

Cambridge University Catholic Association

Annual General Meeting

Sunday 25 November 2018

MINUTES

A meeting of CUCA AGM took place on Sunday 25 November 2018 at 12.00pm

Present: see attached attendance list

Mgr Langham opened the AGM with a prayer.

1. Apologies

1.1 Julie Smith sent her apologies.

2. Declarations of Interest

2.1 There were no declarations of interest.

3. Confirmation of Minutes of the AGM held on 26 November 2017

DOC 01

3.1 The minutes were approved as a correct record.

4. Extraordinary General Meeting on Proposed Amendments to the CUCA Constitution

DOC 02

4.1 Prof Janet Soskice noted that formal notice had been given for an extraordinary general meeting to be held in conjunction with the annual general meeting to consider proposed amendments to the constitution to facilitate the appointment of a newly formed Cambridge University Catholic Association CIO to manage the affairs of CUCA in place CUCA Council. She also referred the attendees to the briefing paper on the changes that had been prepared for the occasion and included the resolutions under consideration.

4.2 Prof Soskice invited Robert Meakin, from Stone King, to present the case for these governance changes and to explain the proposed amendments.

4.3 Robert Meakin explained that, from the perspective of a member of CUCA, the changes would make very little difference. In effect, the existing unincorporated

association would be retained with its constitutions, and the change would simply involve the replacement of CUCA Council by this new incorporated entity. Elections and the ordinary management of CUCA would continue as usual.

- 4.4 The most important reason for the governance changes, Robert Meakin said, was to protect the trustees. The incorporated structure would limit the liability of trustees to trust assets (although they would remain personally liable for breaches of trust), which would be critical for encouraging new candidates to take up a position as trustee. Trustees will also no longer need to personally hold property or enter into contracts on behalf of the association. Instead, property would be held directly by the CUCA CIO (instead of through the custodian trustees) and the CUCA CIO would be able to enter into contracts in its own name. This does away with a lot of the administrative difficulties of the current unincorporated association, whilst still retaining that underlying structure for continuity (since the CUCA CIO would be acting as manager of the existing association).
- 4.5 Dr Mark Retter then opened the issue up for discussion of questions and concerns, and encouraged those present to make use of Robert Meakin's legal expertise and experience on such matters.
- 4.6 Janet Lash asked why there was a resolution to remove the 70 years age limit to eligibility. Dr Retter explained that, during the discussions on the eligibility requirements for the new CIO, council formed the view that this age limit was preventing people with valuable skills and experience, who may have extra time (holding e.g. emeritus positions), from offering their service. Mr Meakin noted that this was the one change that would make a more substantive difference to the running of CUCA for the average member. Otherwise, the proposed constitutional amendments were concerned with merely facilitating the appointment of the CUCA CIO as manager of the affairs of CUCA.
- 4.7 Dr Claire Daunton voiced her support for the governance changes and mentioned the critical importance of removing the need for custodian trustees to hold property, and also pointed out the opportunity that this provides to clean up issues relating to the holding of the investment portfolio. Mr Meakin agreed on the importance of the custodian trustee issue, but noted that the investment portfolio would continue to be held by the current nominee.
- 4.8 Prof Soskice then facilitated the voting on each of the resolutions set out in the briefing paper.
 - (1) The vote on Resolution 1 was carried unanimously.
 - (2) The vote on Resolution 2 was carried unanimously.
 - (3) The vote on Resolution 3 was carried unanimously.
 - (4) The vote on Resolution 4 was carried unanimously.

5. President's Business

- 5.1 Prof Janet Soskice confirmed that CUCA was in good state and sound finance, with a significant amount of healthy spiritual activities in accordance with its charitable purposes. With the benefit of Fr Mark's nurturing leadership, as chaplain, members of the community have been able to take the initiative in starting a range of new activities, and there has been significant support for and from the alumnae community. Overall, the character of Fisher House, as a teaching church seeking to build the intellectual formation and spiritual life of its members, has been reinforced and enhanced.
- 5.2 Prof Soskice highlighted the tremendous work of the Fisher Society, especially through the new apologia series, which has been incredibly successful.
- 5.3 As 'big ticket items' to note for the year, Prof Soskice identified:
- (1) GDPR compliance: our practices in holding personal data and our privacy statements have been updated to comply with the new GDPR requirements.
 - (2) Governance changes: We have just managed to pass some extremely important constitutional revisions, which allow for the new CIO governance structure to be put in place.
- 5.4 Noting the importance of ministering to the senior members of Fisher House, Prof Soskice mentioned the summer trip to the Villa Palazzola in August 2018 and her hope to arrange further activities.
- 5.5 Looking ahead, Prof Soskice pointed to the post-doctoral community within Fisher House as a priority area for pastoral care to be considered. Some of these post-docs may not have college affiliations and may also have young families, which means that may not be as integrated into the community as they could be. The first step in addressing this priority is a pizza night to be held on the 16th December, in order to sound out the concerns and views of post-docs in Fisher House.
- 5.6 In conclusion, Prof Soskice thanked all the members of the community, and particularly the chaplains, for making Fisher House what it is.

