

Confirmed Minutes

Meeting:	Board of Directors' Meeting
Date:	17 January 2022
Time:	3.00 pm – 5.00 pm
Venue:	Room 304, 373-375 Euston Road

Name	Designation
Carol Cook - Chair	Non-Executive Director
Keith Bartlett	Non-Executive Director
Trevor Bolton	Non-Executive Director
Johan Forsblad	Non-Executive Director
Tom Mortimer	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
Ana Maria Silochi	Student Representative
Veronica Wilson*	Student Representative
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

No.	
1.0	Welcome and Apologies
	C Cook welcomed everyone to the meeting and, in particular, Tom Ironmonger (the new staff representative replacing Joe Stevens) and Ana Maria Silochi (representing Tatiana Vega Das Neves in the latter's absence). Ana Maria Silochi is a Final Year AFM student who has been involved in the set-up of the Bloomsbury Law Clinic.
	Apologies were received from Tatiana Vega Das Neves and Veronica Wilson.

2.0 Minutes for approval and Action Tracker/Matters Arising:

2.1 Minutes from the previous meeting: 22 November 2021

The minutes of the meeting of 22 November 2021 were **approved** by the Board subject to the deletion of the third bullet point under Section 8.2 for accuracy purposes.

2.2 Action Tracker and Matters Arising

C Cook reported on the following actions:

Action 29.01.20 Item 11: given that L Bunbury is undertaking the mapping of our corporate and academic governance arrangements against the revised CUC Code of Governance as part of his internal review of our Corporate and Academic Governance Framework and Articles of Association, this action should be assigned to L Bunbury (rather than M Jackson) and the completion date changed to May 2022 as this is the date the revised arrangements are due for consideration by the Academic Committee and the Board of Directors.

Action 10.03.21 Item 16.1: Completed. A procedures document has been developed covering how we respond to a terrorist incident.

Action 22.11.21 Item 6: Completed. All completed appraisal forms have been submitted to L Bunbury.

Action 22.11.21 Item 7: L Bunbury is currently working on implementation of the Directors' Induction and Training Programme.

Action 22.11.21 Item 22: Completed. The Prevent ADR and accountability statement has been submitted to the Board for information following approval of the Prevent Annual Report 2020-21 at the November 2021 Board meeting.

Action 22.11.21 Item 23: Completed. The Value for Money Statement was amended, and the amendment approved by Chair's Action as agreed at the November 2021 Board meeting.

Action 22.11.25: Completed. A Junaid has been asked to provide both target numbers and actual numbers in future student recruitment and admissions reports to the Board. [This action was mistakenly labelled Action 22.11.27 when the Action Tracker was presented to the Board in November 2021.]

2.3 Minutes from the joint meeting of the Academic Committee and Board of Directors 22 November 2021

C Cook explained that the Board is required to consider only Part 4 of the minutes as it is this section that covers the joint meeting.

The Board **approved** Part 4 of the minutes of the November 2021 Joint Meeting of the Academic Committee and Board of Directors.

3.0 Chair's Actions

Value for Money Statement

C Cook explained that she had approved the Value for Money Statement by Chair's Action in line with agreement reached at the November 2021 Board meeting. She also noted discussions at the January 2022 Audit Committee meeting regarding Bloomsbury Institute's Value for Money Statement and Value for Money Report and the likelihood that the approach to and the format of the next iteration of the Statement would be different to the current one.

Part 1: Operational Reporting

4.0 Corporate Report (for information)

C Cook reminded the Board that the Corporate Report is not due until March 2022. However, she invited J Fairhurst to provide feedback on both the Graduation Ceremony held in November 2021 and the launch of the Bloomsbury Law Clinic on 14 January 2022.

J Fairhurst reported that the Graduation Ceremony had taken place at Central Hall Westminster and had been a great success in terms of the number of students and their families attending and also the sense of occasion at such an impressive venue (located directly opposite Westminster Abbey). C Cook added that she had attended and found the event even more enjoyable and emotional than the previous one she had attended.

