



## University Council

**Paper no:** 2020-07-23-03

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

Minutes of the Council meeting held on 23 April 2020 at 14.00-16.00 by video conference

**Present:**

Ferguson, Iain (Chair)	Hill, James
Atkinson, Helen	Hynes, Alice
Carter, Caroline	Mayhew, Maxine
Carey, Anthony	Rowlands, Simon
Chen Davison, Lesley	Saggu, Jaz
Day, Colin	Sparks, Emma
Ehigiator, Osas	Thompson, Christine
Fairweather, Paul	Young, Barbara
Gregson, Sir Peter	

**Attending:**

- Aspinall, Philip, Chief Operating Officer
- Davey, Martin, General Manager, Cranfield Students Association (for item 10)
- Douglas, Gregor, University Secretary
- Ellis, Gareth, Energy and Environment Manager (for item 7.2)
- Stephenson, Tom, Pro-Vice-Chancellor R&I (for item 7.1)
- Sibbald, Ian, Director of Finance (for item 6)

### 1. Introduction

The Chair welcomed members and attendees.

### 2. Disclosure of interest

Declarations of interest were received from:

- Day, Colin and Sibbald, Ian re: item 3 MK:U Stage Gate
- Hynes, Alice, re: item 8 Nominations Committee

### 3. Report of Council decision made ex-Committee since the last meeting

Received: Paper 2020-04-23-03 recording the decisions made ex-Committee by Council since the last meeting:

#### 3.1 Appointment of Chancellor

A paper setting out recommendations for the appointment of Chancellor was circulated by the University Secretary to Council ex-committee on 23 March 2020. Council approved the appointment of Dame Deirdre Hutton as Chancellor of Cranfield University with effect from 1 August 2020 - 31 July 2025.

#### 3.2 MK:U Stage Gate

The Joint Finance and Audit Committee met on 26 March 2020 to consider the MK:U Stage Gate review. On the recommendation of JFAC, Council approved Option B to move the stage gate to autumn 2020.

#### **4. Chief Executive's Report**

##### **4.1 COVID Response**

The Chief Executive introduced discussion and commended the University's Executive and management teams for working cohesively and collectively during unprecedented times. The Chief Operating Officer had led the University's response to the Covid-19 situation and was now directing focus on preparations for the re-opening of the University's campus. Detailed discussion on the University's coronavirus response is recorded under minute 5.

##### **4.2 Graduation**

4.2.1. The University's graduation ceremonies would not be held face to face at Cranfield or Shrivenham during 2020. The celebration would be recognised online on the dates that the ceremonies had been scheduled. All 2020 graduates would be invited to attend the 2021 ceremonies if they wished to receive the full graduation experience.

4.2.1 The Honorary Degrees Committee had approved the award of an Honorary Degree for Captain Tom Moore in recognition of his tremendous support to the community and for raising significant funding for the NHS charities during the Covid-19 crisis. The University was pleased to confirm that the invitation had been accepted and plans were now being drawn up to present the degree as part of this year's online celebrations.

#### **5. Report from the University Executive**

Received: Paper 2020-04-23-05 setting out a report detailing actions and decisions taken by the University Executive.

Noted:

##### **5.1 Coronavirus Update**

Council considered the detailed report which included: a chronology of the operational decisions impacting Cranfield; guidance documents published for staff and students; the Cranfield Coronavirus Furlough Scheme guidance; and launch of the #CranfieldCommunity channels of communication.

5.2 In terms of sector guidance, Council was advised that UUK was working with, and collating information for, HEIs across the sector as well as other stakeholder groups. The University Executive and management team continued to monitor all communications.

5.3 The University had received positive feedback regarding its swift transition to online teaching and continued access to academic colleagues. On behalf of the student body, the President of the CSA thanked the University for the effort it had made to enable students to complete their studies on time.

5.4 Plans were being drawn up for the future safe re-opening of the Cranfield technical facilities and the creation of clear facilities based risk assessments.

- 5.5 Council acknowledged that University Executive had commenced scenario planning for 2020/21. It was noted that student applications were still coming through for taught courses but it was too early to predict student numbers at this stage. It was unfortunate, but not unexpected, to note that the executive education market had been very badly affected; although it was pleasing to note that the p/t EMBA continued to run well online.

## 6. Financial

### 6.1 Management Accounts quarter ending 30.01.20; and Q2 forecast

Received: Paper 2020-04-23-06a setting out the management accounts to 31 January 2020 and Q2 forecast.

Noted: (a) The Q2 forecast had been prepared prior to the coronavirus outbreak. An update on best estimate as to the potential negative impact on the 2019/2020 financial statements would be presented orally (see minute 6.2).

(b) In the first six months, income was £0.68 million above budget due to increased research and miscellaneous income. The results to date and firm income were such that income for the year was forecast to be £3.79 million higher than budget.

(c) The bond placement, which had been reported to the Council briefing in February, put the University in a good cash position in the short to medium term.

