes. By analysing changes to English university governing body attributes over time, evidence of isomorphism can be detected.

There is little evidence with regard to whether smaller governing bodies are more effective. In one of only a few studies of university governing body effectiveness, conducted in the US in the early 1990s, the data regarding governing body size "allowed only one generalisation: large boards wished they were smaller and small boards wished they were larger. One board's problem, it seemed, was another board's solution." (Chait et al, 1993, p4). This can be seen from the Bastin (1990) dataset where some of the originally larger Post-1992 governing bodies shrank in size, whilst some of the smaller ones grew in number. Case study analysis of institutions which have changed governing body size and member types over time could provide a source of valuable insight.

Further, governing body composition and characteristics could usefully be explored in the wider context of governing body roles as well as ways of working. For example, the Lambert Review (2003) points to the stakeholder engagement role being best satisfied not through a large governing body but through a mechanism such as a Court. Seemingly to this end, some Post-1992 universities created Courts. In parallel, most Pre-1992 universities which retained their Courts greatly reduced their powers. With regard to the roles of different member types, some governors

express concerns regarding potential conflicts of interest for some staff and student members as they try to balance their "representative" role with their collective responsibilities (author's research, pending). Just as isomorphic pressures appear to have influenced the size and composition of governing bodies over the past decades, it will be noteworthy if other, similar pressures, lead to further changes. These may include appointing greater numbers of external lay members with academic leadership experience as well as creating even more student roles.

The findings also illustrate greater diversity in governing body characteristics, including gender, sector background and employment status. Comparisons on age and ethnicity are difficult given the limitations of available data. With 40% female membership in 2018, the sector met the previous funding council's rather generous target of "gender balanced boards", defined as 40-60% female. Only recently (2017/18) has the statistics agency begun collecting data regarding governing body characteristics, as part of the annual staff return, in areas such as age, ethnicity and disability. As noted above, reporting of ethnicity is patchy at best with 16 English universities reporting 30% or more of their governors' ethnicity as "not known". Whilst this data is only collected at institution-level, and not by member type, and reporting is anonymised, it can facilitate greater scrutiny of governing body member characteristics. It would benefit, however, from at least an internal and external member marker.

DiMaggio & Powell (1983) noted it is easier to detect changes in structure than in policy and strategy. Perhaps once scholars gain a better understanding of the composition and characteristics of English university governing bodies, they can turn greater attention to the questions of the policies and strategies deployed by institutions with regard to the functions and effectiveness of their governing bodies. In higher education, there is little research testing the relationship between governing body attributes and/or effectiveness with institutional performance (other than Holland et al 1989 and Kezar 2006). As such, governing body effectiveness currently tends to be defined as the alignment between what it is expected to do and what it actually does (Huse 2007). Scholars have identified competencies which enhance university governing body effectiveness (see Chait et al 1991 and Bennett 2002) and

other work has identified sources of weak and ineffective governance (see Greatbatch 2014, Shattock 2006). A key finding from much of this research is the need to clarify the role(s) of the governing body. Further based on the concerns regarding the failures of “shared governance” and the “laicization” of governing bodies, exploration of their roles and ways of working vis-à-vis the academic community is vital.

Limitations of this study include the lack of comprehensive historical data regarding governing body attributes which means like-for-like comparisons can only be made for a subset of present-day institutions – namely the 41 Post-1992 which existed as HECs in 1990. Based on the CUC’s 2004 data, comparisons are possible only on a grouped basis for UK-wide Pre- and Post-1992s versus today’s English universities founded by 2003. Further, this study does not fully explore isomorphic processes nor does it attempt to identify and analyse the motivations of those making changes to governing bodies. Also, other factors apart from the isomorphic influences identified here may have impacted the evolution of English university governing body attributes. Finally, it does not explore if the identified changes have been for the better or for the worse. Whilst there is a clear need for accountability with regard to the use of public – and now student – money, are these isomorphic pressures further eroding institutional autonomy? Also, might the increased homogeneity of governing body composition and characteristics have consequences for diversity of provision across the sector? These topics warrant further consideration.

