

Confirmed Minutes

Meeting:	Board of Directors' Meeting
Date:	2 June 2025
Time:	1 pm – 3 pm
Venue:	Room 251 Malet Building, Birkbeck College

Name	Designation
Andrew Manning – Chair	Non-Executive Director
Melanie Fellowes	Non-Executive Director
Mark Levy	Non-Executive Director
Abdul Pisavadi	Non-Executive Director
John Fairhurst*	Principal and Chief Executive Officer
Shabnam Karim	Chief Operating Officer and Chief Financial Officer
Alena Bakare	Student Representative (Student President)
Lookman Benson	Student Representative
Amadou Jammeh	Staff Representative (Academic Division)
Andreea Turculeț	Staff Representative (Professional Services)
Maria Jackson - Secretary	Head of Governance and Company Secretary

In attendance:

Name	Designation
Sunmi Ayorinde	Deputy Chief Operating Officer
Joan O'Mahony*	Deputy Principal
Luke Paramasivan	Chief Revenue Officer

PRELIMINARY ITEMS	
1.0	<p>Welcome and Apologies</p> <p>A Manning welcomed everyone to the meeting and, for the benefit of the staff and student representatives, gave a brief summary of his professional career and the role he had held until recently as the Head of the Internal Audit function at Bloomsbury Institute in his capacity as a partner at Evelyn Partners.</p> <p>M Jackson said that apologies have been received from J Fairhurst and J O'Mahony as they were both involved in a meeting with Birkbeck College.</p> <p>Declarations of interest</p> <p>There were no conflicts of interest declared.</p>
2.0	<p>Minutes for approval and Action Tracker/Matters Arising:</p>
	<p><u>2.1 Minutes from the meeting of 31 March 2025</u></p> <p>The minutes of the meeting of 31 March 2025 were approved without amendment.</p> <p><u>2.2 Action Tracker and Matters Arising</u></p>

	<p>M Jackson provided the following updates from the Action Tracker:</p> <p>March 2025 Meeting of the Board of Directors</p> <ul style="list-style-type: none"> Action 1, Item 19: Completed. Approval of the Student Protection Plan is an agenda item for the June 2025 Board of Directors' meeting. <p>Matters Arising</p> <p>There were no matters arising.</p>
3.0	<p>Chair's Update [including Chair's Action taken since previous meeting]</p> <p>A Manning confirmed that he had had no cause to take Chair's Action on any matters since the March 2025 Board meeting that had been chaired by C Cook.</p>
STRATEGIC BUSINESS	
4.0	<p>Principal's Report (For information)</p> <p>M Jackson presented the Principal's Report and highlighted the following key points:</p> <ul style="list-style-type: none"> The OfS have published a report on the financial sustainability of HE providers in England 2025, noting the third consecutive annual decline in the sector's finances. Universities UK have published a report (entitled Universities grip financial crisis - but at what cost to the nation?) that focuses on the likely need to close courses and cut hardship and bursary funding over the next three years. The OfS has published a report on its investigation into Applied Business Academy's delivery of its Diploma in Education and Teaching. The OfS reports indications of failures of management, governance and oversight in terms of few controls and little governance. However, during the investigation ABA ceased offering HE courses and is now in liquidation. Publication of Wrexham University's Quality Enhancement Review The Digital Competition and Consumers Act 2024 came into effect on 6 April 2025 and new guidance on the same has now been published. Of relevance to HE providers is the need to tighten oversight of anyone (e.g. student recruitment agents) acting on their behalf. As a result, providers will need to review contracts, training and oversight arrangements in relation to these third parties. S Karim reminded the Board that Bloomsbury Institute only works with ICEF accredited student recruitment agents. <p>M Jackson also took the opportunity to report on the £115,000 financial penalty that the OfS has imposed on Leeds Trinity in response to findings that the university did not have effective arrangements in place to respond to rapid growth in its sub contractual provision. This constituted a breach of the OfS's regulatory requirements relating to management and governance. The university has also agreed to a range of measures which include restrictions on its future partnership activity, and has accepted that it is at increased risk of a future breach of OfS regulatory requirements relating to quality for students on subcontracted courses. M Jackson reminded the Board of a similar case with Regent College London where in the context of significant increases in student numbers, the OfS had identified concerns regarding the academic experience. The Board recognised the importance of ensuring that staffing levels keep apace with student numbers.</p>