J Fairhurst reported that the launch of the Bloomsbury Law Clinic had been equally successful with Lord Neuberger opening the Clinic and offering to return later to deliver some guest lectures. Jessica Simor (QC from Matrix Chambers) attended the event as well as representatives from Ronald Fletcher Baker and Edwin Coe. J Fairhurst added that J Simor has offered to arrange opportunities (on an annual basis) for 20 of our students to shadow the barristers at Matrix Chambers as they work on a case through to its conclusion, and 10 solicitors from Ronald Fletcher Baker will be acting as our Supervising Solicitors for the Clinic. In addition, one of the solicitors from Edwin Coe has been in touch to say that his firm also wants to get involved with the Clinic. Information on the Clinic and an appointments booking system is now available on our website: https://www.bil.ac.uk/law-clinic/

J Fairhurst noted that G Pitt (one of the external academic advisors on our Academic Committee) and both T Bolton and A Pisavadi had also attended the event.

5.0 Covid-19

J Fairhurst confirmed that there were no Covid-19 updates.

Part 2: Financial

6.0 Financial Reports (for consideration)

S Karim explained that pending completion of the enrolment process, the re-forecast figures would now be presented at the March 2022 Board meeting.

Part 3: Office for Students

7.0 7.1 Of S Compliance Register – December 2021 Update Report

A Jeram presented the December 2021 update report on the OfS Compliance Register and highlighted the key points below.

Condition A: Access and participation for students from all backgrounds

A Jeram reported that she had notified the OfS on 30 November 2021 of our plans to develop a new academic partnership with Glyndŵr University for the delivery of new 4-year and 3-year accelerated with FY, 3-year, 2-year accelerated and Top-up undergraduate degree programmes (in addition to an MBA) following the conclusion of our partnership with the University of Northampton. A Jeram also explained that assuming a successful outcome to the validation event, we would expect to recruit to some of the new degrees for June 2022. This notification to the OfS was made in the context of a possible variation to our approved Access and Participation Plan. A Jeram added that the OfS subsequently advised us that no variation was needed given that we had included information on these new courses in our 2022-23 AFI submission and that we are not changing the fees charged to students.

C Cook noted from the update that the OfS have been asked to 'strongly encourage providers to set themselves ambitious, measurable targets to significantly increase the proportion of students on higher and degree apprenticeships, Level 4 and 5 courses, including Higher Technical Qualifications, and utilising greater flexibility of access such as part time courses'. In the circumstances, C Cook asked whether we would be reviewing our own provision. J Fairhurst stated that at the moment no funding is available for

Level 4 and 5 courses that are part of a degree programme – they are exit wards and to obtain funding, students have to enrol on the full degree. We are seeking approval for part-time delivery, but we would only be able to provide delivery during the day-time alongside our full-time courses.

Condition B: Quality, reliable standards and positive outcomes for all students

A Jeram reported that she has established a review team to consider how we ensure that we map to the new Condition B. She will be submitting a proposal document to the SMLT and Board of Directors in due course.

T Bolton flagged the need for some updates to be made to the entries in the report in relation to Condition B (e.g. the references to the OfS Consultation on Quality and Standards and the CILEx qualifying route).

Condition C: Protecting the interests of all students

A Jeram explained that the focus here was on compliance with Glyndŵr University's regulations.

Condition D: Financial sustainability

A Jeram said that she (together with S Karim) had given consideration as to whether or not our current financial position would constitute a reportable event using the reportable events process she has created, but she said she has concluded that it would not.

C Cook flagged the statement made about Bloomsbury Institute's financial stability and asked who the "we" refers to when concluding our sustainability and viability. A Jeram explained that the "we" related to S Karim, our Finance Director.

C Cook asked whether we would be offering students on our University of Northampton degrees the option of transferring to Glyndŵr University degrees. J Fairhurst explained that only the FY students who joined in 2021-22 would be able to transfer from their Northampton degree to the equivalent Glyndŵr University degree.

