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03 August 2025

Mary Curnock Cook CBE

Director

Higher Education Policy Institute (HEPI)

99 Banbury Road

Oxford, OX2 6JX

United Kingdom

Sent via tracked post on 04 August 2025

Ref: Formal Notice Concerning Governance, Fiduciary Duties, Transparency, and Statutory Compliance

Public Notice and Demand for Explicit Disclosures under the Charities Act 2011, Companies Act 2006, Equality Act 2010, and UK GDPR

Dear Ms Cook,

I issue this formal notice requiring the **Higher Education Policy Institute (HEPI)**, a registered charity (no 1099645) and company limited by guarantee, to demonstrate compliance with its statutory and fiduciary obligations explicitly, transparently, and fully by **no later than 21 August 2025**.

This notice is publicly issued as part of broader advocacy to uphold transparency, accountability, and good governance standards within UK higher education governance.

1. Legal Basis of Obligations and Concerns

HEPI exercises substantial influence on UK higher education policy, debate, and governance. Consequently, HEPI must strictly adhere to:

(1) Fiduciary Duties (Charities Act 2011; Companies Act 2006)

- Trustees and directors must act exclusively in beneficiaries' interests, avoid conflicts of interest, transparently manage resources, and ensure effective governance (Charities Act 2011, ss 178–182; Companies Act 2006, ss 171–177, notably s 175—duty to avoid conflicts of interest).
- Case Law Reference: *Bristol & West BS v Mothew* [1998] Ch 1 explicitly defines fiduciary obligations.

(2) Equality and Non-discrimination (Equality Act 2010 ss 13–27)

- HEPI must ensure policies and practices explicitly uphold non-discrimination, prevent harassment, victimisation, and promote inclusion (Equality Act 2010, ss 13–27).
- HEPI must clarify if the Public Sector Equality Duty (s 149) applies explicitly, dependent on explicitly undertaking public functions delegated by governmental authority (*YL v Birmingham City Council* [2007] UKHL 27).

(3) Data Protection (UK GDPR; Data Protection Act 2018)

- Explicit compliance with UK GDPR Articles 5 (Principles), 12–15 (Transparency and Data Subject Rights), 22 (Automated Decision-making), and Article 35 (Data Protection Impact Assessments).
- Data Protection Act 2018 explicitly supplements and enforces these obligations.

2. Demands for Compliance and Explicit Disclosures

HEPI must explicitly provide detailed disclosures by 21 August 2025 covering:

(1) Fiduciary Duties and Conflicts of Interest

- Explicitly detail the governance procedures HEPI employs explicitly to identify, manage, and transparently disclose actual or perceived conflicts of interest explicitly among trustees, directors, and senior personnel.
- Provide explicit and comprehensive declarations of interests explicitly for all trustees, directors, and senior staff, explicitly including affiliations with universities, governmental or political bodies, think-tanks, corporate entities, charities, scholarship funds, or other relevant stakeholders.

- Explicitly address potential conflicts arising from Professor Dame Sally Mapstone’s dual role explicitly at HEPI and Universities UK.
- Explicitly address potential conflicts arising from Professor Dame Helen Sarah Wallace’s dual trusteeship at HEPI and Bruges-Natolin UK European Scholarships Fund, explicitly clarifying safeguards and procedures employed to manage and transparently disclose this cross-institutional governance relationship.

(2) Governance Integrity and Transparency

- Disclose explicitly HEPI’s governance structure, decision-making processes, and safeguards against external influence by institutional subscribers, sponsors, and funders.
- Confirm explicitly compliance with the UK Corporate Governance Code 2018, particularly on board transparency, independence, and accountability.

(3) Equality, Non-discrimination, and Inclusion

- Explicitly demonstrate compliance with equality and non-discrimination obligations under Equality Act 2010, ss 13–27, explicitly detailing procedures for managing complaints or incidents involving discrimination or harassment.
- Explicitly confirm if PSED (Equality Act 2010, s 149) explicitly applies to HEPI and provide evidence of equality impact assessments, if applicable.

(4) Data Protection and Transparency

- Explicitly detail HEPI’s procedures for compliance with UK GDPR and Data Protection Act 2018, explicitly including:
- Explicitly conducted Data Protection Impact Assessments (DPIAs).
- Explicit procedures ensuring transparency, fairness, and accountability in data processing, particularly concerning surveys, event registration, and publication processes.

(5) Financial Transparency and Independence

- Provide explicitly a detailed breakdown of funding from university subscribers, corporate sponsors, governmental grants, and other funding sources.
- Explicitly clarify criteria for selection of sponsors, funders, and collaborative partners, and provide explicit safeguards protecting HEPI’s editorial and research independence.

(6) Procedural Fairness and Accountability (under Fiduciary Governance)

- Explicitly clarify HEPI's processes for selecting research contributors, external consultants, and partners, demonstrating explicit adherence to fiduciary obligations for impartiality, fairness, and transparency.
- Explicitly demonstrate procedural safeguards explicitly ensuring independence from external influences, maintaining public trust in HEPI's impartiality and integrity.

3. Consequences of Non-compliance

Failure explicitly and comprehensively to comply by 21 August 2025 will trigger immediate regulatory and civil actions, including but not limited to:

- Formal complaints explicitly filed with:
- Charity Commission (fiduciary breaches).
- Companies House (directors' statutory breaches).
- Information Commissioner's Office (ICO) (data protection breaches).
- Equality and Human Rights Commission (EHRC) (Equality Act breaches).
- Potential civil proceedings explicitly seeking judicial remedies enforcing compliance with fiduciary duties, transparency obligations, and statutory accountability.

Non-compliance explicitly carries significant risks, explicitly including severe reputational harm, enhanced regulatory scrutiny, and explicit public inquiry into HEPI's governance and operational accountability.

4. Clarification and Public Accountability

This formal notice explicitly forms part of broader public advocacy explicitly aimed at reinforcing transparency, fiduciary accountability, and integrity in UK higher education governance.

This letter and associated responses will explicitly be published openly on my Substack, Scribd, GitHub, and other public platforms, explicitly reinforcing public accountability and transparency.

Please explicitly acknowledge receipt at your earliest convenience and explicitly confirm your full compliance by the stipulated deadline.

I trust you explicitly appreciate the seriousness, clarity, and enforceability of this formal notice.

Yours sincerely,



Peter Kahl (they / them)

Multidisciplinary Independent Researcher & Governance Theorist | Litigator with Trial Experience
Constitutional, Fiduciary & Governance Theory Innovator | Epistemic Justice, Higher Ed, AI &
Deep Tech

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cc:

- **Trustees of HEPI:**
 - Professor Dame Sally Mapstone
 - Sir David Bell
 - Mary Curnock Cook CBE
 - Professor Dame Julia Goodfellow
 - Professor Dame Helen Wallace

Explicit Notice: This letter explicitly reserves all legal rights and remedies available under the laws of England and Wales.