



## University Council

**Paper no:** 2023-07-19-03

**Paper title:** Minutes of previous meeting and matters arising

Minutes of the Council meeting held on 20 April 2023 in SC1, Stafford Cripps, Cranfield

**Present:**

Ferguson, Iain (Chair)	Holford, Karen
Atkinson, Helen	Hubble, Jane
Carter, Caroline	Hynes, Alice
Chen Davison, Lesley	Rowlands, Simon
Day, Colin	Saggu, Jaz
Greening, Connie	Wainwright, James
Hart, Ian	Watkins, Peter
Hill, James	

**Apologies:** Stokes, Claire

**Attending:**

- Aspinall, Philip, Chief Operating Officer
- Douglas, Gregor, University Secretary
- Morris, Julie, Governance Officer
- Benjamin, Naomi, EDI Business Partner *(for item 5, Appendix A)*
- Ellis, Gareth, Energy & Environment Manager *(for item 5, Appendix C)*
- Jarrett, Rebecca, Head of People Operations, and Inclusion *(for item 5, Appendix A)*
- Perkins, Helen, Director of HR *(for item 5, Appendix A)*
- Pollard, Simon, Chair of CU H&S Committee *(for item 4)*
- Sibbald, Ian, Director of Finance *(for item 6, Appendix C)*
- Terry, Leon, PVC-Research & Innovation *(for item 5, Appendix B and Appendix B Annex 1)*

### 1. Introduction

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

### 2. Disclosure of interest

There were no disclosures recorded.

### 3. Minutes of previous meeting and matters arising

**Received:** Paper 2023-04-20-03 being the minutes of the meeting held on 25 November 2022.

**Resolved:** Council approved the minutes of the Council meeting held on 25 November 2022.

### 4. Health and Safety report

*Simon Pollard joined for this item*

**Received:** Paper 2023-04-20-04 being the health and safety report to Council covering the period 1 September 2022 to 31 December 2022.

Noted: The Council lead on H&S reported that the Chair of the Cranfield H&S Committee had briefed her ahead of the Council meeting. The Chair of the H&S Committee highlighting the following items:

- (a) *Head of Health and Safety* – Vincent King, currently Director of Health & Safety (Operations), Southampton University had been appointed as Health & Safety Director at Cranfield. Vincent would join Cranfield in June 2023.
- (b) *Regulatory requirements for specialist trained staff* – prompted by a request from Council, the Health & Safety Committee had presented a Register of Relevant Legislation and associated training requirements. It was noted that in most cases the regulations did not require specialist trained staff, rather they focused on the need for staff to be deemed as ‘competent’. It was left to the employer to decide how competence was demonstrated for their own environment.
- (c) *RIDDOR reportable accidents* – there had been no contact from the HSE regarding the RIDDOR report submitted to them on 24 June 2022, and to date no claim had been made by the individual involved. The other RIDDOR reportable incident had been investigated and a reminder communicated to staff to make sure they were wearing appropriate footwear. The HSE had not yet responded to that report either.
- (d) *Cranfield Airport Operations and National Flying Laboratory Centre* Following notification of the air incident at the October 2022 meeting, Council had requested summary comments from the Airport and the National Flying Laboratory Centre for oversight purposes. The comments were noted, and Council was pleased to observe that both organisations had parallel safety governance arrangements in place, and that the reporting structure included the University’s CEVC.

Resolved: Council thanked the Chair of CUH&S for the report.

*Simon Pollard withdrew from the meeting*

## 5. Report from the University Executive

Received: Paper 2023-04-20-05 being the quarterly report from the University Executive.

Noted: The CEVC presented the report from University Executive. There were two items for Council to consider for approval and one item to note. In discussion, the following points were noted:

- (a) Appendix A - EDI Strategic plan to 2027  
*Helen Perkins, Rebecca Jarrett, and Naomi Benjamin joined for this item*

Noted: The Director of Human Resources introduced discussion of this item. She advised that the plan had been drawn up with input from a very wide number of stakeholders including staff groups, students, and externals, and aimed to support delivery of the People KPI in the

corporate plan. The key objectives were supported by actions and targets.

There was a wide-ranging discussion including:

- The change of language from equality to equity with suggestions to review the diagrams and wording used, mindful of the possibility of misinterpretation and the trade-offs associated with different terminology;
- The value from subscriptions to and accreditations by external bodies;
- Questions about the visibility of all minority groups with protected characteristics, and the level of ambition in targets around disability;
- The need for ongoing engagement, leadership and culture change;
- Clarification around the expectations for each level of management and the need for role modelling at senior level;
- A number of detailed comments for consideration and adoption.

