HUGHES HALL
UNIVERSITY OF CAMBRIDGE

# GOVERNING BODY

## Confirmed minutes

## Ninety-fifth meeting of Governing Body 12 June 2024

## In person at 5.30pm

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

**Present**: Sir Laurie Bristow (President, Chair), Prof Nidhi Singal (Vice-President), Prof Michael Barrett, Dr Jimmy Chan, Mr William Charnley (to item 95.18), Dr Bart de Nijs, Prof Gishan Dissanaike (from item 95.6.2), Dr Peter Dudley (to item 95.16), Ms Emily Farnworth, Dr Markus Gehring (from item 95.6.2), Prof Emanuele Giovannetti, Prof Sara Hennessy (to item 95.16), Dr Sarah Hoare (to item 95.7), Prof Bill Irish, Dr Agnieszka Iwasiewicz-Wabnig, Dr Vasiliki Mavridou, Dr Tori McKee (Senior Tutor), Prof William Nuttall, Prof Jonathan Powell, Mrs Laurel Powers-Freeling (to item 95.17), Dr Perla Pucci (to item 95.7), Dr Corinne Roughley, Prof Jorge Santos, Dr Carole Sargent, Prof Kishore Sengupta, Dr Guillermo Serrano Nájera, Dr Martin Steinfeld, Prof Paul Tracey, Prof Caroline Trotter, Dr Lars Vinx, Prof Rupert Wegerif (from item 95.2), Dr Clive Wells, Dr Jessica White (to item 95.17), Dr Nigel Yandell.

**In Attendance:** Mr Luke Ashby (Finance Business Partner, for item 95.26), Dr Alastair Lockhart (Statutes & Ordinances Review Lead, for item 95.4), Prof Neil Mercer (Senior Independent Fellow, from item 95.4 to item 95.13), Mrs Wendy Solomou (Secretary to Governing Body).

**On leave:** Prof Riikka Hofmann, Prof Ricardo Sabates, Prof Jacob Stegenga, Prof Andreas Stylianides.

**Apologies:** Dr Farah Ahmed, Dr Paula Banca, Prof John Doorbar, Prof Tamsin Ford, Dr Sonia Ilie, Ms Mahnaz Malik, Dr David McCay, Mr Jonathan Newby (Bursar), Prof Ajith Parlikad, Prof Eugene Shwageraus, Dr Jeffrey Skopek, Prof Suzanne Turner, Prof Harro van Asselt, Kerry Wilson.

**Absent:** Dr Othman Cole.

## OPEN BUSINESS

### 95.1. Introduction

#### 95.1.1. Welcome and apologies

The President acknowledged and thanked three Fellows attending their last meeting - Dr Carole Sargent, who was retiring from her role as Deputy Senior Tutor, Dr Pete Dudley, and Mrs Laurel Powers-Freeling. He informed Governing Body that Dr Alastair Lockhart and Mr Luke Ashby would be joining the meeting

for items 95.4 and 95.6 respectively. At the President's suggestion the two items were taken out of order (95.6 then 95.4) directly after item 95.1.2.

**95.1.2. Declarations of interests (Open Business)**

There were no declarations of interests.

**95.2. Minutes and Matters arising from the Open Business of Governing Body, of 8 May 2024**

**95.2.1. Approval of minutes (GB95 01)**

Governing Body approved the minutes as an accurate record.

**95.2.2. Governing Body action list: Open Business**

There were no items on the action list.

**95.2.3. Matters arising not otherwise on the agenda**

There were no other matters arising.

**95.3. President's report**

The President reviewed the past academic year and highlighted successes in education and research, achievements in building profile and reputation, and the strengthening of the College's capabilities. Priorities for the coming academic year included progressing the development of the estates, planning the development campaign for the College's 140th anniversary, reforming the Statues and Ordinances, and 'turbocharging impact' with the arrival of the new Impact Director.

**95.4. Statutes and Ordinances Review (GB95 02, GB95 Annex 02i),** to note **(GB95 Annex 02ii and 02iii)**

The President informed Governing Body that the focus would be on deciding whether to proceed with the re-drafting of Statutes and Ordinances based on the guidelines suggested by the Mills and Reeve's report (GB95 Annex 02i). Papers (GB95 Annex 02ii and 02iii) had been provided as the background for two further decisions to be taken at a later meeting and concerned a possible revision to the structure of the Fellowship and the status of Fellows in Class G (formerly Life Fellows). In the meantime, Fellows were invited to share their views with Dr Lockhart on the questions raised in the two papers.

Governance Committee had considered the recommendations of Mills and Reeve and supported the following approach:

1. A reduction in the number of charity trustees 'undertaken most logically through members of the College Council being deemed as the charity trustees', an approach which aligned with standard practice in other colleges making a similar change.
2. Redraft Statutes and Ordinances to 'revise and expand upon the respective roles, powers and proceedings of both the Governing Body and the College Council' in order to implement *1* and improve processes overall.
3. Amend the Academic Staff procedures, removing them from Statutes and retaining them in Ordinances.
4. Generally, improve processes and remove redundancy, update language and clarify wording, and remove ambiguities, inconsistencies and contradictions.

