

Council Paper No: 2016-04-11-02
Minutes of the 183rd meeting of Council held on
Wednesday, 9 December 2015, in the Boardroom, Defence
Capability Centre, Defence Academy, Shrivenham

Present: Dame Deirdre Hutton, Pro-Chancellor (Chair)

Professor Jackie Akhavan	Mr Dougie Hunter
Sir David Arculus	Mrs Moni Mannings
Dr Tracey Bailey	Miss Chiara Palla
Professor Graham Braithwaite	Dr Andreas Raffel
Mr Anthony Carey	Mrs Louise Redmond
Mr Paul Fairweather	Dr Frances Saunders
Professor Clifford Friend	Mr Bill Thomas
Professor Sir Peter Gregson	Baroness Barbara Young

In attendance: Mr Philip Aspinall, Chief Operating Officer
Mr Ollie Leggett, ie Consultants (for item 6)
Ms Maddie McGowan, Director of Marketing, Communications
and Development (for item 6)
Mrs Julie Morris, Governance Officer
Professor William Stephens, Secretary
Professor Tom Stephenson, Chair of H&S Committee (for item 4)
Mr Ian Sibbald, Director of Finance (for items 8-9)

Apologies: Mr Iain Ferguson

1 Introduction

The Chair welcomed members to the meeting at the Defence Academy.

2 Disclosures of Interest

There were no declarations of interests.

3 Minutes of previous meeting

The minutes of the Council meeting held on 8 October 2015 were approved subject to amendment to the attendee list to reflect that Dr T Bailey presented apologies and Professor Graham Braithwaite attended the meeting. **Action: WS**

4 Health and Safety Update

Professor Tom Stephenson joined Council for this item.

4.1 Health & Safety Management

Paul Bradley is making good progress and is bringing Cranfield up to speed both practically and administratively. Council noted the following during discussion:

- the governance arrangements for health and safety have been enhanced with all local health and safety committee meetings reporting to the Cranfield University Health and Safety Committee meeting;
- roll out of OHSAS18001 continues to schedule. The Professional Service Units will be audited in January 2016 and SATM in July 2016. The higher risk areas are, for example, engine test area, energy facilities, the turbine coating, vehicle and explosive laboratories, but all these areas are under review through the audit processes.

- Online Health & Safety training modules continue to be delivered via the Cranfield University Training Environment (CUTE). Reports are sent to Pro-Vice-Chancellors and Directors detailing those staff who have not completed one or more modules. There is an increase in the number of staff who have completed the required training. The University's Information Systems department is working on an interface between the staff and student databases in order that the CUTE training modules are made available to students also.

4.2 HSE prosecution

Executive members of the University met with Counsel on 8 December 2016 to finalise the University's defence prior to the Court hearing on 23 December 2016. Counsel advised that there is a risk of adjournment of the sentencing until the New Year which the University is working actively with Counsel to avoid. The University has a full communications plan in place and Council are assured that key strategic partners have already been contacted.

Professor Stephenson withdrew from the Council meeting.

5 **Chief Executive's Report**

The Chief Executive and Vice-Chancellor (CE&VC) introduced his report and commented on the effects on Cranfield of the 2015 Comprehensive Spending Review, the National Security Strategy and the Strategic Defence and Security Spending Review published w/c 23 November 2015.

6 **Report from the University Executive**

Professor Simon Pollard joined Council for this item.

6.1 Annual Environmental Report

Council discussed the annual environmental report and noted the importance for the University to set and achieve challenging environmental targets and to demonstrate its success to all stakeholders. The impact of the Carbon Management Plan continues to increase, with savings of £9.6m against business as usual. With the increasing amount of construction work being undertaken across the Cranfield site, Council were assured that all contractors conform to the highest levels of environmental performance. Council approved the Annual Environmental Report for publication on the University's website.

Professor Pollard withdrew from the meeting.

Mrs Maddie McGowan and Mr Ollie Leggett joined Council for this item.

