

Confirmed Minutes

Meeting:	Board of Directors' Meeting
Date:	27 May 2022
Time:	3.00 pm – 5.00 pm
Venue:	Ballroom, 1st Floor, Bedford Square

Name	Designation
Carol Cook - Chair	Non-Executive Director
Keith Bartlett	Non-Executive Director
Trevor Bolton	Non-Executive Director
Johan Forsblad*	Non-Executive Director
Abdul Pisavadi	Non-Executive Director
John Fairhurst	Managing Director and Academic Principal
Shabnam Karim	Finance Director
Leroy Bunbury*	Head of Governance and Legal Services, and Company Secretary
Tatiana Vega Das Neves*	Student President
Gergana Atanasova	Student Council Student Representative from 3-Year AFM
Veronica Wilson	Student Council Student Representative from 3-Year LLB
Charlayne Lewis-Thomas	Staff Representative (Admissions Manager)
Tom Ironmonger	Staff Representative (Principal Lecturer, Deputy Head of the School of Business and Accounting, Foundation Year Course Leader)
Maria Jackson - Secretary	Head of Equality, Diversity and Inclusion

In attendance

Name	Designation
Amanda Jeram	Head of Quality and Compliance
Anna Krajewska	Head of School of Business and Accounting Director, CETL
Graeme Slater	Head of Action Planning

* Denotes apologies.

No.	
1.0	Welcome and Apologies
	<p>C Cook welcomed everyone to the meeting.</p> <p>Apologies were received from J Forsblad, L Bunbury and Tatiana Vega Das Neves. T Das Neves was represented by Gergana Atanasova.</p>

2.0	Minutes for approval and Action Tracker/Matters Arising:
	<p data-bbox="264 226 916 255">2.1 <u>Minutes from the previous meeting:</u> 14 March 2022</p> <p data-bbox="264 286 1166 315">The minutes of the meeting of 14 March 2022 were approved by the Board.</p> <p data-bbox="264 347 719 376">2.2 <u>Action Tracker and Matters Arising</u></p> <p data-bbox="264 407 879 436">C Cook noted the following from the Action Tracker.</p> <ul data-bbox="312 472 1522 1854" style="list-style-type: none"> <li data-bbox="312 472 1522 622">• Action 29.01.20, Item 11: Update – the mapping of our corporate and academic governance arrangements against the revised CUC Code of Governance is being considered in the context of the internal review of our Corporate and Academic Governance Framework and Articles of Association. The latter are due for consideration by the Academic Committee and Board of Directors. <li data-bbox="312 674 1522 734">• Action 14.03.22, Item 7.2a: Completed. The APP Next Steps report submitted to the March 2022 meeting of the SMLT has now been circulated to the Board. <li data-bbox="312 763 1522 824">• Action 14.03.22, Item 7.2b: Completed. The OfS Condition A1 Action Plan Summary Report now includes the rationale requested by C Cook. <li data-bbox="312 875 1522 965">• Action 14.03.22, Item 8.1: Completed. Data has been provided on the number of unconditional offers accepted. Given the positive data on unconditional offers accepted, there is limited intelligence needed on conditional offers at this stage. <li data-bbox="312 994 1522 1055">• Action 14.03.22, Item 8.1b: Completed. The review of Corporate Risk 26 is an agenda item for the May 2022 meeting. <li data-bbox="312 1106 1522 1227">• Action 14.03.22, Item 9.1a: Update - The Academic Registrar had been due to provide a verbal report in relation to KPI 11 at the joint meeting of the Academic Committee and Board of Directors. In the event, this did not happen and so C Cook asked M Jackson to ensure that the Academic Registrar provides a written report for the July 2022 meeting. <li data-bbox="312 1279 1522 1339">• Action 14.03.22, Item 9.1b: Update – The Academic Registrar has been asked to provide both raw numbers and percentages in relation to KPIs 4 and 5. <li data-bbox="312 1391 1522 1512">• Action 14.03.22, Item 11.2: Update - L Bunbury had been due to provide a verbal update on the possible involvement of students in the development of our IEIR and the substantial external threat that inflation poses to new students, current students and, indeed, staff. Given his absence, the deadline for this action will be amended to July 2022. <li data-bbox="312 1563 1522 1624">• Action 14.03.22, Item 12.1: Completed. The Directors provided feedback on a first draft of the Risk Management Framework. <li data-bbox="312 1675 1522 1736">• Action 14.03.22, Item 17: Completed. The decision was taken not to amend the wording of Section 2.1.1 of the Student Protection Plan. <li data-bbox="312 1787 1522 1854">• Action 14.03.22, Item 23: Completed. A policy on the naming of individuals that relate to actual decisions taken within committee minutes will be incorporated within L Bunbury's internal review proposal.
3.0	<p data-bbox="264 1874 459 1904">Chair's Actions</p> <p data-bbox="264 1935 1522 1995">C Cook confirmed that she had not had cause to take Chair's Action in relation to any matters since the last meeting.</p>