Appendix 1 – background to Reports

The Jarratt Report of March 1985 – was commissioned by the Committee of Vice Chancellors and Principals to "promote and co-ordinate…a series of efficiency studies of the management of the universities". Other than the Committee of University Chairs documentation, the other reviews and reports (and obviously policy papers and legislation) were commissioned by Government. The Dearing Committee was appointed in 1996 with bi-partisan support by the Secretaries of State for Education and Employment, Wales, Scotland and Northern Ireland. The focus on governance came under the "value for money and cost-effectiveness" remit, noting "the effectiveness of any organisation depends…upon…the arrangements for its governance" (p228). The second Nolan Report (1996) of the Committee on Standards in Public Life (an advisory non-departmental public body of the UK Government) dedicated a chapter to Higher and Further Education. The Lambert Review (2003) was commissioned by HM Treasury regarding business-university research and development collaboration, but reported to both the Secretaries of State at the Department for Trade and Industry and Department for Education and Skills. Its final term of reference was to "ask business for its views on the present governance, management and leadership arrangements for higher education institutions and their effectiveness in supporting good research and knowledge transfer and providing relevant skills for the economy" (p2).

Appendix 2: Mapping of documentary evidence pertaining to composition by characteristic

Characteristic	Document	References
“smaller” size (25 or fewer)	Jarratt 1985	• “if Councils are to remain a sensible working size, this may mean reducing the local authority representation in order to widen the range of experience” (3.50b, p23).
	White Paper 1987	• “The Board of Governors of each [HEC] institution will comprise 20-25 people, of whom about half will be local and regional employers or representatives of the professions” (4.12, p32)
	ERA 1988	• “The instrument of government of any institution…shall provide for the governing body to consist of not more than twenty-five members” (152(1), p147). • “A corporation shall consist of not less than twelve and not more than twenty-four members…; and the person who is for the time being the principal of the institution, unless he chooses not to be a member” (Sched 7, 3(1)a&b, p232).
	FHEA 1992	• “The corporation shall consist of not less than twelve and not more than twenty-four members…and the person who is…the principal of the institution, unless he chooses not to be a member” (Schedule 6, 3(1), p81)
	Dearing 1997	• “governance needs to be vested in a body whose size is conducive to effective decision-making…a ceiling of 25 should be the general practice for institutions. Where a governing body exceeds that number, it should consider this matter as part of the periodic review” (15.49, p 241).

	CUC Guide 2001	• "Following…the Dearing Report…universities have undertaken reviews of the size of their governing bodies with a view to reducing them" (3.4, p11)
	Lambert 2003	• "as at 2000, the average size of the governing bodies in England was 33" – per CUC 2000 report (7.14, p96). *Note; # incorrect 33 was UK.* • "Very few pre92s have managed to meet Dearing's recommendation that governing bodies should have a maximum of 25 members" (7.15, p96) • "Oxford and Cambridge work largely outside the governance systems which apply to most universities" (7.42, p103) • "In three years' time, the vice-chancellors of Oxford and Cambridge should take stock of the progress of reform, and agree with the Government what further steps will be necessary for the two universities to sustain their global position." (7.6, p105)
	OfS 2018	• "…governing body: the size, composition, diversity, skills mix and terms of office of the governing body is appropriate for the nature, scale and complexity of the provider…fit and proper" (Annex B, p 145-146)
	CUC Code 2020	• Nothing specific other than "size and composition of the governing body needs to reflect the nature, scale and complexity of the institution" (5.3, p17).
Lay (external) majority & types	Jarratt 1985	• "virtually all the Councils have majorities of lay members…the Privy Council…now insists that this be so" (3.47, p23)