6.2 Brand

Council welcomed the presentation on the new brand personality and brand architecture. In discussion, Council explored the research undertaken during development of the brand package and commented that the overall look and feel leans more towards industry engagement than to students. Council recognised the new brand is about strengthening core messages and is as much about emphasis on cultural change supported by a new Visual Identity. Council expressed a view that, in order to achieve this cultural change, the description of character should not be compressed to the extent that it becomes too generic in nature. Council congratulated colleagues for the excellent and encouraging work that has been undertaken, recognising that there is much work to do when rolling-out the new brand. Council endorsed the brand going forward.

Mrs McGowan and Mr Leggett withdrew from the meeting.

7 Annual Report from Audit Committee

The Chair of Audit Committee presented the annual report for 2014/2015. Council recorded its thanks to Audit Committee for a comprehensive report and the continued assurances it provides.

8 Appointment of External Auditors

The Chair of Audit Committee advised Council that the Audit Tender process had progressed in line with the planned timetable agreed by Council in October, and four applications to tender were received. Following a shortlisting meeting, three audit companies were selected to make full presentations to Audit Committee earlier today (9 December). Council agreed with the Audit Committee recommendation that KPMG are appointed as the University's External Auditors for the period 1 April 2016 to 31 May 2019.

9 Management Accounts

Mr Ian Sibbald joined Council for this item.

Text redacted

Mr Sibbald withdrew from the meeting.

10 Annual Report from Remuneration Committee

The Chair of Remuneration Committee reported that Executive targets for 2015/2016 had been agreed, as had the bonus payments for achievement of targets.

11 Governance

11.1 Publication of Council minutes on the internet

Council approved a proposal to publish redacted Council minutes on the University internet. When discussing the process for approving the redacted version, members agreed to approve a redacted copy of the minutes at each meeting. The proposed redactions will be shown in the minutes in green text.

11.2 Quarterly Academic Report from Senate

The CE&VC presented the quarterly academic report from Senate drawing Council's attention to:

- preparations towards a possible QAA Audit during 2016/17;

- the outcome of the 2015 Postgraduate Taught Experience Survey (PTES) and the steps the University is taking to address any arising issues;
- the University's ongoing commitment to widening participation;
- sector input into the development of a revised Postgraduate Loans Scheme; and
- three appointments to the Senior Management Team.

11.3 **Report from the Working Party on effective external stakeholder engagement and the role of Court**

Council discussed the report from the Working Party and agreed to disband Court and establish alternative external stakeholder engagement routes. The Secretary was tasked with bringing the necessary amendments to the Statutes and Ordinances to the Council meeting in April.

12 **Report from the Nominations Committee**

The Chair of Nominations Committee summarised discussions held by the Committee earlier in the day (9 December). Council agreed the following:

- to commend to Court the renewal of the appointments of Mr Paul Fairweather and Mrs Moni Mannings as independent members of Council for a further three-year term to 31 May 2019;
- to commend to Court the appointment of Dr Maxine Mayhew as an independent member, and Council lead on Health & Safety matters, following the retirement of Frances Saunders. Dr Mayhew's appointment should commence 1 June 2016;
- to nominate Professor Lynette Ryals to serve as a staff member of Council until September 2016;
- to make changes in membership of the Council sub-committees as set out below:
 - David Arculus to join Finance Committee.
 - Iain Ferguson to join Nominations Committee.
 - Moni Mannings to move from Audit Committee to Nominations Committee.
 - Louise Redmond to join Remuneration Committee in addition to her current membership of the Audit Committee.
 - Bill Thomas to join Audit Committee.
 - Maxine Mayhew to join Audit Committee.

The committee changes are effective from 1st June 2016.

13 **Re-appointment of Visitor**

HRH The Duke of Kent has indicated his willingness to serve for a further term as the University's Visitor. Council agreed to Petition the Privy Council to renew the appointment of the Visitor for a five year term.

14 **Any other business**

Professor Clifford Friend

This is the last Council meeting for Professor Clifford Friend, who is leaving Cranfield at the end of December. Council expressed its appreciation for Clifford's tremendous contribution to the Council and the University.

Council briefing

Council members provided feedback that the briefing they had received earlier in the day was a good model to follow. Members look forward to future briefings on the other themes.

PREVENT duty

In response to a question regarding the University's obligations under the PREVENT guidelines, the Secretary agreed to bring forward an update on the work currently being undertaken in this regard to the April Council meeting.

WS

28.01.16