Condition E: Good governance

A Jeram reported that she would be reviewing our recently published Value for Money Statement in the Spring.

Condition F: Information for students

A Jeram reported that colleagues were currently in the process of revamping our website in readiness for recruitment to our proposed Glyndŵr degrees. She also reported that the OfS has recently published the alternative NSS survey questions that it will be piloting this year and guidance on what providers can and cannot do in terms of promoting the NSS.

7.2 OfS Condition A1 Action Plan – December 2021 Update Report

M Jackson presented the December 2021 update report, explaining that we are compliant with Strategic Measures 1, 5, 6, Financial Support Strategic Measures, and other Strategic Measures and Commitments, and that it is assumed that we are compliant with Strategic Measures 2, 3 and 4 in the absence of any advice to the contrary from the relevant Action Leads. However, she highlighted some important issues that she has flagged within the report.

K Bartlett commented on the number of deadlines that had been extended. M Jackson confirmed that this had largely been due to data capacity issues. M Jackson added that we are approaching a number of key January and February deadlines for evaluative actions and that she has been assured by Action Leads that these deadlines will be met.

Part 4: Risk Monitoring

8.0 Corporate Risk Register (recommended by the SMLT for approval)

8.1 Corporate Risk Register December 2021

L Bunbury presented the Corporate Risk Register explaining that the only material change made was to bring forward the review date for Risk 24. The other amendment was an update to the text provided in the Action Taken/To Be Taken column for Risk 4.

T Mortimer raised the following points that had been discussed in the Audit Committee meeting:

- Risk 3 Failure to comply with OfS specific conditions, and ongoing conditions of registration The overall risk rating should read 6 rather than 8 based on an impact score of 3 and a likelihood score of 2.
- Risk 4 Implementation of the strategic measures within the Access and Participation Plan (APP) do not close the identified gaps for continuation rates and attainment The overall risk rating should read 6 rather than 8 based on an impact score of 3 and a likelihood score of 2.
- Risk 24 Failure to recruit to target for UK undergraduate students in 2021-22 The Audit Committee felt that the overall risk of 6 was too low. J Fairhurst informed the Board that when the risk was last reviewed in September 2021, the SMLT had agreed that the risk review date should be moved forward to March 2022. At this March 2022 review, consideration will be given to the risk ratings. The Board agreed to wait until the March 2022 review before recommending any amendments to this particular risk.
- Risk 27 Failure to carry out appropriate due diligence and monitoring procedures when working with recruitment agents The overall risk rating should read 6 rather than 8 based on an impact score of 3 and a likelihood score of 2.

The Board of Directors **approved** the Corporate Risk Register subject to the amendments highlighted above in relation to Risks 3, 4 and 27.

Actions:

 L Bunbury to ensure the overall ratings for Risks 3, 4 and 27 are corrected in advance of the March 2022 review of the Corporate Risk Register.

9.0 Key Performance Indicators (for information)

9.1 KPIs 2021-22: December 2021 Update

J Fairhurst presented the December 2021 KPIs update report, explaining that it was now being presented in the template that had been agreed at the November 2021 meeting of the Board.

T Mortimer flagged the fact that a full update to KPI 8 had not been provided as there was no information on the number of complaints submitted to the OIA. A request to include this information had been made at the November 2021 Board meeting.

Referring to discussions within the Audit Committee in relation to KPI 3b, T Bolton asked why the target for the percentage of instalments received for SLC-funded new students [September starters] was not set at 100% rather than "more than 90%". S Karim explained that 100% would not be a realistic target as the SLC will hold back on releasing funds until all necessary documentation has been received. In addition, the SLC might deny funding in some cases and there might also be cases where students might lose their funding. S Karim added that in the case of students losing their funding, they would be required to transfer to a Private Tuition Fee Plan although the Finance team would support students to reclaim funding where there are compelling personal circumstances. S Karim also explained that as a result of Covid-19, the Finance team has been asked to help an increasing number of students with compelling personal circumstances.

