

Confirmed Minutes

Meeting:	Board of Directors' Meeting
Date:	26 May 2023
Time:	3 pm – 4 pm
Venue:	G16 Malet Building, Birbeck College

Name	Designation
Carol Cook - Chair	Non-Executive Director
Keith Bartlett	Non-Executive Director
Trevor Bolton	Non-Executive Director
Melanie Fellowes	Non-Executive Director
Victoria Holbrook	Non-Executive Director
Abdul Pisavadi	Non-Executive Director
John Fairhurst	Principal and Chief Executive Officer
Shabnam Karim	Chief Operating Officer and Chief Financial Officer
Abrahan Burgos	Student Representative (MBA)
Ammar Syed*	Student Representative (Student President)
Rebecca Collins	Staff Representative (Disability and Wellbeing Advisor)
Tom Ironmonger	Staff Representative (Principal Lecturer, Deputy Head of the School of Business and Accounting, Foundation Year Course Leader)
Maria Jackson - Secretary	Head of Governance and Company Secretary

In attendance

Name	Designation
Cal Courtney	Deputy Chief Executive Officer
Joan O'Mahony	Deputy Principal

No.	
1.0	Welcome and Apologies C Cook welcomed everyone to the meeting, noting that apologies had been received from A Syed.
2.0	Minutes for approval and Action Tracker/Matters Arising:
	2.1 <u>Minutes from the meeting of 17 March 2023</u> The minutes of the meeting of 17 March 2023 were approved. 2.2 <u>Action Tracker and Matters Arising</u> C Cook highlighted the following from the Action Tracker where updates were due: <ul style="list-style-type: none"> Action 17.03.2023, Item 4.1: Update - J O'Mahony was to have reported back after the March 2023 Board meeting on the number of students currently enrolled on our University of Northampton degrees. This will now be done by email in advance of the July 2023 Board meeting.

	<ul style="list-style-type: none"> • Action 17.03.2023, Item 8.1: Completed. M Jackson shared with the Board J O'Mahony's email of 18 May 2023 which included the KPI information that J O'Mahony had sent to K Bartlett regarding the October 2021 intake of FY students together with additional performance data on the students from this intake who passed all Level 4 modules. Clarification from J O'Mahony on one point is pending. <p>There were no Matters Arising.</p>
3.0	Chair's Actions
	C Cook confirmed that there had been no cause for her to take Chair's Action on any matters since the March 2023 meeting of the Board of Directors.
Part 1: Operational Reporting	
4.0	Corporate Report (for information)
	C Cook noted that the next Corporate Report was not due until July 2023.
Part 2: Financial	
5.0	Financial Reports (for consideration)
	S Karim confirmed that there were no financial reports due for consideration.
Part 3: Office for Students	
6.0	OfS Condition A1 Action Plan [An agenda item for the joint meeting with the Academic Committee]
	6.1 OfS Condition A1 Action Plan – April 2023 Update Cover Paper
	6.2 OfS Condition A1 Action Plan – April 2023 Update Report
	6.3 OfS Condition A1 Action Plan – May 2023 Update Cover Paper
	6.4 OfS Condition A1 Action Plan – May 2023 Update Report
	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.
Part 4: Risk Monitoring	
7.0	Corporate Risk Register [Recommended by the SMT for approval by the Board]
	7.1 Corporate Risk Register: April 2023 Review Commentary
	7.2 Corporate Risk Register: April 2023 Review
	7.3 Corporate Risk Register: May 2023 Review Commentary
	7.4 Corporate Risk Register: May 2023 Review