6. Treasurer's Business

DOCS 03a, 03b and 03c

- 6.1 Dr Damian Crowther spoke to the tabled annual report and key issues memorandum. He emphasised that 90% of expenditure was spent on the three main charitable purposes: the chaplaincy, the library and the chapel.
- 6.2 Dr Crowther mentioned and expressed thanks for the work of the four staff members at Fisher House.
- 6.3 Reviewing the financial statements for the year, Dr Crowther pointed to the fact that our expenditures exceeded our direct income by about £40,000 this year.

This shortfall was covered by the growth in the capital endowment, which was sufficiently strong to do so comfortably. However, this means that the financial position is not entirely secure because we have been covering expenses from capital growth. Looking ahead, we expect growth in the value of the investment portfolio to slow over the short-term, so this may not be possible in future years. We may need to proceed with caution and examine how we can either increase our direct revenues or cut expenditure.

- 6.4 In terms of revenues, Dr Crowther noted that collections were down slightly, but that this was being compensated by the rise in standing order donations. He also mentioned that CUCA Council has decided to introduce a 'contactless giving machine' which would be programmed for the value of a standard pint of beer (£4). This may help to raise revenues as people increasingly carry less cash on their person.
- 6.5 Ashleigh Bridges asked whether CUCA is allowed to spend down on capital growth. In response, Dr Crowther mentioned that the Finance Committee has been given the authority to do so on a trial basis for a 12 month period. He also confirmed that the auditors have been informed and are happy with this approach.
- 6.6 As a point of clarification, Janet Lash asked whether the 'contactless giving machine' would be handed for a fixed £4 donation during the collection at Mass, and whether this would be along with the collection bag for cash donations. Dr Crowther confirmed that this is how it would be done, and mentioned that the students at the CUCA Council meeting who were largely in favour of this approach.
- 6.7 Dr Crowther noted that the audit for the year was entirely clean, and that the auditors had not raised any concerns. With that in mind, and given the quality of their work to date, Damian proposed that Peters, Elworthy and Moore (PEM) be re-appointed as auditors of the charity. The members unanimously agreed.

7. Elections

DOC 04

- 7.1 The election of officers of CUCA Council for the period 1 December 2018 – 30 November 2019 was agreed as follows:

Position	Candidate	Proposer	Seconder
President	Prof Janet Soskice	Janet Lash	Dr Claire Daunton
Treasurer	Dr Damian Crowther	Ashleigh Bridges	Dr Claire Daunton
Secretary	Dr Mark Retter	Shaun Larcom	Prof Richard Rex
Librarian	Alex Browne	Dr Anne Cobby	Dr Damian Crowther

- 7.2 Before the vote to elect Dr Crowther as treasurer, he noted that due to personal circumstances, he would not be able to remain in that position for the whole

year, and that he would be seeking to hand over to an appropriate candidate who could take over as treasurer into the future.

- 7.3 The election of ordinary members of CUCA Council for the period 2018/19 – 2020/21 was agreed as follows:

Position	Candidate	Proposer	Seconded
Ordinary Member	Guy Brannan	Dr Claire Daunton	Prof Janet Soskice
Ordinary Member	Dr Philip Beer	Dr Claire Daunton	Dr Brendan McCormick

- 7.4 Prof Janet Soskice expressed gratitude for the service given by Julie Smith and Richard Rex, who were stepping down from their positions as ordinary members of CUCA Council.

8. Date of next Annual General Meeting

- 8.1 Sunday 24 November 2019 at 12.00pm at Fisher House

9. Any Other Business

- 9.1 On behalf of CUCA, Dr Claire Daunton expressed gratitude to Dr Damian Crowther, who has done a very good job in a very difficult role, and would be stepping down as treasurer during the year.