



HUGHES
HALL
UNIVERSITY OF CAMBRIDGE

GOVERNING BODY

Confirmed minutes

Seventy-third meeting of Governing Body 2 December 2020

Video conference at 5.30pm

{} indicates that this item will be removed prior to publication on the College website.

Present: Dr Anthony Freeling (President, Chair, to item 73.19), Prof John Doorbar (Vice-President, Chair for item 73.20), Prof Jonathan Powell (Pro-Vice-President), Mrs Heidi Allen (to item 73.20), Mr Mark Anderson, Dr Stephen Axford, Dr Paula Banca, Prof Michael Barrett, Mr William Charnley, Dr Othman Cole, Dr Bart de Nijs, Prof Gishan Dissanaiké, Dr Claire Donnelly, Prof Ming-Qing Du, Mrs Victoria Espley (Bursar), Prof Tamsin Ford (to item 73.19), Dr Markus Gehring, Prof Emanuele Giovannetti, Dr Fernando Gonzalez-Zalba, Dr Sara Hennessy, Dr Sarah Hoare, Dr Riikka Hofmann (to item 73.20), Dr Sonia Ilie, Prof Bill Irish, Dr Agnieszka Iwasiewicz-Wabnig, Dr Philip Johnston (Senior Tutor), Dr Tobias Kohn, Dr Yury Korolev, Dr Alastair Lockhart, Dr Andrew Mackintosh, Prof William Nuttall, Mrs Laurel Powers-Freeling (to item 73.19), Dr Aisling Redmond, Dr Corinne Roughley, Prof Ricardo Sabates, Dr Carole Sargent, Dr Kishore Sengupta, Dr Jeffrey Skopek, Dr Martin Steinfeld (from item 73.3), Prof Andreas Stylianides, Dr Livia Tomova, Prof Paul Tracey, Dr Caroline Trotter, Dr Suzanne Turner, Dr Lars Vinx, Prof Rupert Wegerif, Dr Clive Wells, Dr Jessica White (from item 73.7), Dr Nigel Yandell.

In Attendance: Mr Bill Conner (Director of Institutional Advancement, to item 73.10), Prof Neil Mercer (Senior Independent Fellow, to item 73.10), Ms Jayne Rowe (Partner, PEM Chartered Accountants (from item 73.4.1 to 73.4.8), Mrs Wendy Solomou (College Secretary and Fellowships Manager, Secretary).

Apologies: Dr Heather Blackmore, Dr Peter Dudley, Dr Timea Nochta, Prof Nidhi Singal, Dr Jacob Stegenga.

On leave: Dr Eugene Shwageraus.

Absent: Dr Ajith Parlikad.

OPEN BUSINESS

73.1. Introduction

73.1.1. Welcome

The President welcomed everyone to the audit meeting and informed Governing Body that Ms Jayne Rowe, Partner of PEM Chartered Accountants, would be joining the meeting for part of item 73.4.

He gave a vote of thanks to Dr Gonzalez-Zalba who was attending his last meeting of Governing Body and congratulated him on his new post in London.

73.1.2. Declarations of interests (Open Business)

Dr Gehring and Prof Giovannetti declared their interests in item 73.6, and it was agreed that Dr Gehring should withdraw from the meeting when the item was discussed, but that it would not be necessary for Prof Giovannetti to withdraw.

73.2. Minutes and Matters arising from the Open Business of Governing Body, of 28 October 2020

73.2.1. Approval of minutes (GB73 01)

Governing Body approved the minutes as an accurate record.

73.2.2. Governing Body action list: Open Business (GB73 02)

[70.3.1] Equality and Diversity

Dr Roughley to publish the results of the Diversity Survey of Senior Members when a full set of data for staff, students and Senior Members had been compiled.

- Dr Roughley reported that the report was ready to be published to the website. Completed.

