

Confirmed Minutes

Meeting:	Board of Directors' Meeting
Date:	24 November 2023
Time:	1 pm – 3 pm
Venue:	Ballroom, First Floor, Bedford Square

Name	Designation
Carol Cook - Chair	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
Sayed Sadat*	Student Representative (Student President)
Maria Jackson - Secretary	Head of Governance and Company Secretary

In attendance:

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

PRELIMINARY ITEMS	
1.0	<p>Welcome and Apologies</p> <p>C Cook welcomed everyone to the meeting, noting that although the Board's joint meeting with the Academic Committee was not taking place as originally planned, the Academic Committee was continuing with its own meeting. As a result, J O'Mahony would be joining the meeting late as she is chairing the meeting of the Academic Committee.</p> <p>M Jackson reported that apologies had been received from Sayed Sadat (the new Student President) as he was attending the meeting of the Academic Committee. M Jackson also explained that we were currently without staff representation as we were in the process of recruiting new representatives.</p> <p>C Cook noted that despite the absence of T Bolton and V Holbrook (from whom apologies had not been received), the meeting was quorate.</p> <p>Declarations of interest</p> <p>There were no declarations of interest made.</p>
2.0	Minutes for approval and Action Tracker/Matters Arising:
	2.1 <u>Minutes from the meeting of 25 September 2023</u>

The minutes of the meeting of 25 September 2023 were approved.

2.2 Action Tracker and Matters Arising

C Cook highlighted the following from the Action Tracker where updates were due:

21 July 2023

- **Action Item 2.2.1: Update** – The action had been for J O'Mahony to submit an update report to the Board at its November 2023 meeting on the number of students enrolled on University of Northampton degrees. However, J O'Mahony emailed C Cook and M Jackson prior to the November Board meeting to say that the action had been in relation to Wrexham degrees and had been completed. In the circumstances, it was agreed that the action should be marked as completed.

25 September 2023

- **Action Item 8: Completed.** J Fairhurst, S Karim and C Courtney met to discuss the enrolment of domestic applicants.
- **Action Item 9: Completed.** Risk 5 (Inflationary pressures and increased utility costs have an adverse financial impact at Institute-level) was de-escalated from the Corporate Risk Register to the Finance Departmental Risk Register. **[Redacted.]**
- **Action Item 11: Completed.** The abridged KPIs from 1 September 2023 report will be submitted to the Audit and Risk Committee and the Board of Directors at every meeting, and the full document once each year although the Board has the right to request the full report at any time.
- **Action Item 13: Update** – In the absence of advice from Advance HE on eliciting feedback from members on the policy documents that require governing body approval at their particular institutions, K Bartlett has advised that the Nominations and Governance Committee should agree on policies requiring Board approval based on recommendations from him and the Head of Governance and Company Secretary. It was therefore agreed that the action should be marked as completed.
- **Action Item 14: Completed.** J Fairhurst and M Jackson have agreed on the remit of their respective reports to the Board (namely the Principal's Report and Governance Updates Report).
- **Action Item 15: Update** - M Jackson will drill down into the NSS results for students with a disability to enhance our understanding of the student experience for this particular cohort as part of her Equality, Diversity and Inclusion Annual Report 2022-23
- **Action Item 16: Update** - C Cook and J Fairhurst have had preliminary discussions on the proposed Board Away Day and have also canvassed Board members on possible dates. However, the event will be placed on hold for the time being.
- **Action Item 17: Update** - Review of the appraisal scheme for the Executive Directors, Non-Executive Directors and Company Secretary for use in 2024 has been included in a list of priority actions for the Nominations and Governance Committee. It was therefore agreed that this action should be marked as completed.

There were no Matters Arising.

2.3 Update report on UoN student numbers

See update for Action Item 2.2.1 above.