Resolved: The Plan would be finalised in the light of additional comments received and circulated to Council members for approval in order to avoid delaying publication.

*Helen Perkins, Rebecca Jarrett, and Naomi Benjamin withdrew from the meeting*

(b) Appendix B and Annex 1 - Annual report from Research Ethics Committee

*Professor Leon Terry joined for this item*

Noted: (a) The Pro-Vice-Chancellor Research and Innovation introduced the CUREC report which included as an annex, the Annual Research Integrity Statement which, in accordance with the Concordat to Support Research Integrity, Council was invited to approve for publication.

(b) Items of particular note were:

- progress made by the Human Tissue Committee in developing an overarching 'working with human tissue policy'; a quality manual for researchers which set out standards and expectations when working with human tissue; and a process flow diagram; and
- the work of the Research Misconduct Review Group (RMRG) in investigating allegations of academic misconduct to satisfactory conclusions Recommendations made by the RMRG have been attended to.

Resolved: Council thanked CUREC for their report and approved the Annual Research Integrity Statement for publication on the University's website.

*Professor Leon Terry withdrew from the meeting*

- (c) Quarterly Environment report  
*Gareth Ellis joined Council for this item*

Noted: Council noted the quarterly report from the Energy and Environment Committee. In particular, the successful bid to the Public Sector Decarbonisation Scheme (round 3) which had secured an additional £3.36M to be spent during 2024/2025. The funds would support the extension of the district heating network on to the residential campus.

Resolved: Council congratulated Gareth Ellis on this third successful PSDS bid.

*Gareth Ellis withdrew from the meeting*

Resolved: Council thanked the University Executive for its report and the contributions of guest presenters.

## **6. Chief Executive and Vice-Chancellor's Report**

Received: Paper 2023-04-20-06 being the quarterly report from the Chief Executive and Vice-Chancellor (CEVC).

Noted: The CEVC took the report as read. In discussion, the following points were noted:

- (a) Cranfield had been ranked amongst the world's top universities in the latest QS World University Rankings by Subject. This was significant for Cranfield as some countries would not sponsor students if institutions were not in the top 100. The PVC-SATM had been working closely with the Corporate Planning Director on the TH rankings as well as the QS rankings.
- (b) University and College Union (UCU) had removed their threat of strike action with immediate effect. The latest information provided by the USS Trustees suggested that the forthcoming 2023 valuation was likely to reveal a high probability of being able to improve benefits and reduce contributions. UUK remained committed to working with UCU for the benefit of employers and USS members.
- (c) The HE sector remained concerned about government decisions on research and development, visas, the UK's international reputation and longer term changes to the funding regime.
- (d) Central Bedfordshire Council had approved Marshall Aerospace's Outline Planning Application (OPA) paving the way

for the relocation of its UK headquarters to a new facility at Cranfield. This was great timing as the news would be in the public domain in time for the Aviation Skills Summit which Cranfield was hosting on 21 April 2023.

- (e) In discussing the impact of the cost-of-living crisis, it was noted that in the event that any student was struggling financially there were channels of support, and opportunities for students to apply to the University's Hardship Fund. There had not been a spike in hardship applications since the pandemic. There had not been any indication that the drop in student numbers was related to cost, rather issues related with delays in visas applications being granted by the Home Office.

Resolved: Council thanked the CEVC for her report.

## 7. Update from Council Committees

### 7.1 Joint Finance and Audit Committee (JFAC)

Received: Paper 2023-04-20-07a being the MK:U business case and OfS registration

- Noted:
- (a) The Chair of Council introduced this item, summarising the progress of MK:U from the development of the original Green Book plan, through to the business plan being presented. Additionally, JFAC had been briefed that Cranfield had become aware that another HEI provider was exploring options to move from their current site to a smaller footprint in Milton Keynes. Whilst still in the planning stage, one of the options being considered was the B4 site. This could impact on MK:U, but equally might provide opportunity for collaboration. Monthly meetings between the Vice-Chancellors had been arranged. JFAC agreed that this stakeholder news would not impact on JFAC's decision on the MK:U business plan but it should be borne in mind for the future.
- (b) JFAC had endorsed the MK:U business plan, budget projections, and the proposal for OfS registration to Council for approval. The Chair of the MK:U Board confirmed that the MK:U Board had also approved the business plan and that relationships with Milton Keynes Council remained strong.

Resolved: Council approved the MK:U business plan and the steps towards OfS registration for MK:U, noting that the costs of this would be met through stakeholder funding.