73.2.3. Matters arising not otherwise on the agenda

73.2.3.1. [GB71.7] Review of the procedure, 'Decision-making at short notice during 2020-21' (GB73 03)

In response to a concern that had been raised about the procedure appearing to grant additional powers to the President, the President explained that College Statute [III.4] gave the President the authority to 'make provision as he or she thinks fit' in all cases not provided for by the Statutes or Ordinances or by resolutions of Governing Body or the Council. Thus, the procedure acted as a directive and constraint on existing powers rather than conferring additional authority.

Governing Body agreed that it was content for the procedure to remain in force for the remainder of the academic year.

73.3. President's report

The President reported that term had gone surprisingly well thanks to the MRC Committee, which had put great effort into student welfare, and to the many Fellows and other Senior Members who had gone beyond the call of duty, and to the College staff who had shown great flexibility in meeting the challenges posed by the pandemic.

He informed Governing Body that the Bridge centres continued to thrive:

- A significant donation had been made to support the work of the Centre for Climate Change Engagement (CCCE), including the provision of funding for two post-doctoral research posts, which were under recruitment.
- The Digital Education Futures Initiative (DEFI) was engaged in raising a large donation to support the work of the centre for the next ten years - it was hoped that further details would be brought to Governing Body at its next meeting.

- Oracy Cambridge's invited contributions to the Oracy All-Party Parliamentary Group were having influence on the direction of policy in the UK.
- Cambridge Digital Innovation (CDI) was successfully pivoting into the areas of e-hospitals and e-medicine.

The President remembered alumnus, Jack Merritt, who had died in an attack on London Bridge just over a year ago. He said that in tribute the College had raised funds to establish the 'Jack Merritt Scholarship', which would be awarded to a student from a Widening Participation background to study for the MPhil in Criminology.

The President congratulated Dr Kohn and Hughes Hall PhD student, Mahwish Arif, who had each been awarded a Wiseman Prize by the Department of Computer Science and Technology.

The President concluded by thanking everyone for their input and support in what had been an extraordinary term.

73.4. Annual report and accounts 2019-20

The Bursar welcomed Ms Rowe, partner of PEM, to the meeting.

73.4.1. PEM Audit Matters report to trustees following the audit to 31 July 2020 (GB73 04)

Ms Rowe covered the key points of PEM's report to the trustees, highlighting a few issues for information, but noting nothing of serious concern. She said that following some final reviews she anticipated being able to sign off on a clean audit.

73.4.2. Bursar's introduction to the accounts (GB73 05)

The Bursar's paper gave an explanation of the relationship between financial and management reporting. She said that she would refer to the figures in the paper as she went through the key points in the audited accounts to show how the financial accounts presented in the standard format of Cambridge Colleges reconciled to the end of year management accounts.

73.4.3. *Unconfirmed minutes Audit Committee, of 6 November 2020 (GB73 06)**

Governing Body received the unconfirmed minutes of the Audit Committee.

73.4.4. Audited RCCA accounts of Hughes Hall (GB73 07)

The Bursar presented the audited accounts for 2019-20, which were approved by Governing Body.

73.4.5. Audited accounts of Hughes Hall Limited (GB73 08)

Governing Body approved the accounts of Hughes Hall Limited for 2019-20.

73.4.6. Audited accounts of Hughes Hall Conference Company Limited (GB73 09)

Governing Body approved the accounts of Hughes Hall Conference Company Limited for 2019-20.

73.4.7. *Draft accounts Hughes Hall (Hong Kong) Limited (GB73 10)**

Governing Body received the draft accounts of Hughes Hall (Hong Kong) Limited for 2019-20.

73.4.8. Letters of representation (GB73 11a, 11b, 11c)

Governing Body approved the three letters of representation from Governing Body to PEM (concerning Hughes Hall, Hughes Hall Limited, and Hughes Hall Conference Company Limited).

Ms Rowe left the meeting at the conclusion of this item.

[**Post-meeting note:** The salutations in the three letters of representation were corrected from 'Dear Sirs' to 'Dear Jayne Rowe'.]

73.4.9. Auditors' remuneration

Governing Body approved the audit fees payable to the auditors (given in section 8c, page 30 of the Hughes Hall RCCA accounts).