		• "Some [Councils] still have a significant local authority element reflecting their original sources of funding and support…local authority representation could now be reduced to make way for a wider span of skills and experience drawn from local, regional and national sources" (3.47, p23)
	White Paper 1987	• "The polytechnics and other colleges transferred from local authorities will each:… have governing bodies with strong representation from local and regional industry, commerce and the professions, and on which dominance by local authority representatives is no longer possible" (4.10, p30)
	ERA 1988	• "The instrument of government…shall provide for the governing body to consist of not more than twenty-five members…of whom not less than fifty per cent…are members selected from among persons to be, or to have been, engaged or employed in business, industry or any profession or in any other field of employment relevant to the activities of the institution or to represent persons so engaged or employed" (152 3(a)i and ii, p147) • *Note; and not more than 20% from local authorities* • "Of the appointed [independent] members, up to thirteen shall be persons appearing to the appointing authority to have experience of, and to have shown capacity in, industrial, commercial or employment matters or the practice of any profession" (Sched 7, 3(2)a, p232)
	FHEA 1992	• "Of the appointed members up to thirteen (independent members) shall be persons…to

		have experience of, and to have shown capacity in, industrial, commercial or employment matters or the practice of any profession" (Sched 6 3(2)a, p81)
	Nolan 1996	• "best practice in appointing members of governing bodies is to select on the basis of merit and skills" (74, p29) • "Restrictions on appointments including those on individuals who happen to be local councillors, should…be removed" (74, p29)
	Dearing 1997	• "Effective governing bodies will have a majority of lay members" (15.45 p239). • "it is a requirement for the governing body at each institution to include…a majority of lay members" (R55, p240). • "best practice in appointing members of a governing bodies is to select on the basis of merit and skills" (15.44, p239)
	CUC Guide 2001	• "It is an important principle that the council has a lay majority, that is a majority of members who are not staff or students of the university" (3.3, p11).
	OfS 2018	• Nothing specific other than governing body PIGP.
	CUC Code 2020	• nothing specific other than size & mix of skills appropriate.
Staff & student members	ERA 1988	• "The initial nominee members of the corporation shall consist of…one teacher nominee; one general staff nominee; and one student nominee and may include up to two academic nominees" (Sched 7, 4(1), p233
	FHEA 1992	• "Of the appointed members up to two may be teachers at the institution nominated by the academic board and up to two may be

		students…nominated by students" (Sched 6, 3(2) b&c, p81) – *note; dropped reference to general staff nominee*
	Nolan 1996	• [the absence of student and staff representation] "would also weaken the critical scrutiny of management decisions which is an important part of maintaining standards of conduct" (75, p30)
	Dearing 1997	• "it is a requirement for the governing body at each institution to include student and staff membership" (R55, p240).
	CUC Guide 2001	• "The representation of staff and students on the governing body is important in all institutions, and it is strongly recommended that governing bodies should not exercise their power to exclude such members" (4.50, p27).
	Lambert 2003	• The draft code of governance includes as #5 "All members should exercise their responsibilities in the interests of the institution as a whole rather than as a representative of any constituency" (p119).
	OfS 2018	• In judging whether a provider has in place adequate and effective management and governance arrangements to deliver, in practice, the public interest governance principles that are applicable to it, material that the OfS may consider includes:…i. Whether there is a student member of the provider's governing body" (444 a i, p113)
	CUC Code 2020	• "The governing body needs the appropriate balance of skills, experience, diverse backgrounds, independence and knowledge to make informed decisions. Some constitutional

		documents specify governing bodies must include staff and student members” (5.2, p17).
Term of office limits	Nolan 1996	• “important to specify the length of each term of office, followed by a thorough reappointment process, [rather] than to lay down maxima” (72, p29)
	Dearing 1997	• “governing body members should not serve for more than two terms, usually three to four years each, unless they hold office” (15.45, p239).
	CUC Guide 2001	• “Continuous service beyond three terms of three years or two of four is not desirable” (4.48, p27).
	OfS 2018	• “[independent members]…whose term of office is normally limited to a maximum of three terms of three years or two terms of four years” (Annex B, p146)
	OfS 2019	• “a number of providers that had very long serving members on their governing bodies and no limitations to terms of office” (88, p35).
	CUC Code 2020	• “terms of office for governing body members should not be more than nine years…unless there is exceptional justification” (5.11, p18).
Deputy chair/Senior Independent Governor	CUC Code 2020	• “The governing body needs a suitable arrangement for the continuation of business in the absence of the Chair…a Deputy Chair may be codified within the institutions governing instruments; if not, the Nominations Committee…can advise the governing body” (5.7, p18). • “The governing body also needs to consider the benefits of appointing a Senior Independent Governor (SIG) or equivalent role…the role of the SIG is different to the Deputy Chair” (5.8, p18).

