



University Council

Paper no: 2022-07-21-03

Paper title: Minutes of previous meeting and matters arising

Minutes of the Council meeting held on 7 April 2022 in SC1, Stafford Cripps, Cranfield

Present:

Ferguson, Iain (Chair)	Mayhew, Maxine
Atkinson, Helen	Rowlands, Simon
Chen Davison, Lesley	Saggu, Jaz
Day, Colin	Stokes, Claire
Fairweather, Paul	Thompson, Chris
Hill, James	Wainwright, James
Holford, Karen	Watkins, Peter

Apologies: Carter, Caroline; Hart, Ian; Hynes, Alice

Attending: Aspinall, Philip, Chief Operating Officer
Douglas, Gregor, University Secretary
Ellis, Gareth, Energy & Environment Manager *(for item 6c)*
Morris, Julie, Governance Officer
Pollard, Simon, Chair of CU H&S Committee *(for item 4)*
Sibbald, Ian, Director of Finance *(for items 6c and 7a)*
Terry, Leon, Pro-Vice-Chancellor, Research & Innovation *(for item 6a and 6b)*

1. Introduction

The Pro-Chancellor and Chair of Council welcomed members and attendees to the meeting.

1.1 Council strategy – 6 April 2022

The Chair thanked members of Council, University Executive, and members of the Corporate Planning team for their valuable contributions to the Council strategy day. University Executive would take the outputs from each engagement session to further develop and finalise the Corporate Plan 2022-2027 for approval by Council in July 2022.

2.2 Chair's action

The University Secretary had emailed Council members on 24 March to notify that, following agreement by Finance Committee and approval by Chair of Council's action on the recommendation by Finance Committee, a £10m+ investment in Cranfield Aerospace had been announced on the London Stock Exchange. The investment in CAeSL had reduced the University's shareholding from being a 100% owner of the company down to a 36.6% shareholding with further dilution expected in the coming months.

2. Disclosure of interest

There were no disclosures recorded.

3. Minutes of previous meeting and matters arising

Received: Paper 2022-04-07-03 setting out the minutes of the meeting held on 25 November 2021.

Resolved: The minutes were approved.

Matters arising

There were no matters arising.

4. Health & Safety update

Professor Simon Pollard joined for this item

Received: Paper 2022-04-07-04 setting out the quarterly health and safety report covering the period 1 November 2022 to 31 January 2022

Noted: The Chair of the Health & Safety Committee presented the report highlighting the following:

- (a) Hydrogen projects – the University was developing a governance framework to support the current and increasing number of hydrogen projects across the University. This included the establishment of a Hydrogen Strategy Committee chaired by the Pro-Vice-Chancellor SWEE and supported by the Health and Safety department. The University had sought advice from the Health and Safety Executive and external consultants to ensure that it was fully aware of all necessary considerations.
- (b) Health surveillance – prior to the pandemic, the University had started a new process of health surveillance for staff potentially exposed to health risks at work. The programme would recommence now that the University's Occupational Health provider was able to undertake face to face assessments.
- (c) Slips, trips and falls - In discussion, Council explored the nature of near miss reports and the increasing number of slips, trips and falls reported. Council suggested that the University should run a campaign reminding colleagues to vigilant.
- (d) Fire protection sprinkler systems - The Chair of the Health & Safety Committee took away actions to liaise with the University's Fire Officer on the frequency of fire protection sprinkler system checks, including water pressure tests; and to consider the development of an electrical car charging policy that covered third party users, liabilities in the event of fire etc.; and safe spaces for the charging of mobility scooters.

Resolved: Council thanked the Chair of the Health & Safety Committee for his report.

Professor Pollard withdrew from the meeting.

5. Chief Executive & Vice-Chancellor's Report

Received: Paper 2022-04-07-05 setting out the Chief Executive's report covering the period November 2021 to March 2022.