Dr Lockhart explained that the proposed redrafting would entail removing the restriction on the powers Governing Body could delegate to Council, with Governing Body likely to continue to elect President, Vice-President, and Fellows (also, re-elect Fellows), appoint to Council, appoint/re-appoint Officers, and make Ordinances. Governing Body would always retain the power to make Statutes as this could not be delegated. Dr Lockhart said that in general the recommendations in the Mills and Reeve report were in line with his expectations and with practices in other Cambridge colleges (with which he had consulted). Dr Lockhart informed Governing Body that he had been proactive in contacting and consulting Fellows individually and would continue to do so, and thus far no significant differences of opinion had emerged.

The main points arising in discussion were:

- It would be helpful to have a clear summary of the current responsibilities of, and relationship between, Governing Body and Council and the various options for how these could change when Council became the trustee body. For example, would Governing Body still be responsible for approving the budget and college accounts or would this lie solely with the trustee body.
- The future role of GB Fellows when not all had responsibilities as trustees, and the likely level of engagement in meetings of Governing Body. Several Fellows expressed the view that the Governing Body would be freed up to make different sorts of decisions and focus on strategic vision if not needing to focus on operational items.
- Some concern was expressed about openness and transparency within the College and the extent to which trustees would be able to share information with other Governing Body Fellows.

In summing up the President said it was important for Fellows to have clarity about which body was accountable for what, and to whom, to inform decision-making. He requested that once he had commenced work on the redrafting Dr Lockhart should codify the proposed changes and provide a summary of the current and proposed responsibilities/accountabilities of Governing Body and Council.

Governing Body approved proceeding along the lines as recommended.

The President agreed a request for an additional meeting of Fellowships Committee to consider the issues raised in Papers GB95 Annex 02ii and 02iii concerning the structure of the Fellowship and the status of Fellows in Class G.

**95.5. Development Office update (GB95 03)**

The President spoke to the paper. The report gave an update on alumni engagement activities, fundraising plans, and a breakdown of funding received or due by the financial year end. It also outlined staffing changes in the Development Office and key priorities for the next three months.

**95.6. Bursarial**

**95.6.1. 2023-24 Reforecast 3 – restatement of budget (GB95 04, GB95 Annex 04i)**

Mr Ashby presented the proposed Reforecast 3, noting that the year-end position remained close to that of the previous reforecast.

Governing Body approved Reforecast 3.

**95.6.2. Budget 2024-25 (GB95 05, GB95 Annex 052i)**

Mr Ashby presented the proposed forecast income and expenditure budget for 2024/25. He confirmed that he had not received any questions on points of detail ahead of the meeting. He highlighted the following from the paper:

- {**[REDACTED]**}

Governing Body approved the 2024/25 budget. The President thanked Mr Ashby for attending at short notice and acknowledged the hard work of the Finance team.

**95.6.3. Update to limits to delegated authorities (GB95 06)**

Governing Body approved the proposed amendments to the delegated authority amounts, which were based on the proposed 2024/25 budget. It also approved delegated authority for the list of individual high-value items incorporated in the proposed 2024/25 budget.

{**[REDACTED]**}

**95.7.** [CONFIDENTIAL] {**[REDACTED]**}

**95.8. {[CONFIDENTIAL]** [**REDACTED]}**

**95.9. Separation of Digital Education Futures Initiative (DEFI) and Camtree (GB95 08)**

Dr Pete Dudley spoke to the paper, which proposed that DEFI and Camtree be presented as two separate Bridge centres. This would allow them to more clearly communicate their aims, purpose and offers to their constituent audiences. Operationally the change would be straightforward since, internally, the two centres had always been treated as separate entities with their own staff, web-domains and financial and business processes. The DEFI Oversight Committee would continue to oversee both centres and recommended the proposal.

Governing Body approved the separation of DEFI and Camtree.

**95.10. ***Governance List (GB95 09)**

Governing Body approved that the following Offices and Posts comprise the Governance List, and therefore that the named individuals be 'persons holding Offices or Posts named on the Governance List under Ordinance [A, I, 10]'.

Bursar (Mr Jonathan Newby)
Senior Tutor (Dr Tori McKee)
Development Director (Kerry Wilson)
Impact Director (Dr Alexis Willett)
Deputy Senior Tutor (Admissions) (to be appointed)
Deputy Senior Tutor (Teaching and Outreach) (to be appointed)
Director of the Centre for Climate Change Engagement (Ms Emily Farnworth)

It was noted that the role of Director of the Centre for Climate Engagement, which carried substantial executive duties and was held by a GB Fellow, should be treated as a College Post.

**95.11. ***Freedom of Speech - Code of Practice: (GB95 10, GB95 Annex 10i)**

Governing Body received the draft Freedom of Speech - Code of Practice and associated protocol for managing meetings and events without discussion.

**95.12. ***Office of the Independent Adjudicator 2023 Annual Statement for Hughes Hall (GB95 11)**

Governing Body received the OIA 2023 Annual Statement without discussion.

**95.13. Any other Open Business**

There was no other Open Business.

End of Open Business WS