



University Council

Paper no: 2025-07-17-03

Paper title: Minutes of previous meeting

Minutes of the Council meeting held on 1 May 2025 held at 09.00-11.30 in SC1, Stafford Cripps

Present:	Ferguson, Iain (Chair)	Hubble, Jane
	Atkinson, Helen	Osagie, Solomon
	Chen Davison, Lesley	Rowlands, Simon
	Day, Colin	Saggu, Jaz
	Greatrex, John	Sen, Muhammet
	Greening, Connie	Stokes, Claire
	Hart, Ian	Upadhya, Rachna (by Teams)
	Hill, James	Watkins, Peter
	Holford, Karen	Zeidler, Phil

Apologies: Price, Jo

Attending: Churchill, Rebecca, Interim Chief Operating Officer
Douglas, Gregor, University Secretary
Ellis, Gareth, Energy and Environment Manager (for item 7 Appendix C)
Morris, Julie, Governance Officer
Sibbald, Ian, Director of Finance (for item 6)
Terry, Leon, Chair of CUH&S Committee and Pro-Vice-Chancellor R&I (for item 4 and 5a)

1. Introduction

The Chair welcomed members to the Council meeting.

2. Disclosure of interest

There were no disclosures of interest.

3. Minutes of previous meeting, matters arising and Chair's action

Received: Paper 2025-05-01-03a being the minutes of the meeting held on 28 November 2024; and Paper 2025-05-01-03b being a report on an item agreed by Chair's action since the previous Council meeting.

Resolved: Council approved the minutes of the Council meeting held on 24 November 2024; and noted that the Pro-Chancellor had taken Chair's action to agree the recommendations made by the Honorary Degrees Committee for honorary awards in 2025. In this regard, it was noted that Sir Richard Knighton's full title and current role was Air Chief Marshal Sir Richard Knighton, KCB, ADC, Chief of the Air Staff.

4. Health, Safety and Wellbeing (HSW) update

Leon Terry joined for this item

Received: Paper 2025-05-01-04 being the latest report on HSW matters

Noted: (a) The Council lead on HSW expressed support for the direction of travel being taken in the executive leadership of HSW. The Chair

of HSW Committee presented the quarterly report, which covered the period from 15 January 2025 to 8 April 2025.

- (b) Council noted that since the launch of the new strategy, there had been a step change in compliance and safe working behaviours. Unannounced safety spot-check visits had revealed weaknesses in some areas around general housekeeping, poor storage of chemicals and the discovery of legacy equipment, which had necessitated a moratorium on work in two buildings. A RIDDOR had been submitted in relation to unauthorised access to an area which contained asbestos. The Chair of HSW Committee confirmed that remedial measures had been taken.
- (c) Internal Audit Report 0125 Health & Safety Governance had raised five recommendations. The Chair of HSW Committee confirmed that these would be addressed by the end of July 2025.
- (d) Council discussed the two main causes of residential fire alarm activations, namely cooking practices and steam from showers. On the former, a student focused campaign had been launched. The latter was a building design matter. Council invited the Director of Facilities to review the design fault with a view either to rectification or a statement of explanation. **Action: RC**
- (e) Council welcomed the support for neurodiversity initiatives, though noted some confusion in terminology between neurodiversity and mental health & wellbeing, which are not the same thing.

5. Report from University Executive:

Received: Paper 2025-05-01-05a being the report from University Executive including appendices: A - Annual Report from Cranfield University Research Ethics and Integrity Committee and the Research Integrity Annual Statement; B - Amendment to Ordinance 11; and C - Quarterly Energy and Environment Report.

Noted: (a) Cranfield University Research Ethics and Integrity Committee (CUREIC) (Appendix A)

Noted: The Pro-Vice-Chancellor Research and Innovation took the paper as read. Council thanked CUREIC for its report on activities undertaken with the Research and Innovation Office in 2024.

Resolved: Council approved the Research Integrity Annual Statement for publication.

Leon Terry withdrew from the meeting

(b) Amendment to Ordinance 11 (Appendix B)

Resolved: Council approved the amendments to Ordinance 11 which gave effect to University's Executive's decision that MK:U should report directly to the Vice-Chancellor as an academic business unit and be treated as such for budgeting purposes.

(c) Quarterly Energy and Environment Report (Appendix C)

Gareth Ellis joined for this item

- Noted:
- (a) The Head of Energy and Environment presented the quarterly report highlighting that: the PSDS3B project had been successfully installed in time to claim the full £3.7M grant; the PSDS3C project was out for tender, with the planning application being drafted; and the new woodland at the Silsoe farms site was potentially the largest new planting in Bedfordshire in recent times.
 - (b) In discussion, it was confirmed that the University's target to reach Net Zero Carbon by 2030 remained, although this year's carbon savings would be affected by the strategy to use cheaper gas for heating.
 - (c) The Head of Energy and Environment confirmed that hazardous waste materials were discussed with the health and safety team who would advise upon the proper handling or disposal of such items.
 - (d) The University was currently storing an amount of waste materials in order to reduce costs.

Gareth Ellis withdrew from the meeting

5. Chief Executive and Vice-Chancellor's (CEVC) Report

Received: Paper 2025-05-01-05b being the Chief Executive's report on Cranfield and sector-related news.