### 7.2 Audit Committee

Received: Oral update from the Chair of Audit Committee

- Noted:
- (a) The Chair of Audit Committee reported that PwC had presented a paper which had been compiled following the completion of the audit and the additional issues which had arisen during the audit. PwC had reflected on the impacts of the matter, the efficiency and process of

the audit. PwC acknowledged that there had been disruption to business due to a change in Audit Manager mid-audit, which had regrettably been coincident with the pension issues coming to light. Following discussion, PwC agreed to refine their report to reflect the seriousness of the implications of the Pensions issue.

- (b) PwC had also presented their audit fees for FY2023. Audit Committee had challenged the fees which were significantly greater than in previous years, and received a negative response when asking if PwC was open to negotiation. PwC had summarised their reasons for rebasing their fees. Audit Committee had requested benchmarking data on audit fees to ensure that Cranfield was paying a competitive rate.
- (c) Audit Committee (in closed discussion) agreed to bring the fee increase to the attention of Council, noting that there was no alternative option for this year. It was noted that that the audit tender was due later this year, but it was unlikely that there would be any variance in fees across the main providers and that the audit environment had changed significantly over the last five years.

Resolved: Council thanked the Chair of Audit Committee for her update. Council agreed to delegate any negotiation of fee position to the Director of Finance, Chief Operating Officer and Chair of Audit Committee.

### 7.3 Finance Committee

Received: Paper 2023-04-20-07b being the management accounts for quarter ending 31.01.2023

- Noted:
- (a) The Chair of Finance Committee reported that in the first six months, income was £1.3 million below budget. This was due to a deterioration in operational performance and increased utility costs. The main variances against budget were losses in award bearing income, research, and miscellaneous income.
  - (b) The Director of Finance reported that there had been a step-change in working capital and University Executive was continuing to operate strict discretionary spend until further notice.

Resolved: Council thanked the Chair of Finance Committee for his report.

### 7.4 Auditing of CSA (Cranfield Students' Association) Accounts

Received: Paper 2023-04-20-07c proposing arrangements for auditing of the CSA accounts.

- Noted:
- (a) The University Secretary introduced this item which included a representation from the CSA Trustees to the University regarding the presentation of their annual

accounts. As the CSA Annual turnover was less than £1.2M, a full audit was not legally required. It was therefore proposed that £8000 cost of an audit could be channelled into continuing student support and prioritising student experience.

- (b) The Chief Operating Officer provided background information on the CSA, commenting that the funds were well managed and did not exceed c£400k annually (£200k of which was a contribution from the University). The proposal put forward by the Trustees of undertaking an audit every three years was appropriate.

Resolved: Council agreed to a three-yearly audit cycle for the CSA annual accounts, subject to the facility to request additional audit in response to any concern raised.

#### 7.5 Nominations Committee

Received: Oral report from the Chair of Nominations Committee

Noted: (a) The Chair of Nominations Committee informed members that interviews for new Independent Members of Council had taken place on Tuesday, 18 April. There had been huge interest in the role which had attracted c90 applications. Four candidates had been shortlisted for interview, including one based in the United States.

- (b) *Colin Day was invited to leave for the next discussion item*  
Nominations Committee had convened on 19 April 2023 to review the position of Chair of the MK:U Board. Following discussion, the Committee had agreed to recommend to Council that Colin Day be invited to continue as Chair the MK:U Board, and that his appointment as an independent member of Council was renewed for a further term.

Resolved: Council agreed that Colin Day should be appointed as an Independent Member of Council for a further term to 31 July 2026; and that he continued as Chair of the MK:U Board.

*Colin Day rejoined the meeting.*

- (c) Council congratulated Colin on his re-appointments. The biographies/CV's of the proposed new independent members, and the Council Committees they would serve, would be circulated to Council ex-committee for approval.

*[Post meeting note: The Secretary emailed members of Council on 4 May 2023 seeking approval for the appointments of Joanna Price and Phil Zeidler as new independent members, in the first instance both being co-opted for one year; with a view to their first three-year term being confirmed before August 2024. The Secretary received no objections.]*

**8. Emeritus Professor**

Received: Paper 2023-04-20-08 setting out a proposal to award the title of Emeritus Professor on David Lane.

Noted: The CEVC confirmed that Senate had endorsed the proposal at its meeting held in March and that this proposal had the full support of the School.

Resolved: Council approved the title of Emeritus Professor for David Lane.

**9. Any other business**

9.1 The Secretary had not received any comments regarding the five papers included for information. The Chair of Council advised that the date for the October 2024 meeting would need to be amended and that the Governance Officer would update the calendar appointments accordingly.

9.2 This was the last meeting for James Wainwright who had been the student representative on Council for two years. Council thanked James for his contributions to meetings and wished him a successful future. The election for James' successor as CSA President were nearing completion. His successor would commence from 1 June 2023, following handover during May 2023.

Julie Morris  
Governance Officer  
May 2023