	M Fellowes noted coverage within the Principal's Report of the government's White Paper on Restoring Control over the Immigration System and noted the potential risks to Bloomsbury Institute if the proposals (namely, a cut to the graduate route from 2 years to 18 months and the introduction of a levy on international student tuition fees) were to go ahead.
ACADEMIC QUALITY AND THE STUDENT EXPERIENCE	
5.0	<p>Student Guild Report</p> <p>A Bakare explained that for this meeting of the Board of Directors the Guild Manager had submitted only a summary report; a full report will be submitted to the Board at its July 2025 meeting. A Bakare invited any comments or questions from the Board.</p> <p>A Jammeh commented on the success of the Iftar celebrations organised by the Student Guild. A Bakare said that this particular event (to which all students were invited) was an example of how the Guild seeks to be inclusive and welcoming to all students.</p> <p>M Levy noted the social media post around World Sleep Day and A Bakare explained that the Guild maintains a calendar of events and tries to mark as many as possible.</p> <p>M Levy commented also on the challenges the Student President must face in her role given that it is one she holds for one year only. A Bakare agreed that it was challenging but explained that she had been fortunate to have been involved in the Student Guild for a number of years albeit in different roles.</p>
6.0	<p>Academic Committee</p> <p>6.1 <u>Academic Committee Minutes November 2024</u></p> <p>6.2 <u>Academic Committee Report March 2025</u></p> <p>S Ayorinde invited any questions or comments on the minutes of the Academic Committee meeting of 29 November 2024 and the key points from its March 2025 meeting. None were received.</p> <p>[Redacted]</p> <p>A Manning noted that at the March 2025 Academic Committee meeting no academic or non-academic complaints had been received.</p>
7.0	<p>Academic Reporting</p> <p>The Deputy Principal will produce for the Board (and Academic Committee) one report each year covering both academic performance and academic assurance. The report will be submitted at year end i.e. September each year.</p>
8.0	<p>Student Recruitment and Admissions Update</p> <p>L Paramasivam presented an update on student numbers as at 16 May 2025 and, although numbers have since progressed, highlighted the following key points from his report:</p> <ul style="list-style-type: none"> 167 students will transfer from the April Pre-session programme to either one of our postgraduate degrees or Top-up courses starting in June 2025.

	<ul style="list-style-type: none"> We have issued a total of 379 CASs for June 2025. [Redacted] In terms of total new student numbers, we are currently above target for June 2025 with the opportunity to exceed target further still. Of the 546 students who could potentially enrol for June 2025, we can expect a 30% to 35% conversion rate. <p>A Manning asked about the impact on budget of the student numbers currently being forecast. S Karim said that June 2025 student numbers looked very positive from a budgetary perspective with 219 students having enrolled (online) to date (excluding the 167 April PSP already enrolled) with enrolment not due to close until 20 June 2025. However, she reminded the Board that only 20% of tuition fee income from the June 2025 intake would be absorbed within the current financial year accounts. The remainder would be deferred income for FY 2025-26.</p> <p>Given the positive report on international student numbers, M Fellowes asked whether Bloomsbury Institute was bucking the trend. L Paramasivam explained that the Pre-session Programme was driving up international student numbers and that a lot of work was needed to improve domestic student numbers. [Redacted]</p> <p>M Fellowes asked whether we were still asking for a 50% deposit from privately paying applicants. S Karim confirmed that we were.</p> <p>M Levy asked what level of recruitment could be accommodated in terms of current resources in terms of both teaching space and staff. S Karim explained that our model was expandable adding that we would simply need to book additional rooms with Birkbeck and recruit sessional staff for teaching and all marking in response to increased student numbers. S Karim added that under our room hire agreement with Birkbeck, we have 165 days' worth of rooms spread over 3 terms.</p> <p>A Manning asked whether room charges would be higher for bookings outside of contract. S Karim confirmed that they were but explained that we would be eligible for a discount because of our partnership relationship with Birkbeck College.</p>
AUDIT AND RISK	
9.0	<p>Prevent Risk Assessment</p> <p>9.1 <u>Prevent Risk Assessment May 2025</u></p> <p>M Jackson presented the prevent risk assessment for May 2025 explaining that no changes had been made to the risk ratings. The only amendments were textual in nature.</p> <p>[Redacted]</p> <p>The Board approved the Prevent Risk Assessment May 2025 on the above understanding.</p>
10.0	<p>Access and Participation Plan KPIs</p> <p>10.1 <u>APP 2020-21 to 2024-25 KPIs</u></p>