Part 1: Operational Reporting	
4.0	<p>Corporate Report (for information)</p> <p>C Cook noted that the June 2022 Corporate Report would be submitted to the July 2022 Board meeting.</p>
Part 2: Financial	
5.0	<p>Financial Reports (for consideration)</p> <p>C Cook noted that there were no financial reports for consideration at this particular meeting given that the Corporate Budget was being presented for approval.</p>
Part 3: Office for Students	
6.0	<p>6.1 <u>OfS Compliance Register – May 2022 Update Report</u></p> <p>6.2 <u>OfS Condition A1 Action Plan – May 2022 Update Report</u></p> <p>C Cook noted that the above agenda items had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of these items would be recorded in the minutes of the Joint meeting.</p>
Part 4: Risk Monitoring	
7.0	<p>Corporate Risk Register (recommended by the SMLT for approval)</p> <p>J Fairhurst reminded the Board that it had agreed at its March 2022 meeting that it would review Risk 26 at its May meeting rather than wait until after the SMLT had reviewed the Register at its June 2022 meeting. This decision had been prompted by questions raised as to our ability to meet the international student recruitment target that had been set, namely 200. However, from the update given within the joint meeting with the Academic Committee earlier in the day, it is now clear that we are likely to achieve the target set and could even exceed it.</p> <p>J Fairhurst explained that in July 2021 we had received an allocation of 50 CASs from the UKVI and then an additional 200. More recently we requested a further 100 CASs, but were advised that because the application window for 2022-23 was open, we should apply for the 2022-23 allocation and ask for an early release. Although we did this, the UKVI have granted us a CAS allocation for our June and October 2022 intakes only. They have advised that they will consider our metrics post October 2022 before allocating a second batch of CASs to cover our February and June 2023 intakes.</p> <p>J Fairhurst also reported that some applicants are experiencing delays in obtaining their visas as a result of processing pressures created by the situation in the Ukraine. However, the UKVI have advised us that we can ask that they prioritise certain applications or defer the start date for June intake students to October if need be.</p> <p>With numbers at likely capacity for the June intake and a number of June applicants being offered places for October 2022 instead, J Fairhurst reported that we have created a priority applicant list with postgraduate applicants being high priority.</p> <p>J Fairhurst reported that T Ironmonger and C Gartside plus a member of staff from professional services would be visiting India shortly to conduct interviews and pre-CAS credibility interviews for the October 2022 intake. We are also intending to establish our own office in India to assist with admissions. In addition, a recruitment trip to South Africa is taking place in July with the intention of making spot offers for the MBA and MSc for October 2022 and February 2023 intakes. We have engaged a marketing company in South Africa to drive a social media campaign. We have not engaged with any student recruitment agents there.</p>

	In view of the above, J Fairhurst recommended that the impact and likelihood rating for Risk 26 be left unchanged. The Board agreed and welcomed the very positive developments in international student recruitment.
8.0	<p>Key Performance Indicators (for information)</p> <p>8.1 <u>KPIs 2021-22: May 2022 Update</u></p> <p>8.2 <u>Review of KPIs 10 and 11: update report</u></p> <p>8.2.1 <u>Review Group Terms of Reference</u></p> <p>C Cook noted that the above agenda items had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of these items would be recorded in the minutes of the Joint meeting.</p>
9.0	<p>Prevent Risk Assessment (recommended by the SMLT for approval)</p> <p>C Cook noted that the Prevent Risk Assessment is next due for approval at the July 2022 Board meeting following review at the June 2022 SMLT meeting.</p>
Part 5: Annual Planning Cycle	
10.0	<p>For information</p> <p>10.1 <u>Strategic Framework Actions 2021-22 Interim Progress Report</u></p> <p>C Cook noted that the above agenda item had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of this item would be recorded in the minutes of the Joint meeting.</p> <p>10.2 <u>Overview Annual Monitoring and Evaluation Report 2020-21</u></p> <p>The Overview Annual Monitoring and Evaluation Report 2020-21 was received, and its contents noted.</p> <p>10.3 <u>Overview Annual Course Evaluation Report 2021-22</u></p> <p>The Overview Annual Course Evaluation Report 2021-22 was received, and its contents noted.</p> <p>10.4 <u>Annual Planning Cycle 2022-23</u></p> <p>The Board noted the minor updates made following the change of approach to our Strategic Framework.</p>
Part 6: Corporate and academic governance	
11.0	See Agenda Item 16.
Part 7: Student Voice	
12.0	<p>Joint Report from the Guild Manager and Student President</p> <p>G Atanasova provided a verbal update on the Student Guild's recent activities and highlighted the following in particular:</p> <ul style="list-style-type: none"> The Guild Gala event was a great success. 202 tickets were sold, connections made, and positive feedback received from both students and staff.