- Noted:
- (a) The Chief Executive and Vice-Chancellor highlighted: Universal Studios, 2025 QS World University Rankings, Level 7 Apprenticeships, Elsevier insights report, the anticipated release of the Immigration White Paper and the UUK roundtable with Lord Vallance, noting that Cranfield had several touch-points with the Secretary of State's Office.
 - (b) The University Secretary reported that Cranfield had been identified by OfS as one of the institutions within scope of their non-regulatory financial sustainability review. The review would be in two stages, the first was data collection and a series of meetings with OfS and KPMG, which would lead to an internal report for OfS; the second stage might follow depending on the outcome.

6. Update from Council Committees

Ian Sibbald joined the meeting

6.1 Joint Finance and Audit & Risk Committee (JFAC)

Received: Oral report from the Chair of Council

Noted: The Chair of Council reported that JFAC had met on 30 April 2025 to receive a briefing on Cranfield's latest challenges, detailed modelling/scenario planning and future vision. The Joint Committee considered the financials as a consequence of the vision and endorsed the approach being proposed. It was noted

that further meetings of JFAC were likely in July, ahead of Council's meeting in July 2025.

6.2 Finance Committee

Received: Paper 2025-05-01-06 being the management accounts to 31 January 2025 and a snapshot as at 31 March 2025.

- Noted:
- (a) The Director of Finance reported that:
 - in the first six months, income was £0.25 million below budget due to decreased award bearing and professional development;
 - the net operating deficit was £0.4 million worse than budget;
 - EBITDA was £1.57 million lower than budget;
 - the results to date and firm income were such that income for the year was now forecast to be £3.5 million lower than budget;
 - the overall operating surplus was forecast to increase slightly to £3.17 million;
 - net debt balance at 31 January was £13.74 million worse than budget and £4.4 million lower than the November forecast; the net debt balance at the end of the year was forecast to be £5.97 million worse than budget.
 - (b) In discussion, it was noted that preliminary discussions had been held with HSBC about the feasibility of extending the RCF to February 2030, which would align with the first bond repayment. This was of the highest priority. Council suggested that the University could also explore opportunities to apply to government for a loan. **Action:**
KH/IS

Ian Sibbald withdrew from the meeting

6.3 Audit & Risk Committee (ARC)

Received: Oral report

Noted: The Chair of ARC reported that, at its meeting on 30 April 2025, ARC had focused on the following:

- (a) *Fraud*: there had been two incidents of fraud reported, one related to the misuse of a corporate credit card, and the second a direct debit set up from the University's bank account. ARC was reassured that appropriate action had been taken with regard to the former and the latter had been picked up during Finance's routine checks, thereby intercepting the fraudulent attempt;
- (b) *IA tracker*: the backlog of outstanding actions to Internal Audit recommendations had been reduced significantly. University Executive was thanked for their response to ARC's concerns;
- (c) *IA Plan*: there had been amendment to the Internal Audit plan to add two new Internal Audits: Philanthropy and Strategic Partnerships, and to defer the IA audit on the ongoing Change Programme;
- (d) *IA Reports*: three reports had been received
 - Research Contracts (reasonable assurance). ARC considered that better communication between academics

- and RIO, and a shared understanding of the need to balance speed with management of risk, would add value;
- Estates Strategy (limited assurance). It was noted that site accessibility was not a feature of this audit, but any concerns could be referred directly to the Director of Facilities; and
- Treasury Management draft, pending final management comments. The final report would be considered ex-committee;

- (e) *Major Risk Register*: ARC thanked the University Secretary and the interim COO for their work on a thorough bottom-up and top-down review of the University's risks. The major risk register had been informed by 26 sub-risk registers, and set out the University's top 10 risks, mitigation, controls and progress against actions.
- (f) *Scheme of delegation*: focus will be given to financial delegations;
- (g) *ARC agendas*: would be focused on supporting the change programme.

Resolved: ARC recorded their thanks to the Director of Internal Audit, Internal Auditor and the University Executive for their continued drive to ensure best practice and enhance University processes.

6.4 Nominations Committee

Received: Oral report

Noted: The Chair of Nominations Committee reported that the Committee would convene ahead of the next Council meeting in July 2025 to consider recommendations to Council relating to staff appointments following the staff nomination and election process; and for Council Committee memberships.

6.5 Remuneration Committee

Received: Oral report

Noted: A member of the Remuneration Committee reported that the Committee had met on 29 April 2025 and had:

- reviewed, and approved staff salaries of £100k+;
- received the Gender Pay Gap report, including first reports on Disability Pay and Ethnicity Pay. Whilst the latter two reports were not yet a statutory requirement, they had made interesting reading; and
- a review of the terms of reference of the Committee. The Chair of the Committee would seek guidance from the University Secretary on the scope of the Committee.

7. **Emeritus Professor – case for conferral**

Received: Paper 2025-05-01-07 proposing the conferral of the title 'Emeritus Professor' on Andrew Starr

Noted: The Chief Executive and Vice-Chancellor presented a recommendation from Senate that Council approved the title of Emeritus Professor on Andrew Starr, former Professor of Maintenance Systems and Head of the Centre for Life-Cycle Engineering and Management.

Resolved: Council approved the conferral of the title 'Emeritus Professor' on Andrew Starr with immediate effect.

8. Any other business

- 8.1 Council enquired on the recruitment of a new Chief Financial and Commercial Officer. It was noted that first stage interviews had been scheduled for 22 May 2025.
- 8.2 This was the last meeting for Muhammet Sen, who would be relinquishing the role of CSA President at the end of May 2025. Council thanked Muhammet for his engagement and contribution to Council business.

Julie Morris
Governance Officer
May 2025