T Mortimer stated that the Audit Committee had discussed KPIs 2a (450 new FY students and 100 new Top-up students enrol in Sep 2021) and 2b (250 new FY students and 100 new Top-up students enrol in

Jan 2022). He explained that the some of the issues discussed had been addressed by A Jeram's OfS Compliance Register update report.

T Mortimer asked that, in future, raw numbers be reported in the updates to KPIs 4 and 5 rather than just percentage figures. J Fairhurst agreed that this additional information would provide useful intelligence.

T Mortimer also flagged the Audit Committee had discussed KPIs 2a and 2b in relation to January 2022 intake figures. J Fairhurst recommended that this discussion be deferred to consideration under Reserved Items given that T Young (Interim Head of Marketing) would be joining the Board meeting to discuss recruitment.

Actions

M Jackson to ask A Junaid to ensure that KPI 8 (complaints to the OIA) is updated with the
historical data requested, and that actual student numbers are included within the updates
to KPIs 4 and 5 in addition to the percentage figures already included.

10.0 Prevent Risk Assessment (recommended by the SMLT for approval)

10.1 Prevent Risk Assessment December 2021

M Jackson presented the December 2021 Prevent Risk Assessment, highlighting the following key points:

- The current national threat from terrorism has been raised from "Substantial" to "Severe". However, mitigations in place at Bloomsbury Institute are such that the increased risk level does not warrant any increase in individual risk ratings at an Institute level.
- The only changes made are general factual updates e.g. to the title of our HR Manager (now People, Talent and Culture Manager); the entries regarding CCTV now that the Ballroom at Bedford Square is to revert to a meeting room from its current status as a computer lab; the status of policies due for review; and the increase in the number of student recruitment agents with whom we are now working.

The Board of Directors **approved** the Prevent Risk Assessment.

C Cook suggested that the Prevent Risk Assessment be shared with the Internal Audit team. M Jackson agreed to do so.

Actions:

M Jackson to share a copy of the Prevent Risk Assessment with the Internal Audit team.

Part 5: Annual Planning Cycle

11.0 There are no items for consideration.

Part 6: Corporate and academic governance

12.0 There are no items for consideration.

Part 7: Student Voice

13.0 Joint Report from the Guild Manager and Student President

13.1 January 2022 Joint Report

C Cook invited Ana Maria Silochi to present the Joint Report from the Guild Manager and Student President.

A Silochi highlighted the following key points from the report:

- The Guild has hosted its first all Student Representation social event at International Student House. The event (which followed an extremely helpful training session delivered by the Quality Manager (Secretariat)) was attended by both J Fairhurst and A Junaid, and was a great success.
- The Guild has also held its first Board of Trustees meeting of the year (3 December 2021) and conducted its first hybrid Annual General Meeting (10 December 2021).
- The Guild's Strategic Framework for 2021-22 was approved by the Board of Trustees at its December 2021 meeting and S Karim has confirmed that the Guild's 2020-21 finance report was satisfactory with no discrepancies identified.
- The Guild continues to organise monthly trips to the cinema and this year made its Christmas/end of year meet-up a virtual event. In addition, the Guild has launched its own weekly radio show. The show is broadcast every Friday at 7pm and there have been 5 broadcasts to date.
- The Guild Executive Officer (Georgiana Ursachescu) continues to work with the Peer Advisors at 373-375 Euston Road to provide on-site support to Bloomsbury Institute students. J Fairhurst added that once we have the sign-off from Transport for London on the Great Portland Street site, the Guild and the Peer Advisors will have a permanent base there.
- The Guild will shortly be organising elections for new student representatives for the January 2022 intake.