	<p>10.2 <u>APP 2025-26 to 2028-29 KPIs</u></p> <p>S Ayorinde reported that there were no KPI updates.</p>
FINANCIAL AND CORPORATE	
11.0	<p>Modern Slavery and Human Trafficking Statement</p> <p>[For information]</p> <p>The Board received the Modern Slavery and Human Trafficking Statement for information, noting that only minor textual amendments had been required and so under the Institute's new document approval process, recommended approval by the SMT and approval by the Board was not required.</p> <p>[Under the new process, all institutional documents with some minor exceptions have to undergo a comprehensive review at least once every three years. In years when a policy is not scheduled for a comprehensive review, it will undergo an annual review to ensure it remains current. If, during an annual review, the Document Lead determines that only basic updates are needed and no significant changes are required, no committee input is necessary.]</p> <p>To Note: There are no financial reports for this meeting.</p>
NOMINATIONS AND GOVERNANCE	
13.0	<p>Governance Report – June 2025</p> <p>M Jackson presented her governance report for June 2025 and highlighted the following key points:</p> <ul style="list-style-type: none"> • The OfS has published reflections on discussions they have had with more than a hundred chairs of governing bodies for universities, FE colleges and specialist providers on effective governance for success. Many of the issues the OfS sees appear to be connected with governance issues. The OfS has also said that it is now starting to think about how it should set clear regulatory expectations for effective governance and intends to follow this year's engagement programme with a call for evidence before consulting on any changes to our ongoing conditions of registration in this area. • Advance HE have published reflections on two of their Big Conversations Workshops. These conversations were between Advance HE, the CUC, UUK, GuildHE, IHE, the AHUA and chairs of governing bodies. The Head of Governance and Company Secretary has provided her own reflections of the discussion points from the perspective of Bloomsbury Institute. One interesting point to emerge from the discussions is the importance of ensuring that the governing body and executive are aligned in what success looks like. <p>Although not covered in her report, M Jackson also took the opportunity to report on the launch of a consultation by the Council for the Defence of British Universities for its new Code of Ethical University Governance. The consultation focuses on the need for governing bodies to have a duty to surpass the Nolan principles, and operate to the very highest standards. M Jackson said that it was of concern that some of the expectations set out within the code are ones that you would have assumed as too fundamental to require listing.</p>
COMPLIANCE AND REGULATION	
13.0	<p>Access and Participation</p> <p>[For consideration]</p>

	<p>13.1 <u>APP 2020-21 to 2024-25 Update Report</u></p> <p>13.2 <u>APP 2025-26 to 2028-29 Update Report</u></p> <p>S Ayorinde said that there were no significant updates to provide other than the fact that work is ongoing to close off the Access and Participation Plan 2020-21 to 2024-25 and that we are getting ready to implement our new APP which is due to come into effect from October 2025.</p> <p>M Jackson said that updates to the current APP should be available in July 2025 following updates to the OfS datasets.</p>
14.0	<p>Equality, Diversity and Inclusion Committee Report [For consideration]</p> <p>M Jackson presented the Equality, Diversity and Inclusion Committee Report. focusing in particular on progress made in order to be compliant with OfS Condition E6 around Harassment and Sexual Misconduct by the 1 August 2025 deadline.</p> <p>A Jammeh commented on the focus given at Bloomsbury Institute to mental health and wellbeing and highlighted the recent mental health training for line managers that he had attended.</p>
POLICY AND DOCUMENT APPROVAL	
15.0	<p>Student Protection Plan</p> <p>S Karim presented the Student Protection Plan for approval by the Board explaining that only one minor amendment had been made and that was in relation to when the next institutional re-approval event was due (2 years' time and not 3). She also explained that if the Plan is approved by the Board she would need to submit it to the OfS for approval, but added that she did not expect the OfS to raise any issues as the OfS had approved more substantive amendments to the Plan the previous year.</p> <p>A Pisavadi asked whether Internal Audit would consider the Student Protection Plan as part of their audit of business continuity planning (BCP). S Karim explained that Internal Audit's review of BCP would be an advisory piece focusing on operational matters only. However, she said that she was due to meet with the Internal Audit Team later in the week and would suggest that they look also at the Student Protection Plan.</p> <p>Actions:</p> <ul style="list-style-type: none"> • S Karim to discuss with the Internal Audit Team the possibility of them considering our Student Protection Plan as part of their advisory review on BCP.
OTHER BUSINESS	
16.0	<p>Any Other Business</p> <p>There were no matters for consideration under any other business.</p>
DATE/TIME OF NEXT MEETING	

Date: 28 July 2025, 1 pm to 3 pm, Venue TBC