









The President noted that, if Governing Body approved the establishment of the DEFI, then as Director of the new Bridge Centre Prof Wegerif would stand down from Bridge Committee.

Governing Body approved the establishment of the new Bridge Centre, 'Digital Education Future Initiative'.

#### **71.9. \*\*\*Use of the Common Seal**

The Bursar reported that in accordance with Statute XII.1 the Common Seal of the College was affixed on 28 July 2020 to a deed relating to a donation from the Conduit Trust to the College, restricted to support for the Hughes Hall Centre for Climate Change Engagement, of £4.5 million over a six-year period starting in August 2020.

#### **71.10. Any other Open Business**

There was no other Open Business.

End of Open Business WS

## **Appendix A: Decision-making at short notice during 2020-21**

### **Background**

On 24 March 2020 the Governing Body approved by email circulation a delegation of authority to the President should significant and unexpected changes relating to the coronavirus crisis require urgent decisions concerning the College's business. In the event the delegation was not used, and it lapsed on 6 May 2020.

The College has made provision to manage the risks and challenges of the on-going pandemic, nonetheless it remains the case that the College might be called on to take decisions at short notice where usual processes of consultation and governance are difficult and in areas with the potential to have a significant impact on the wellbeing of the College and/or in areas usually requiring Governing Body or Council approval.

While it is not considered necessary to institute a new delegation of authority, it is appropriate that should significant and unexpected changes relating to the coronavirus crisis require urgent decisions concerning the College's business a proper framework for consulting and advising Governing Body or Council so far as circumstances allow is in place.

This document summarises the consultation process that should be followed in exceptional circumstances, including summarising the procedure for calling Governing Body or Council where possible or taking action without Governing Body or Council where they cannot be convened.

In summary, there are four stages to the framework (A-D). These are broken down into more detailed steps (1-8) in the first appendix. Useful reference points on process and priority are in the second appendix.

### **The Framework**

- A. President should consult the Bursar, Senior Tutor and the Vice President as a priority, and other class A-F Fellows so far as possible. Consultation should be made with relevant staff and others as appropriate. (Steps 1, 2 and 3 below.)
- B. Usual processes for holding meetings of Council and/or Governing Body should be followed if this can be done within required timeframes and quorum requirements. (Steps 4, 5 and 6 below.)
- C. Where meetings of Council and/or Governing Body cannot be held in compliance with timeframe and quorum requirements, the President should gather such views of the Governing Body as are available before coming to an agreed decision with the Bursar, Senior Tutor and Vice-President as a priority. (Step 7 below.)
- D. Note and minutes should be kept, and a report provided to the next meeting of Council and/or Governing Body. (Step 8 below.)

## Appendix 1

1. All class A-F Governing Body Fellows should recognize that in exceptional circumstances, as trustees of the college, it may be necessary for them to be contacted outside working hours and at short notice to support a College response to exceptional circumstances or demands. They should ensure that the contact details held by the College are up-to-date and that more than one mode of contact (e.g. telephone and email) is available.
2. In every case, where the College is called on to take decisions at short notice in areas with the potential to have a significant impact on the wellbeing of the College and/or in areas usually requiring Governing Body or Council approval, the President should attempt to contact and consult with the Bursar, Senior Tutor and Vice-President without any undue delay.
3. President, Bursar, Senior Tutor and Vice-President to contact, inform, and review the situation with relevant others as appropriate, including but not limited to staff and Fellows.

Where circumstances allow, a meeting of Council and/or a meeting of Governing Body should be held in advance of any deadline for a decision (meetings can be held online should circumstances require it). Every effort should be made to contact members to attempt to hold these with adequate quora before the deadline for any decision.

4. President to arrange email/telephone contact with all Governing Body members explaining the situation and the nature of the decision to be taken and seeking the views of the trustees. When a decision would normally require Governing Body approval (or if the President believes it to be otherwise appropriate) and where the required notice period can be given, President to call an emergency Governing Body meeting as soon as practicable.
5. Where the required notice period can be given, President calls an emergency meeting of Council (to be held in advance of the emergency Governing Body meeting if one has been called). If quorate, Council should agree an initial recommendation for a response to the issue at hand.
6. If a Governing Body meeting has been called and is quorate, the Governing Body should agree a College response to the issue at hand. If Governing Body is not quorate, the Council recommendation should stand. (A second Council meeting may be called if time allows.)

Where limitations of time make a meeting of either/both Governing Body or Council impossible at steps 5 and 6, the President and others assisting the process should seek the views of their members by email/telephone so far as possible.

7. Where a quorate recommendation/decision has been possible from neither Governing Body nor Council, President should agree a College response based on such consultation as has been possible with available Governing Body fellows – giving particular attention to the views of the Bursar, Senior Tutor and Vice-President. Under these circumstances, so far as possible, a final decision should be taken at a minuted structured meeting involving the President, Bursar, Senior Tutor and Vice-President as a priority, and such other Fellows as are available to take part.
8. A report and any notes and minutes should be provided to the next meeting of Governing Body.

## Appendix 2

The areas of authority delegated/excluded from delegation by Governing Body to Council are specified in *Statute* II.1.a-h and *Ordinance* A.I.4-6.

The duties and responsibilities of the President are specified at *Statute* III.4 and *Ordinance* II.3.

The required scheduling and notice periods for Governing Body meetings are given at *Statute* II.14, those for Council meetings are at *Ordinance* A.VII.10-11.

The provision for chairing Governing Body in the absence of the President is at *Statute* II.4.

The list of Fellows and their order of seniority is published in a special issue of the *Cambridge University Reporter* after the end of the Michaelmas Term each year. For 2019, see:

<https://www.admin.cam.ac.uk/reporter/2019-20/special/03/>