	<ul style="list-style-type: none"> • The Peer Advisors continue to be very busy offering guidance to their fellow students - FY students in particular. • The Guild continues to enhance its social media presence. This includes the launch of its own TikTok and the Guild Manager's own programme on Bloomsbury Radio. • Attendance at committee meetings by Student Representatives continues to be good and feedback from the meetings is being shared. • Students have been very active in supporting Open Day and Induction Day events. <p>V Wilson took the opportunity to express her thanks for the support those at the Gala event gave to the students who were promoting the products of their own businesses.</p> <p>A Pisavadi reported that he had attended the Gala event and agreed that it had been an extremely successful event.</p>
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Part 8: TDAP & Glyndŵr University

13.0	<p>Update</p> <p>C Cook noted that J Fairhurst had provided an update in the Joint Meeting with the Academic Committee earlier and that coverage of this item would be recorded in the minutes of the Joint meeting.</p>
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Part 9: Equality, Diversity and Inclusion

14.0	<p>For consideration and action</p> <p>14.1 <u>EDI Update Report: May 2022</u></p> <p>14.2 <u>EDI Update Report: April 2022</u></p> <p>C Cook noted that the above agenda items had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of these items would be recorded in the minutes of the Joint meeting.</p> <p>14.3 <u>OfS Guidance on APPs</u></p> <p>The OfS Guidance on APPs was received, and its contents noted.</p>
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Part 10: Prevent duty

15.0	<p>For information</p> <p>15.1 <u>Prevent Update Report: May 2022</u></p> <p>15.2 <u>Prevent Update Report: April 2022</u></p> <p>15.3 <u>OfS outcome on Bloomsbury Institute's Annual Data Return and Accountability Statement</u></p> <p>M Jackson presented the above Update reports for April and May 2022 and reported that the OfS have recently contacted us about the Annual Data Return and Accountability Statement that we submitted in December 2021. She explained that the OfS confirmed that they had no queries to raise with us which is the best outcome a provider can expect as the OfS no longer issue statements of compliance with the Prevent duty.</p>
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Part 11: For Approval

16.0	<p>Corporate and Academic Governance Framework</p> <p>J Fairhurst reiterated comments made in the joint meeting about plans to bring the Corporate and Academic Governance Framework and Articles of Association to a future meeting of the Academic Committee and Board of Directors' for consideration. He said he would discuss this with K Bartlett outside the meeting.</p>
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17.0	<p>Strategic Framework 2022-25</p> <p>C Cook noted that the above agenda item had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of this item would be recorded in the minutes of the Joint meeting.</p>
18.0	<p>KPIs 2022-23</p> <p>C Cook noted that the above agenda item had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of this item would be recorded in the minutes of the Joint meeting.</p>
19.0	<p>Corporate Budget 2022-23</p> <p>19.1 <u>Corporate Budget</u></p> <p>19.2 <u>Corporate Budget Commentary</u></p> <p>S Karim presented the Corporate Budget 2022-23 and highlighted the following points:</p> <ul style="list-style-type: none"> • Tuition fee income is based on 800 international students and 400 domestic students – both split across 3 intakes. We have already received deposits from 200 international students for October 2022 and, at this stage, are fairly confident of securing the target number of 450 international students for October. Our target for new domestic students is conservative but realistic. • Our projections for returning students are in line with our OfS continuation rate targets. • Agency commission currently constitutes one of our largest expenditure items. • We have included awarding body fees, but if we were to secure TDAP, these costs would reduce. • The increase in scholarships and bursaries reflects the scholarships being offered to international students and the travel bursary to domestic students. • For accounting purposes we are not able to factor within the one financial year all revenue and expenditure relating to the June 2022 intake; instead income and expenditure need to be accounted for on the basis of teaching weeks. <p>Based, in part, on intelligence gained from India, J Fairhurst reported plans to increase the undergraduate tuition fees for international students from £12,000 to £13,000 for February 2023 with no scholarships available. S Karim added that although our fees for international students are very competitive with many providers charging £18,000, it is prudent for us to opt for just a relatively small increase given that we are entering only our second year of targeted international recruitment. In addition, J Fairhurst reported that consideration is currently being given to asking all undergraduate international students to pay their Year 1 tuition fees in full prior to issuing a CAS.</p> <p>A Pisavadi asked whether we had any duty to check the source of applicants' funds from a money laundering perspective. J Fairhurst explained that any money which is to be used for tuition fees and living costs needs to be in the applicant's account for a full 28 consecutive days, and that the bank document must not be more than 31 days old from the date the applicant submits the online visa application. J Fairhurst added that a provider does not have to undertake any additional due diligence checks unless there is any suspicion with regards to the legitimacy of the funds.</p>
20.0	<p>Risk Management Framework</p> <p>J Fairhurst invited any comments on the Risk Management Framework.</p> <p>The Directors advised that the SMLT should be recommending the Risk Appetite Statement to the Board rather than have the Board develop the Statement itself. A Jeram said that this had been the intention and that the Framework just needed rewording to make that clear. J Fairhurst added that members of the SMLT could be invited to a meeting of the Board to present the Statement and answer any questions the Board might have.</p> <p>T Bolton said that he felt that the Framework provided a useful starting point but recommended that further discussions be held on it. The Board agreed with C Cook commenting on the need also for the Board to understand the Institute's resilience to risk, and for examples to be included with the Framework document as originally agreed. In the circumstances, J Fairhurst invited the Board to share any further comments</p>