	<p>S Karim presented the above documents, highlighting the following key points:</p> <ul style="list-style-type: none"> • In April 2023 no revisions to risk ratings were proposed by the SMT. The only amendments made were updates to the actions taken/to be taken. • In May 2023 there were no individual risks due for review. However, a new risk (Risk 11) was added to the Register - Failure of students to pay their fees in full. This new risk takes account of the change in our student profile whereby we now have a significant proportion of international students who pay their fees privately. This changing student profile has meant that the Institute's risk to non-payment of tuition fees has increased. • Although we have already put in place actions to mitigate this new risk for future intakes (as documented in the Corporate Risk Register), we will be monitoring this risk closely and updates will be included in reforecasts as necessary. • Pending the review of our Risk Management Framework, the SMT has recommended the following frequency for the review of risks: <ul style="list-style-type: none"> ○ High risks will be reviewed monthly ○ Medium risks will be reviewed every two months ○ Low risks will be reviewed quarterly • The Risk Management Working Group (chaired by J O'Mahony) will be considering the Board's recommendation that either a new risk be added to the Corporate Risk Register or a new KPI added to our corporate KPIs at its next meeting with regards to staff wellbeing. <p>V Holbrook noted that seeking recourse to debt collectors would be a last resort in the case of students failing to pay their fees, but asked whether consideration had been given to reputational risk from using debt collectors should a student share their experience with the media. She was referring to the dissonance between the values and approach of Bloomsbury Institute and those of an outsourced debt collection service. S Karim said that any such incidents would be handled on a case-by-case basis. However, J Fairhurst explained that this would be a short-term risk only because for the June 2023 intake, the deposit for students from the Indian subcontinent is 100% of the tuition fees and for the October 2023 and future intakes, all international students will be subject to the same 100% deposit requirement.</p>
<p>8.0</p>	<p>KPIs 2022-23 [An agenda item for the joint meeting with the Academic Committee]</p> <p>To note: There were no updates due for April 2023</p> <p>8.1 <u>KPIs 2022-23: May 2023 Review</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>9.0</p>	<p>Prevent Risk Assessment: March 2023 [Recommended by the SMT for approval]</p> <p>The Board noted that the Prevent Risk Assessment was not due for consideration until the next Board meeting.</p>
<p>Part 5: Annual Planning Cycle</p>	
<p>10.0</p>	<p>Internal and External Intelligence Report [An agenda item for information for the Joint Meeting with the Academic Committee]</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.
Part 6: Corporate and academic governance	
11.0	Update on internal governance review [An agenda item for the joint meeting with the Academic Committee] It was agreed that this particular agenda item would be considered under Reserved Items.
Part 7: Student Voice	
12.0	Joint Report from the Guild Manager and Student President The Board noted that the Joint Report was not due until the July 2023 Board meeting.
Part 8: TDAP & Wrexham University	
13.0	Update J Fairhurst had no updates to provide.
Part 9: Equality, Diversity and Inclusion	
14.0	For consideration [An agenda item for the Joint Meeting with the Academic Committee although the Academic Committee are receiving for information only] 14.1 <u>EDI Update Reports for April 2023 SMT Cover Paper</u> 14.2 <u>EDI Update Report for April 2023 SMT</u> 14.3 <u>EDI Update Reports for May 2023 SMT Cover Paper</u> 14.4 <u>EDI Update Report for May 2023 SMT</u> 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.
Part 10: Prevent duty	
15.0	For information 15.1 <u>Prevent Update Report for SMT: April 2023 Cover Paper</u> 15.2 <u>Prevent Update Report for SMT: April 2023</u> M Jackson reported that there had been no Prevent Update Report for May 2023 and flagged the fact (included in the May 2023 Update Report) that we have received a favourable outcome from the OfS in response to our 2021-2022 Accountability and Data Return.
Part 11: For Approval	

<p>16.0</p>	<p>Strategic Framework 2022-25 [An agenda item for the Joint Meeting with the Academic Committee]</p> <p>[Recommended by the SLT for approval following recommendation by the SMT. The Board of Directors to approve, acting upon the recommendation of the Academic Committee in relation to any academic goals]</p> <p>16.1 <u>Strategic Framework 2022-25 Cover Paper</u></p> <p>16.2 <u>Strategic Framework 2022-25</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>17.0</p>	<p>Corporate Budget 2023-24</p> <p>The Board noted that consideration of the Corporate Budget 2023-24 would be deferred to the July 2023 Board meeting.</p>
<p>18.0</p>	<p>KPIs from September 2023</p> <p>[Recommended by the SLT for approval following recommendation by the SMT. The Board of Directors to approve, acting upon the recommendation of the Academic Committee when setting academic KPIs.]</p> <p>[An agenda item for the Joint Meeting with the Academic Committee]</p> <p>C Cook noted that the proposed academic KPIs had been considered in the Joint Meeting with the Academic Committee earlier and that coverage of these and their recommended approval by the Academic Committee would be recorded in the minutes of the Joint meeting. C Cook then invited S Karim to present the remaining KPIs.</p> <p>S Karim explained that the new KPIs are directly linked to our income and surplus/deficit position and will therefore provide an ongoing indication of whether or not we are on track to meet our financial targets for the year. S Karim highlighted in particular KPIs 7, 8 and 9 which cover UKVI metrics. J Fairhurst explained that although these UKVI KPIs will only provide a snapshot, we will be tracking all the relevant UKVI data for a five-year period ahead. The way in which we will do this is set out in an internal document which J Fairhurst offered to share with the Board should they be interested in seeing it. J Fairhurst added that a similar paper has been produced for the OfS Condition B3 metrics captured in the KPIs, and again offered to share with the Board should they be interested in receiving it.</p> <p>M Fellowes asked whether the annual non-enrolment rates cover both those who have entered the country and those who have not. J Fairhurst stated that the non-enrolment rates are for students who have been issued with a visa but have not enrolled (whether or not they have entered the country). There is a separate visa refusal rate. J Fairhurst provided some context in terms of the following status classifications used on the UKVI portal:</p> <ul style="list-style-type: none"> • Issued - to show that a CAS has been issued. • Used - to show that a decision has been made on a visa application. However, that decision could be an approval or a refusal and so we are not able to tell whether a visa application was successful. As a result, we are normally reliant on the student notifying us of the outcome of their visa application. Students are asked to upload to our portal a copy of their visa once issued along with other documents including travel tickets. If a student has had their visa refused, they are requested to provide a copy of the refusal letter. <p>Returning to M Fellowes' question, J Fairhurst explained that if a student has been issued with the visa and then they fail to enrol, we are required to report them as not having enrolled.</p>