3.0	<p>Chair's Update [including Chair's Action taken since previous meeting]</p> <p>C Cook reported that she had not had cause to take Chair's Action on any matters since the September 2023 Board meeting, and had no matters to report upon.</p>
STRATEGIC BUSINESS	
4.0	<p>Principal's Report (For information)</p> <p>J Fairhurst presented his Principal's Report and also reported on the following more recent developments not captured within the report:</p> <ul style="list-style-type: none"> • Publication by the OfS of reports on their quality investigations at BPP and the University of Bedfordshire. With regards to BPP, the OfS did not identify any concerns relating to conditions B1: Academic experience, B2: Resources, support and student engagement, or B4: Assessment and awards. However, in the case of the University of Bedfordshire (which has a similar widening participation profile as Bloomsbury Institute), the OfS identified three concerns that they have said may relate to the university's compliance with the OfS's conditions of registration. These related to limited flexibility for students: limited central monitoring of student engagement with their course and overreliance on individual academic staff to proactively monitor and take action where students may have been struggling to keep up with their course; and a failure to take more steps to develop a better understanding of non-continuation rates and to embed appropriate management processes. • A speech by Susan Lapworth at the Deans of Business Schools Conference on 13 November 2023 at which she stated that the OfS would never talk about "low-quality" courses and that it has learnt lessons from its first quality investigations. <p>C Cook thanked J Fairhurst for his extremely interesting and helpful report with its links to full details of the items covered.</p> <p>J Fairhurst commented on the amount of research involved in producing the report, and thanked M Jackson for her assistance. In the circumstances, he said that it might be that the report is submitted to the Board every 4 months rather than every 2 months.</p>
ACADEMIC QUALITY AND THE STUDENT EXPERIENCE	
5.0	<p>Student Guild Report</p> <p>The Board received and noted the Student Guild Report with both C Cook and M Fellowes expressing their thanks to the Student President and the Guild Manager for such a dynamic and informative report.</p>
6.0	<p>Academic Performance Report</p> <p>J Fairhurst presented the Academic Performance Report on behalf of J O'Mahony and highlighted the following key points:</p> <ul style="list-style-type: none"> • Performance at postgraduate level has been good with the proportion of the October 2022 intake of postgraduate students passing all modules up on the June 2022 intake. • Completion rates for the June 2022 and October 2022 postgraduate students were high – 96.3% for the June intake and 94.8% for the October intake.

	<p>M Fellowes highlighted an issue with the table in Section 2 in that the heading in the final column for the October 2022 cohorts onwards ought to read “unable to progress” rather than “passed. M Fellowes and A Pisavadi also queried the enrolment figures for the October 2021 FY intake which prompted questions about additional entries in the report. It was therefore agreed that J O’Mahony should review and correct the data provided in the Academic Performance Report, and then share with M Jackson an amended version for circulation to the Board.</p> <p>Actions:</p> <ul style="list-style-type: none"> • J O’Mahony to review and correct the data provided in the Academic Performance Report and share with M Jackson an amended version for circulation to the Board.
7.0	<p>Academic Assurance Report</p> <p>J Fairhurst also presented the Academic Assurance Report on behalf of J O’Mahony, highlighting the external assurances of quality included within the report in the form of our NSS results for 2023, our TEF ratings and feedback from our External Examiners.</p> <p>C Cook asked for clarification as to whether the Board was required to receive or accept the report, stating that the Board could only accept assurance based on an accumulation of information collected over a given period.</p> <p>The Board agreed that at this stage it would <u>confirm</u> that there was <u>no indication</u> of risk to quality or standards based on the information provided.</p>
8.0	<p>Academic Committee Report</p> <p>The Committee received and noted the Academic Committee Report.</p>
9.0	<p>Student Recruitment and Admissions Update</p> <p>There were no updates.</p>
AUDIT AND RISK	
10.0	<p>Corporate Risk Register – November 2023 Review</p> <p>S Karim presented the Corporate Risk Register Review (for which the Commentary Paper now includes a summary of changes for ease of reference) for November 2023 and highlighted the following key points:</p> <ul style="list-style-type: none"> • The Risk Management Working Group has agreed a revised reporting frequency (approved by the SMT) that is based on the level of risk involved, namely every 2 months for high risks, every 4 months for medium risks, and every 6 months for low risks. • Only Risk 11 was due for review and the SMT recommended no amendments. • Commentary has been added to Risk 3 in relation to domestic student recruitment along with information on the roll-out of local divisional/departmental registers. This includes information on the scoring matrix to be used. • Risk 4 (inflationary pressures) has been removed at the recommendation of the Board. <p>[Redacted]</p>
11.0	<p>KPIs from 1 September 2023 November 2023 Review</p> <p>S Ayorinde presented the KPIs from 1 September 2023, highlighting the following key points:</p>