External educators	ERA 1988	• "Of the additional nominee members of a corporation…the one required…shall be a person who has experience in the provision of education" (Sched 7, 4 (3)(a), p 233)
	FHEA 1992	• "The co-opted member required…shall be a person who has experience in the provision of education" (Sched 6 (3), p81)

Appendix 3 – university listing by nature of foundation

Cluster	*N* =	Universities included, in alphabetical order
Ancient	*2*	Cambridge & Oxford
Early	*18*	Courtauld Institute of Art, Durham, Goldsmiths' College, Imperial College London, Institute of Cancer Research, King's College London, London, London Business School, London School of Hygiene & Tropical Medicine, London School of Economics & Political Science, Queen Mary, Royal Central School of Speech & Drama, Royal Holloway, Royal Veterinary College, SOAS, St. George's, University College London
Civic	*14*	Birmingham, Bristol, Exeter, Hull, Keele, Leeds, Leicester, Liverpool, Manchester, Newcastle, Nottingham, Reading, Sheffield, Southampton
1960s	*15*	Aston, Bath, Bradford, Brunel, City, East Anglia, Essex, Kent, Lancaster, Loughborough, Salford, Surrey, Sussex, Warwick, York
Former polytechnics	*34*	Anglia Ruskin, Bedfordshire, Birmingham City, Bournemouth, Brighton, Central Lancashire, Coventry, DeMontfort, Derby, East London, Greenwich, Hertfordshire, Huddersfield, Kingston, Leeds Beckett, Lincoln, Liverpool John Moores, London Metropolitan, London South Bank, Manchester Metropolitcan, Middlesex, Northumbria, Nottingham Trent, Oxford Brookes, Plymouth, Portsmouth,

		Sheffield Hallam, Staffordshire, Sunderland, Teeside, West London, West of England, Westminster, Wolverhampton
Cathedral [1]	*14*	Canterbury Christchurch, Gloucestershire, Bishop Grossetests, Chester, Chichester, Cumbria, Leeds Trinity, Liverpool Hope, Newman, Roehampton, Marjon, St. Mary's Twickenham, Winchester, York St. John
Specialist	*14*	Bournemouth Arts, Cranfield, Falmouth, Harper Adams, Leeds College of Arts, Norwich University of Art, Open University, Ravensbourne, Royal Academy of Music, Royal Agriculture, UC of Osteopathy, University for the Creative Arts, University of the Arts, London, Writtle University College
New	*9*	Bath Spa, Bolton, Buckinghamshire New, Edge Hill, Northampton, Solent, Suffolk, UC Birmingham, Worcester

[1] Canterbury Christchurch and Gloucestershire founded pre-2003, so included in 36 Post-1992 universities in Tables 7 and 8

Appendix 4 – More recent data relating to diversity

Higher Education Statistics Agency Staff Records 2018/19

As of 2018/19, all UK universities are required to submit governing body member data to the Higher Education Statistics Agency as part of their annual staff returns. The Higher Education Statistics Agency in 2018/19 published information regarding 2,845 members. This provided the following statistics regarding gender, ethnicity and age. It is noteworthy that ethnicity information was reported as not known by 16% of the population, with 16 universities with greater than 30% reported as "not known".

Area					
Gender	59% male	41% female			

Ethnicity (**percent of declared**)	88% white	5.5% Asian or Asian British	3% black, African, Caribbean	2% mixed or other	Note: 16% undeclared
Age	6% <26	12% 26-45	25% 46-55	33% 56-65	24% >65

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