Noted: The report was taken as read. The CE&VC provided further updates:

- the ongoing conflict in Ukraine and the importance for all UK HEIs to follow the advice and guidance issued by Universities UK's (UUK) and to not issue individual statements;
- that Cranfield had been ranked amongst the world's top universities in 9 subject areas in the latest QS World University Rankings by Subject. This was a tremendous achievement
- Cranfield had been awarded £3M of funding from the UK research partnership investment fund (RPIF) for the NetZero Research Airport;
- the OfS consultations with HEIs on data futures, data collection, student outcome and experience indicators and a new teaching excellence framework would likely result in further annual reporting processes;
- the University's relationship with Marshall Group remained strong. The MADG public consultation was reported to have gone well.

Resolved: Council thanked the CE&VC for her report.

6. Report from University Executive

Received: Paper 2022-04-07-06 being a report from University Executive including appendices A-C

Noted: The report was taken as read. Council considered the appendices as follows:

6.1 Appendix A
Annual report from Cranfield University Research Ethics Committee (CUREC)
Professor Leon Terry joined for Appendices A and B.

Noted: The Pro-Vice-Chancellor Research and Innovation summarised the paper, drawing Council's attention to:

- the increasing number of applications submitted through CURES; lead times for approvals; overdue approvals; and in exceptional cases, retrospective approvals. It was noted that recruitment to the pool of CURES approvers was needed;
- a single case of academic misconduct had been reviewed, which had resulting in recommendations to review process, and had necessitated the removal of a dataset from a student thesis; this had not been a reportable event and there was limited reputational risk;
- changes in membership of CUREC;
- staff and student were reminded at key times during the academic year to undertake training on research ethics and research integrity;

Resolved: Council approved the annual report from CUREC

6.2 Appendix B

Research Integrity Annual Statement

Noted: The Pro-Vice-Chancellor Research and Innovation summarised the annual statement which, except for the case of academic misconduct as mentioned above, was broadly the same as the previous years report. Going forward, the University would move from compliance to enhancement on all matters relating to research integrity.

Resolved: Council approved the annual Research Integrity Statement for publication

Professor Terry withdrew from the meeting

6.3 Appendix C

Quarterly Environment Report

Gareth Ellis and Ian Sibbald joined for Appendix C

Noted: (a) The Energy and Environment Manager presented the report from the Board of Energy and Environment, summarising:

- the successful bid for £11m from Public Sector Decarbonisation Scheme 3 for de-steaming, enhancing heating and ventilation in two aircraft hangars; and a PV solar farm;
- completion of the cycle path from the north of Cranfield village to the University campus; and
- that as part of the Community Forest obligation Cranfield had planted a large number of trees which would provide over 6,000m² of tree canopy when mature.

(b) In discussion, Council explored the challenges the University faced with energy savings and increasing energy costs compared to previous years. Council requested that the report included a paragraph on the University's approach to energy security ie. diversity of supply, prices, and resilience. **Action: IS/GE**

(c) Council suggested that Cranfield should capitalise on its contributions to the Sustainable Development Goals, both from the University's own perspective and those of its clients, through the University's website.

Resolved: Council thanked the Board of Energy and Environment for their report and congratulated the Energy and Environment Manager on his achievements in securing significant grants and funding.

Mr Ellis withdrew from the meeting

7. Reports from Sub-Committees

Received: Papers and oral reports from sub-committees as follows:

7.1 Audit

Received: Oral report from Maxine Mayhew on behalf of the Chair of Audit Committee

Noted: Audit Committee had met earlier in the day. The following summary of discussion was shared with Council:

- *Risk and resilience*: development of the risk and resilience framework was ongoing in parallel to the work around the new Corporate Plan. Audit Committee discussed the need to clearly link risk culture and risk appetite and encouraged the University to consider further staff training on risk recognition, prevention, mitigation, and resolution. Overall, there was comfort around the University's handling of risks, albeit it was felt that the number and direction of travel of the top risks required frequent review.
- *Internal Audit Reports*: four internal audit reports had been issued during the period. The outcome of the audit on UUK Code of Practice for the Management of Student Housing received a 'limited assurance' status. Audit Committee was satisfied with the management comments and actions in place to meet all mandatory compliance matters. Audit Committee would follow up on this in due course.
- *People*: The Director of HR had been invited to present on a range of sector-wide and Cranfield specific HR challenges and opportunities. There were a range of challenges including recruitment and retention, financial impacts of increasing pension contributions etc. but these were balanced by lots of very positive initiatives to support Cranfield as an employer of choice.