	<ul style="list-style-type: none"> Two sets of enrolment figures have been provided in the updates to KPIs 1 and 2. The figures highlighted in red are final numbers. The figures in black are the ones shared with the SMT prior to enrolment closing. [Redacted] KPIs 8 and 9: we are within threshold for both these KPI metrics.
12.0	<p>Prevent Risk Assessment – November 2023 Review</p> <p>M Jackson presented the November 2023 Prevent Risk Assessment, explaining that no amendments had been made to the risk ratings. The only amendments were updates to existing measures/measures to be taken and this includes the re-allocation of certain responsibilities following the departure of the Deputy Head of MCSR and the Head of Infrastructure and Estates, as detailed in the Cover Paper.</p> <p>The Board received and approved the November review of the Prevent Risk Assessment following recommended approval by the SMT.</p>
FINANCIAL AND CORPORATE	
13.0	<p>Reforecast 2023-24</p> <p>13.1 <u>Reforecast P&L 2023-24</u></p> <p>S Karim explained that there were no reports for consideration.</p>
NOMINATIONS AND GOVERNANCE	
14.0	<p>Cycle of Academic Assurance Reports</p> <p>J Fairhurst said that Bloomsbury Institute's existing Annual Planning Cycle and Annual Monitoring Evaluation Procedures already provide information on the availability of intelligence and an additional report was not required. The Board agreed.</p>
15.0	<p>Governance Updates</p> <p>The Board received and noted M Jackson's Governance Updates report which C Cook said she found to be very useful.</p>
COMPLIANCE AND REGULATION	
16.0	<p>Compliance Report</p> <p>16.1 <u>Compliance Report: November 2023</u></p> <p>16.2 <u>Appendix 1: Compliance Exceptions Reporting November 2023</u></p> <p>C Cook reminded the Board of its decision at its September meeting to consider the Compliance Report in the Open Meeting unless there are any matters of a sensitive nature that would warrant consideration under Reserved Items.</p> <p>[Redacted.]</p>

POLICY AND DOCUMENT APPROVAL	
17.0	<p>Code of Practice on Freedom of Speech and Academic Freedom</p> <p>S Karim presented the Code of Practice on Freedom of Speech and Academic Freedom explaining that the Code has been developed now in order for Bloomsbury Institute to be compliant with (a) the new statutory duties to which we will be subject with effect from 1 August 2024 and (b) a new Condition of Registration around freedom of speech that is due to come into force on 1 September 2025.</p> <p>The Board approved the Code of Practice on Freedom of Speech and Academic Freedom as recommended for approval by the SMT.</p>
18.0	<p>Prevent Annual Report 2022-23</p> <p>M Jackson presented the Prevent Annual Report 2022-23 explaining that it had been submitted to the Board to assure members of Bloomsbury Institute's ongoing compliance with the Prevent duty. This assurance is needed as the Chair of the Board is required to sign an assurance statement that has to accompany our Annual Accountability Data Return to the OfS. The latter is due for submission by 1 December 2023.</p> <p>C Cook noted that one External Speaker event had been approved subject to mitigations and asked for details. M Jackson explained that the mitigation related purely to restrictions on advertising an event that was scheduled to take place in a Birkbeck College room.</p> <p>The Board approved the Prevent Annual Report as recommended for approval by the SMT.</p> <p>Actions:</p> <ul style="list-style-type: none"> • M Jackson to arrange for C Cook to sign the Prevent Annual Accountability Data Return for submission to the OfS by 1 December 2023.
OTHER BUSINESS	
18.0	There were no items of Other Business.
DATE/TIME OF NEXT MEETING	
19.0	Date: Monday 22 January 2024, 1 pm to 5 pm. Venue to be confirmed.