



University Council

Paper no: 2019-07-25-03

Paper title: Minutes of previous meeting and matters arising

Minutes of the Council meeting held on 11 April 2019 in Lecture Room 17, Cranfield Management Development Centre, Cranfield University.

Present: Hutton, Dame Deirdre (Chair)
Carter, Miss Caroline
Carey, Mr Anthony (by telephone)
Fairweather, Mr Paul
Ferguson, Mr Iain
Gregson, Professor Sir Peter
Hunter, Mr Dougie
Hynes, Miss Alice
Mannings, Mrs Moni
Mayhew, Dr Maxine
Ryals, Professor Lynette
Sparks, Professor Emma
Young, Baroness Barbara

Apologies: Braithwaite, Professor Graham; Day, Mr Colin; Subramanian, Miss Nithya; Thompson, Dr Christine

Attending: Aspinall, Mr Philip, Chief Operating Officer
Davey, Mr Martin, Cranfield Students' Association (CSA), General Manager (*for item 11*)
Douglas, Mr Gregor, University Secretary
Morris, Mrs Julie, Governance Officer
Stephenson, Professor Tom (*for item 4a*)
Terry, Professor Leon (*for item 4b*)

1. Introduction

The Chair welcomed members and attendees to the meeting.

2. Disclosures of Interest

- In respect of Item 7 – Appointment of Auditors, Mr Paul Fairweather and Mr Philip Aspinall both declared a connection with the audit firm being considered for appointment. In both cases the Audit firm had confirmed they did not consider there to be any conflict of interest.
- In respect of Item 10 – MK:U, Professor Lynette Ryals declared her role as Chief Executive of MK:U.

3. Minutes of meeting and matters arising

The minutes of the meeting held on 15 November 2018 were approved for publication on the University website.

Matters arising

There were no matters arising

4. (a) **Health & Safety Quarterly Report**

The Chair of the Health and Safety Committee joined Council for this item.

- The Council lead on Health and Safety reported that matters were trending in the right direction. For example the completion rates of mandatory training modules were improving.
- Council members encouraged the University to revert to the terms of notification, near miss, or accident in future reports.
- Discussion centred on the successful uptake by staff of a range of recently introduced well-being sessions and how initial feedback suggested that such offerings would support the health and safety culture across the University. Council recognised that the analysis of the wellbeing sessions had produced some interesting staff health statistics and encouraged the University Executive to consider alternative approaches to health and safety management to enhance health and wellbeing statistics.

The Chair of the Health and Safety Committee withdrew from the meeting

(b) **Environmental Quarterly Report**

The Chair of the Board for Energy and Environment (BEE) joined Council for this item.

- The Chair of BEE presented the quarterly report highlighting the timeline for the next ISO14001 and ISO50001 audits and the outcomes of recent complaints relating to construction site traffic and aircraft noise and engine fumes. Council noted that new environmental performance targets would be developed for consideration by Council in spring 2020.
- In discussion, Council encouraged a holistic approach when developing the environment and sustainability targets, inform future projects within the Masterplan and to draw upon the University's success in managing its own estate.
- Council encouraged the University to promote its environmental achievements, for example through submissions to award schemes eg. Green Gown Awards etc.

5. **Report from Nominations Committee**

Following completion of the recruitment process for independent members of Council the Nominations Committee made a number of recommendations. Council indicated a desire to move to a 1 August start date for all Council member terms, with all existing terms being extended accordingly. Council considered these appointments, together with membership of Council sub-committees and approved the appointments of Mr Paul Fairweather, Dr Maxine Mayhew, Ms Lesley Chen Davison, Mr Simon Rowlands and Mr Jaz Saggi as Independent members for three year terms from 1 June 2019 to 31 August 2022. Memberships of sub-committees were approved as set out in the paper.

6. **Chief Executive's Report**

- The Chief Executive and Vice-Chancellor presented his report highlighting the success of the institutional visit to India, preparations for REF2021, and the co-appointment of two members of Cranfield academic staff to lead and co-ordinate a prestigious four year programme on 'Constructing the Digital Environment' funded by the National Environment Research Council (NERC).
- The recruitment process for a new PVC and Dean of Cranfield School of Management continued with formal interviews taking place on 29/30 April 2019. The Council member leading on HR matters had been engaged throughout and

commented that the candidates shortlisted for interview were of a high standard. The gender balance of candidates presented by the head hunters was disappointing.

- The voluntary severance scheme at CDS had attracted enough staff to meet the target outcomes without recourse to any compulsory redundancies. As could be expected, morale at CDS was low and the loss of staff in specialised areas led to concerns about the portfolio. A report on CDS would be presented to Council in July.

7. **Appointment of Auditors**

Mr Fairweather and Mr Aspinall withdrew from the meeting for this item.

The Chair of Audit Committee summarised the outcome of the audit tender presentations and confirmed that the procurement process had been fair and scrupulous. Council agreed to Audit Committee's recommendation to appoint PwC as the University's external auditors for three years from April 2019. Council recorded its thanks to KPMG for its many years of service as University External Auditors.

8. **Emeritus Professorship – Philip Irving**

Council approved the conferment of the title of Emeritus Professor on Philip Irving.

9. **Financial**

The Chair of Finance Committee presented the management accounts highlighting that the overall operating surplus was forecast to increase and the cash balance at the end of the year was forecast to be higher than budget. In discussion, Council reviewed each Schools' projection noting that for the most part they were all on the right trajectory. Caution was noted with regard to the ongoing Brexit uncertainty.

10. **MK:U**

Update from the Chairs of Finance Committee and Audit Committee

The documents considered by the Joint Committee of Finance and Audit had been circulated to Council members for information. The Chairs of both committees were invited to comment on the discussion that had taken place on 10 April 2019. It was reported that the Joint Committee had considered the strengths and weaknesses of each option proposed by the University Executive and agreed that the parent-subsidary model should be developed further. Council endorsed the Joint Committee's recommendations about seeking assurance from Milton Keynes Council on their commitment to the project and for an independent team to assess all streams of the MK:U project. The Chief Operating Officer, Chairs of Finance and Audit Committee and University Secretary would take these actions forward.

11. **CSA Audit Accounts**

The CSA General Manager joined Council for this item.

The General Manager commented that the CSA was an independent charity, regulated by the Charities Commission and it was also a constitutional body of Cranfield University. In the past year the CSA Executive had been focused on improvements to services for students such as transport, launderettes and provision of support for sports, social clubs and activities. The CSA had greatly valued the enhanced relationship with the University through the new Student Experience professional service unit. The CSA accounts were noted.

The CSA General Manager withdrew from the meeting.

12. **Report from University Executive**

The Chief Executive and Vice-Chancellor presented the University Executive report highlighting the statutory publication of the Gender Pay Gap report, agreement with the Trades Unions in relation to the annual pay award, approval of the Safeguarding Policy and the ongoing review of the virtual learning environment being led by the Pro-Vice-Chancellor - Education. Council noted the publication of the Annual Research Integrity Statement and the annual report from the Cranfield University Research Ethics

Committee. Council would receive an update on the actions and interventions relating to the Gender Pay Gap at the July 2019 meeting.

13. Any other business

13.1 The following approved minutes of sub-committee meetings were received for the Finance Committee meeting held on 18 December 2018.

13.2 This was the last scheduled Council meeting for Mrs Mannings and Mr Hunter before the end of their membership on 31 May 2019. Council thanked them both for their support to the University through Council over the last six and seven years respectively.

Julie Morris
25.04.19