Part 8: TDAP & Glyndŵr University

14.0 Update

J Fairhurst confirmed that he had no further updates on our TDAP application. As for our discussions with Glyndŵr University, J Fairhurst reported that he had received a draft Memorandum of Agreement from Glyndŵr University the previous Friday and had returned it with just a few minor comments. When sending the MoA, Glyndŵr University had commended us on the high quality of our documentation. Once the MoA has been approved and signed, we will publish our amended webpages and start recruitment.

J Fairhurst explained that Glyndŵr University are planning to hold one comprehensive programme approval event in February 2022. We are currently awaiting a date.

Part 9: Equality, Diversity and Inclusion

15.0 For consideration and action

15.1 EDI Update Report: December 2021

M Jackson presented the EDI Update Report for December 2021 highlighting, in particular, the letter from the Education Secretary and Universities Minister to the OfS setting out their priorities and future plans for access and participation. The stated focus will be on "genuine social mobility".

C Cook suggested including within the EDI Update Reports any updates on compulsory EDI training undertaken by the Non-Executive Directors. Although administration and monitoring of EDI training is now the responsibility of our People, Talent and Culture team, M Jackson agreed that it would be appropriate to include information on the same within her EDI Update Reports.

Actions:

• M Jackson to ensure that she includes within her EDI Update Reports information on completion of the EDI training the Non-Executive Directors are required to undertake.

Part 10: Prevent duty

16.0 For information

16.1 Prevent Update Report: December 2021

M Jackson presented the Prevent Update Report for December 2021.

Part 11: For Approval

17.0 | Staff Recruitment and Development Policy

- 17.1 Summary of Changes Document as submitted to the October 2021 SMLT
- 17.2 Staff Recruitment and Development Policy

The Board of Directors **approved** the Staff Recruitment and Development Policy.

18.0 Data Protection Policy

- 18.1 Summary of Changes as submitted to the December 2021 SMLT
- 18.2 Data Protection Policy

C Cook asked whether any further amendments might be needed to the Data Protection Policy in the light of the 2020 UK Statutory Instrument covering the UK's EU Exit. L Bunbury agreed to check and make any necessary amendments prior to re-submission of the policy to the SMLT for recommended approval to the Board.

Actions:

L Bunbury to check whether any amendments might be required to the Data Protection Policy in the light of the 2020 Statutory Instrument referenced above and, if this proves to be the case, resubmit the policy to the SMLT for recommended approval to the Board.

19.0 Confidentiality Policy

- 19.1 Summary of Changes as submitted to the December 2021 SMLT
- 19.2 Confidentiality Policy

The Board of Directors approved the Confidentiality Policy without amendment.

20.0 Privacy Notice

- 20.1 Summary of Changes as submitted to the December 2021 SMLT
- 20.2 Privacy Notice

The Board of Directors **approved** the Privacy Notice without amendment.

21.0 Of S Reportable Events Process Document

A Jeram presented the OfS Reportable Events Process Document, explaining that it had first been considered by the SMLT at its February 2021 meeting and then again (following some revisions) at its December 2021 meeting. A Jeram added that she has had cause to test the process twice since its development.

J Forsblad said that he had found the title of Section 3.2 ("Materiality Test") somewhat misleading as he had anticipated details of criteria that would be taken into account when determining the materiality of an event or likely event, whereas that was not the case. In the circumstances J Forsblad asked what the criteria would be. A Jeram explained that there were no set criteria; it would be a case of her gathering intelligence and then making a judgment. She added that in the event of her needing to seek advice on any event, she would seek it from the Finance Director and the Head of Governance and Legal Services as they are fellow members of the Reportable Events Advisory Group (REAG). J Forsblad also said that

he felt the process document could be made shorter and simpler as there is currently an element of repetition. A Jeram agreed to amend the Process document to address J Forsblad's comments.

C Cook asked how A Jeram would know whether any of the events listed in the Appendix to the document had occurred or were at risk of occurring, and recommended explaining this within the document. A Jeram explained that through training, staff were aware of reporting expectations. However, she agreed to embed this information within the document. Subject to that, the Board **approved** the document.