	<p>M Fellowes also asked about the UKVI's requirements with regards to attendance and engagement. J Fairhurst explained that the UKVI has introduced a 60-day academic engagement requirement (which replaced its former 10 visa contact point system).</p> <p>In terms of responsibilities, J Fairhurst explained that staff within the Centre for Student Engagement, Wellbeing and Success, monitor engagement, and initiate interventions from a wellbeing perspective as they would for any student. Once an international student reaches four weeks of academic non-engagement, the Compliance team become involved (and make separate and additional interventions) to ensure compliance with the UKVI requirements. However, the SEWS team continue with their own interventions.</p> <p>The Board approved the KPIs for September 2023.</p>
19.0	<p>Amendments to the membership of the Student Guild's Board of Trustees</p> <p>S Karim asked the Board to accept her resignation from the Student Guild's Board of Trustees (following the expiry of her term of office) and to approve the appointment of M Jackson for a 4-year period. S Karim added that M Jackson's appointment would be particularly timely given that the Guild is currently reviewing its Constitution and undertaking a full review of all its policies and procedures.</p> <p>The Board accepted S Karim's resignation from the Student Guild's Board of Trustees and approved the appointment of M Jackson to the same.</p>
Part 12: For Consideration and action	
20.0	<p>Strategic Framework Actions 2022-23 Interim Progress Report [For presentation in the Joint Meeting with the Academic Committee]</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>
Part 13: For Discussion	
21.0	<p>Confirmed minutes from committees of the Board of Directors</p> <p>21.1 <u>Equality, Diversity and Inclusion Committee: 8 February 2023</u> Actions referred to BoD (if applicable): None</p> <p>The above minutes were received and noted.</p>
22.0	<p>Confirmed minutes from other forums or committees</p> <p>22.1 <u>SMT: 1 March 2023</u> Actions referred to (if applicable): None</p> <p>22.2 <u>SMT: 5 April 2023</u> Actions referred to BoD (if applicable): None</p>
23.0	<p>Actions referred from other forums/committees where the minutes are unconfirmed/not yet available</p> <p>23.1 <u>SMT: 3 May 2023</u> Actions referred to BoD (if applicable): None</p> <p>23.2 <u>Equality, Diversity and Inclusion Committee: 26 April 2023</u></p>

	<p>Actions referred to BoD (if applicable): None</p> <p>C Cook noted that no actions had been referred to the Board of Directors from either of the above committees.</p>
Part 14: For Information	
24.0	<p>Student Recruitment and Admissions [An agenda item for the Academic Committee meeting]</p> <p>24.1 <u>Student Recruitment</u></p> <p>J Fairhurst provided the following update on international student recruitment numbers:</p> <ul style="list-style-type: none"> • 13 applicants with visas issued • 17 applicants with a CAS issued • 59 applicants with a CAS ready to be issued • 78 applicants who have paid their deposit • 350 applicants from whom we are awaiting payment of their deposit <p>[Redacted.]</p> <p>J Fairhurst took the opportunity to report that we will be announcing the recipient of this year's Paraguayan Scholarship Award on 8 June 2023 and C Courtney added that Goodenough College were issuing 2 scholarships this academic year to cover accommodation fees - one for this year's nominee and one for someone who went through the process last year, but was unable to join us as scheduled. C Courtney also took the opportunity to applaud A Burgos (our first Paraguay scholarship student) for being such an excellent ambassador for Bloomsbury Institute. All echoed this sentiment.</p>
25.0	<p>Overview Annual Monitoring and Evaluation Report 2021-22 [An agenda item for information for the Joint Meeting with the Academic Committee]</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>
26.0	<p>Overview Annual Course Evaluation Report 2022-23 [An agenda item for information for the Joint Meeting with the Academic Committee]</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>
Part 15: Any Other Business	
27.0	<p>There were no matters raised under Any Other Business.</p>
Part 16: Date/Time of Next Meeting	
28.0	<p>Date, Time and Venue of Next Meeting: Friday 21 July 2023, 1 pm to 5 pm, Ballroom, First Floor, 7 Bedford Square.</p>