7.2 Finance

Management Accounts quarter ending 31.01.2022

Received: Paper 2022-04-07-07a being the Management Accounts to 31 January 2022.

- Noted:
- (a) In the first six months, income was £1M above budget due to increased research and residential income. The net operating deficit was £0.89M ahead of budget.
 - (b) The results to date and firm income were such that income for the year was now forecast to be £5.8M higher than budget and the overall operating deficit was forecast to improve by £0.19M.
 - (c) In discussion, the Director of Finance commented that despite the significant increase in utility costs, there was confidence around meeting this years target. Council enquired about the opportunities to increase margin and noted that the University Executive was currently

reviewing several options, including potential increases in tuition fees and accommodation, additional student intakes etc.. These were being worked through in the current budget rounds.

- (d) At its meeting in March 2021, Finance Committee received a presentation from the Director of Isio which included briefings on Cranfield's current pension provision; the Universities Superannuation Scheme (USS) and the Local Government Pension Scheme (LGPS); defined contribution arrangements; and risks and control. Finance Committee had discussed in detail the complexities around the USS scheme and the fact that the scheme offered no institutional exit due to the significant costs involved.
- (e) As reported under Chair's Action (*paragraph 2.2 above*) Finance Committee recommended that the agreement with investors for CAeSL was signed. This had taken place and had enabled the repayment of the University's £1M loan to the company. A new Board of Directors of CAeSL had been established with Cranfield retaining its representation through Professor Iain Gray.

7.3 JFAC

Received: Oral report from the Chair of Joint Finance and Audit Committee

- Noted:
- (a) At the JFAC meeting in December 2021, a working group was established to take stock of arrangements to oversee the current delivery of undergraduate degree apprenticeships through MK:U. Following detailed discussion, the working group agreed that there was no need for the governance arrangements to be changed at this time. The Chair of the MK:U Board had summarised the very positive relationship between Cranfield University, MK:U and the MK Council and that MK Council remained a strong supporter of MK:U.
 - (b) During discussion, Council assured itself that Cranfield University was at limited reputational and financial risk should MK:U not proceed as expected. With regard to financial reporting, it was being recommended that in the University's accounts, MK:U was separated out from the central costs as if it were a fifth school.

7.4 Nominations

Received: Paper 2022-04-07-07b being recommendations for membership of Council and Council sub-committees

Noted: During the year Nominations Committee had considered the re-appointment of members whose term of office was due to expire; the recruitment and appointment of a new independent member; and membership of Council sub-committees. The paper included several recommendations for Council approval. In each case, if the member was present at the Council meeting

they were invited to withdraw during discussion of their appointment.

- Resolved: Council approved the following appointments:
- the appointment of Anna Smallwood as a new independent member for three years commencing 1 August 2022;
 - the reappointment of Simon Rowlands for a further three-year term on Council, and as a member of the Finance Committee and the Remuneration Committee for the same period to 31 July 2025
 - the reappointment of Lesley Chen Davison for a further three-year term on Council, and as a member of the Finance Committee and as a member of the Nominations Committee for the same period to 31 July 2025
 - the reappointment of Jaz Saggi as a member of Council for a further three-year term, and as a member of Audit Committee and the Remuneration Committee for the same period
 - the appointment of Peter Watkins as a member of Council for a three-year term and as a member of Audit Committee for the same period

7.5 Remuneration

Noted: Remuneration Committee had not met since its last report to Council. The committee was due to meet after the Council meeting on 7 April; due to unforeseen circumstances the Pro-Chancellor would be taking the Chair.

8. Emeritus Professor

Received: Paper 2022-04-07-08 setting out a proposal to confer the title of Emeritus Professor on Simon Judd.

Resolved: Council approved the recommendation from Senate that the title of Emeritus Professor be conferred upon Simon Judd with immediate effect.

9. Any other business

There were no further items of business recorded.

Julie Morris
Governance Officer
April 2022