### 6.2 Potential impact of coronavirus on 2019/2020 Financial Accounts

Received: Paper 2020-04-23-06b setting out the potential impact of the coronavirus on income and expenditure before taking account of any potential government reliefs that may be available.

Noted: (a) Finance Committee had received this paper at its meeting on 26 March 2020. Council considered the report which anticipated: key changes to income; expenditure; operating surplus; cash-flow; and the budget for 2020/2021. Since the paper had been circulated, the Government had released the rules on the Furlough Scheme, and Cranfield had launched the Cranfield Coronavirus Furlough Scheme.

(b) Council discussed the importance of diligence in terms of the financial covenants on the bond. The Director of Finance assured Council that the University would remain in close communication with the investors.

## 7. Health & Safety Quarterly Report

*Tom Stephenson joined Council for this item.*

7.1 Received: Paper 2020-04-23-07a setting out the health & safety quarterly report

Noted: (a) OHSAS 18001

Three of the Cranfield group companies, CQSL, CCCL and CAOL would be brought into scope of the University's OHSAS 18001 certification. No additional audit was required. The University's transition to OHSAS 45001 would commence with a migration audit in June 2020 and subsequently followed up by a surveillance audit.

- (b) Covid-19  
During lockdown the Director of Facilities and the Health & Safety Manager were overseeing and authorising requests for essential access only to the technical site.
- (c) The University was forward planning to ensure that when it came to reopening the Cranfield technical site and facilities, all human elements, for example, arrangements for PPE, social distancing, etc., were in place. It was likely that the health & safety framework would have to be amended rapidly.

*Tom Stephenson withdrew from the meeting.*

## **7.2 Environment Quarterly Report**

*Gareth Ellis joined Council for this item.*

Received: Paper 2020-04-23-07b setting out the quarterly report from the Board of Energy and Environment

Noted: The Energy and Environment Manager presented the quarterly report highlighting post-Covid19 the University's targets may require review.

*Gareth Ellis withdrew from the meeting.*

## **8. Nominations Committee Update**

Received: Paper 2020-04-23-08 setting out a status update and a recommendation from Nominations Committee

### **8.1 Recruitment of Independent Members**

Council noted that the recruitment cycle for independent members of Council had been put on hold for the time being. Once the position with Covid-19 was clear Nominations Committee would decide whether to pursue interviews electronically. The Chair of Council had been in touch with the candidates.

*Alice Hynes withdrew from the meeting for this item.*

### **8.2 Chair of Audit Committee**

Anthony Carey would complete his second term of three years on Council at the end of July 2020. His departure would leave the post of Chair of Audit Committee vacant.

Resolved: Council approved the appointment of Alice Hynes as Chair of Audit Committee with effect from 1 August 2020.

*Alice Hynes re-joined the meeting.*

## **9. Appointment of Emeritus Professor - Marin Guenov**

Received: Paper 2020-04-23-09 setting out a proposal for the conferral of the title of Emeritus Professor

Resolved: Council approved the conferral of the title of Emeritus Professor on Marin Guenov.

#### 10. **Cranfield Students' Association (CSA) Audited Accounts**

*Martin Davey joined Council for this item*

Received: Paper 2020-04-23-10 setting out the CSA audited annual accounts

Noted: Council noted that the CSA had completed on a number of projects and had broken even on the year. The CSA was pleased to have been involved in the new English Language programme and had received positive feedback from all stakeholders. The CSA Executive was supported very well by its Officers. In response to a question regarding solvency, the General Manager advised that there were no immediate risks, but that the CSA was mindful of the University's position.

Resolved: Council thanked Mr Davey for his presentation and the contributions he had made to the CSA during his time as General Manager. Council congratulated Mr Davey on his forthcoming retirement.

*Mr Davey withdrew from the meeting.*

#### 11. **Council Effectiveness Review 2020 - Report to Council**

Received: Paper 2020-04-23-11 setting out the report arising from the Council Effectiveness Review

Noted: (a) Council considered the report commenting that Council's effectiveness and operations had been enhanced over recent years. In particular, there was strong engagement between Council and the University Executive.

(b) The Review Panel had drawn out a number of key priorities for Council to focus on, for example: sector benchmarking, risk management and enhancing engagements with Senate.

Resolved: Council approved the recommendations arising from the Council Effectiveness Review 2020. The University Secretary would take this forward.

#### 12. **Any other business**

##### 12.1 President of CSA

Mr O Ehigiator would complete his term of office as President of the CSA with effect from 30 April 2020. The presidential election had taken place and an announcement would be made as to a successor in due course. Council thanked Mr Ehigiator for his contributions to Council and to the University and wished him success in his future studies.

##### 12.2 Next Council meeting

The next full meeting of Council would be July 2020. However, it was likely that an interim briefing would be scheduled to keep Council members up to date with the University's position re. Covid-19.

*[Post meeting note: A Council briefing was held by video conference on 19 June 2020.]*

Julie Morris  
Governance Officer  
April 2020