	<p>with him by email. He would then collate the comments with a view to a finalised Framework and a Risk Appetite Statement being presented to the Board for approval at its July 2022 meeting.</p> <p>Actions:</p> <ul style="list-style-type: none"> • All to share with J Fairhurst any comments on the Risk Management Framework.
<p>21.0</p>	<p>Staff Relationships Policy</p> <p>S Karim presented the Staff Relationships Policy that had been developed by the People, Talent and Culture Manager, explaining that it sets out the reason for having such a policy, definitions of relationships, processes for disclosing and reporting relationships. She added that the intention is to publish the policy document on the online Quality and Enhancement Policy for the benefit of students and to add it to the suite of documents on HR Online that all staff are required to read.</p> <p>The Board welcomed and approved the Staff Relationships Policy.</p>
<p>Part 12: For Discussion</p>	
<p>22.0</p>	<p>Confirmed minutes from other forums or committees</p> <p>22.1 <u>SMLT: 2 March 2022</u></p> <p>The minutes of the 2 March 2022 SMLT were received and noted.</p> <p>There were no actions referred to the Board of Directors.</p> <p>22.2 <u>SMLT: 6 April 2022</u></p> <p>The minutes of the 6 April 2022 SMLT were received and noted.</p> <p>There were no actions referred to the Board of Directors.</p> <p>22.3 <u>Health and Safety Committee: 28 November 2021</u></p> <p>The minutes of the 28 November 2021 Health and Safety Committee were received and noted.</p> <p>There were no actions referred to the Board of Directors.</p> <p>22.4 <u>Health and Safety Committee: 8 November 2021</u></p> <p>The minutes of the 8 November 2021 Health and Safety Committee were received and noted.</p> <p>There were no actions referred to the Board of Directors.</p>
<p>23.0</p>	<p>Actions referred from other forums/committees where the minutes are unconfirmed/not yet available</p> <p>23.1 <u>SMLT: 4 May 2022</u></p> <p>There were no actions referred to the Board of Directors.</p> <p>23.2 <u>Academic Committee: 27 May 2022</u></p> <p>There were no actions referred to the Board of Directors.</p> <p>23.3 <u>Academic Committee: 30 March 2022</u></p> <p>There were no actions referred to the Board of Directors.</p> <p>23.4 <u>Health and Safety Committee: 9 March 2022</u></p> <p>There were no actions referred to the Board of Directors.</p>

Part 13: For Information

24.0 Student Recruitment and Admissions 2021-22

The Student Recruitment and Admissions Report was received, and C Cook asked whether the Board had any further comments or questions following the discussion of international student recruitment under Agenda Item 7.

K Bartlett asked whether the Excel spreadsheet was a new one. J Fairhurst explained that it was the first time data had been presented in that format as it was reporting on the June 2022 intake only. It does not cover any intakes for 2022-23. K Bartlett said he had some suggestions for how future reports should be presented and agreed to share these with J Fairhurst outside of the meeting.

Actions:

- **K Bartlett to share with J Fairhurst suggestions for the presentation of future recruitment and admissions reports.**

Part 14: Any Other Business

25.0 C Cook asked whether we had any indication at this stage as to the number of students currently on the University of Northampton Foundation Year who would be transferring to Glyndŵr degrees. A Jeram explained that it was too early to know as the Communications Campaign about transfer opportunities had only been launched relatively recently.

Part 15: Date/Time of Next Meeting

26.0 **Date, Time and Venue of Next Meeting:** Friday 22 July 2022, 1 pm to 5 pm, Venue to be confirmed.