C Cook recommended that OfS Reportable Events be made a standing agenda item for the Board under Reserved Items.

Actions:

- A Jeram to amend the OfS Reportable Events Process document in line with the Board's recommendations.
- M Jackson to ensure that OfS Reportable Events becomes a standing agenda item under Reserved Items.

Part 12: For Discussion

22.0 Confirmed minutes from other forums or committees

22.1 SMLT: 6 October 2021

Actions referred to BoD (if applicable): None

22.2 SMLT: 3 November 2021

Actions referred to BoD (if applicable): None

22.3 Academic Committee: 22 September 2021

Actions referred to BoD (if applicable): Recommended approval of amendments to KPIs 10, 11 and 12.

22.4 EDIC: 27 October 2021

Actions referred to BoD (if applicable): None

The above minutes were received, and their contents noted.

23.0 Actions referred from other forums/committees where the minutes are unconfirmed/not yet available

23.1 SMLT: 1 December 2021

Actions referred to BoD (if applicable): None

23.2 EDIC: 8 December 2021

Actions referred to BoD (if applicable): None

It was noted that no actions had been referred to the Board of Directors from the above meetings.

Part 13: For Information

24.0 Student Recruitment and Admissions 2021-22

J Fairhurst presented the January Intake analysis that had been prepared by the Academic Registrar and made the following key points in relation to recruitment:

- For us, the EU market has dried up, but the domestic market is bearing up and the international market is growing.
- A number of international students who had originally applied for January 2022 entry are still in the
 pipeline for June 2022 when we hope to supplement our current provision with an MBA and 3-Year
 Accelerated Degree Programmes with a Foundation Year.

- We have received a lot of interest from potential applicants in South Africa and have partnered with Student Hero (South Africa's largest student finance facilitation service) to help our applicants to learn about, apply and qualify for study funding.
- We are looking to offer entry points for new students every four months: February, June and October.
- We are exploring with Anthology a new CRM system which will automate processes more than is currently the case with Radius.

For future reports to the Board, J Fairhurst said it would be helpful to see the information separated into the three categories, namely Home, International and International Student Visa Required. He also said that for reporting on recruitment for AY 2022-23 and beyond, it would be useful for the Board to see comparative data for previous intakes. J Fairhurst asked M Jackson to ensure that the Academic Registrar includes such data in future.

T Ironmonger commented on how impressive the current FY cohort are in terms of engagement with their studies. He added that submission rates have been high and there have been no cases of academic misconduct. He therefore asked that the focus of any recruitment drive be on attracting "more of the same". C Cook was encouraged by T Ironmonger's comments and said she would be interested to learn why the students chose Bloomsbury Institute. She also recommended that our marketing campaigns focus heavily on the opportunities that are available at Bloomsbury Institute.

Actions:

 M Jackson to ensure that the Academic Registrar separates information in future reports into the three different categories, namely Home, International and International Student Visa Required, and that going forward (i.e. reporting for September 2022-23 and beyond) such reports provide comparative data for previous intakes.

25.0 Prevent Annual Accountability Data Return

25.1 Data Return

25.2 Compliance Statement

M Jackson explained that the above documents had been populated on the basis of the Prevent Annual Report 2020-21 she had presented to the Board for approval in November 2021, and had been approved by C Cook who was required to issue the Compliance Statement on behalf of the Board. The documents were being presented to the Board to evidence the submission made to the OfS.

Part 14: Any Other Business

26.0 26. 1 QAA Collaborative Enhancement Project

A Krajewska reported that Bloomsbury Institute is taking part in a QAA funded collaborative project that is looking to improve student learning by linking inclusion/accessibility and academic integrity. The project involves representatives from Oxford Brookes University, the University of Southampton and the University of Westminster.

Part 15: Date/Time of Next Meeting

27.0

Date, Time and Venue of Next Meeting: Monday 14 March 2022, 1 pm to 5 pm. Venue to be confirmed.