73.4.10. Appointment of the auditors for 2021-22 (for the audit of the 2020-21 accounts)

The Bursar and two members of Audit Committee expressed the view that during the audit of the 2019-20 accounts PEM had been both helpful and constructively challenging.

Governing Body approved the appointment of PEM as auditors for 2021-22.

The President thanked the Audit Committee.

73.5. *Cost of Fellows' research expenses programme, 2019-20 (GB73 12)**

Governing Body received the Bursar's report of the Fellows' research expenses programme.

73.6. Covent Garden Drama Studio purchase (GB73 13)

{REDACTED}

73.7. Proposed amendments to Ordinances (GB73 14)

Governing Body approved Governance Committee's recommendations for amendments to the following Ordinances:

- Ordinance [B,IV,1] Finance Committee
- Ordinance [B,V,1] Investments Committee
- Ordinance [B,VI,2] Audit Committee
- Ordinance [D,III,5] Development Strategy Group

The amendments approved are given in Appendix A to the minutes.

73.8. *Update on dealing with COVID19 (GB73 15)**

Governing Body received Dr Roughley's report without discussion.

73.9. Management accounts update (GB73 16)

The Bursar presented management accounts for the first quarter to 31 October 2020.

73.10. Any other Open Business

There was no other Open Business.

End of Open Business WS

Appendix A: – approved amendments to Ordinances

Ordinance [B,IV,1] Finance Committee

Constitution

1. The Finance Committee shall be a standing committee of the Council. The Committee shall be composed of:
 - (a) the President (Chair);
 - (b) the Vice-President;
 - (c) the Bursar;
 - (d) the Senior Tutor;
 - (e) the Development Director (or the person appointed to perform the duties of Development Director if the Office is vacant);
 - (f) the President of the MCR or another Student nominated by the MCR Committee;
 - (g) three Fellows who are members of the Governing Body;
 - (h) up to two persons with relevant professional experience or qualifications, co-opted to advise on the College's financial and reporting systems and to support their future development in cost-effective ways.

For the assistance of the Committee, the Assistant Bursar and the Finance Manager shall normally be in attendance.

Ordinance [B,V,1] Investments Committee

Constitution

1. The Investments Committee shall be a standing committee of the Council. The Committee shall be composed of:
 - (a) the President (Chair);
 - (b) the Pro-Vice-President;
 - (c) the Bursar;
 - (d) the President of the MCR or another Student nominated by the MCR Committee;
 - (e) three further Fellows who are members of the Governing Body;
 - (f) up to two co-opted members with relevant professional experience or qualifications, who may be, but need not be, Fellows of the College.

For the assistance of the Committee, the Assistant Bursar shall normally be in attendance.

Ordinance [B,VI,2] Audit Committee

2. For the assistance of the Committee, the Bursar, **the Assistant Bursar**, and the Finance Manager shall normally be in attendance, and any external Auditor appointed under Statute [XIII,4] may be invited to attend any meeting. The Bursar, **the Assistant Bursar**, and Finance Manager shall withdraw from any item of business that involves consideration of the executive management of the College.

Ordinance [D,III,5] Development Strategy Group

5. The Development Strategy Group (DSG) shall be an advisory committee to the Development Director, appointed in accordance with Ordinance [D,I] (or to the person appointed to perform the duties of Development Director if the Office is vacant). The Committee shall meet at least once a Term and shall be composed of:
 - (a) the President (Chair);
 - (b) the Development Director (or the person appointed to perform the duties of Development Director if the Office is vacant);
 - (c) the Bursar;
 - (d) **one Alumnus;**
 - (e) one Student nominated by the MCR;
 - (f) up to four, and at least three, co-opted members, **with relevant professional experience**, of which: **drawn from the Leaders/Directors of Focus Areas and Bridge Centres.**
 - i. **at least one is an Alumnus/Alumna**
 - ii. **at least one is Director of a Bridge Centre.**