

Confidential

Open Items Unconfirmed Minutes

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| Meeting: | Board of Directors' Meeting |
| Date: | 1 October 2025 |
| Time: | 3.30 pm to 4.30 pm |
| Venue: | Room 401, Birkbeck University of London, 373-375 Euston Road, London NW1 3AR |

| Name | Designation |
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| Andrew Manning (AM) – Chair | Non-Executive Director |
| Melanie Fellowes (MF) | Non-Executive Director |
| Mark Levy (ML) | Non-Executive Director |
| Michiel Barnard (MB) | Investor Director |
| Riaan Jonck (RJ) | Investor Director |

In attendance:

| Name | Designation |
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| Lauren Legroun (LL) | Acting Chief Executive Officer |
| Joan O'Mahony (JOM) | Interim Principal |
| Sunmi Ayorinde (SA) | Deputy Chief Operating Officer |
| Luke Paramasivam (LP) | Chief Revenue Officer |
| Amanda Jeram (AJ) | Director of Admissions, Compliance and Risk Assurance |
| Antony Charles (AC) | Head of People and Development |
| Niall Rogers (NR) | Head of Finance |
| Amadou Jammeh (AJa) | Staff Representative |
| Andreea Turvulet (AT) | Staff Representative |
| Alena Bakare (AB) | Student Representative |
| Huseyin Setirekli (HS) | Student Representative |
| Kate O'Neill (KON) – Secretary | Company Secretary |

Absent/apologies:

| Name | Designation |
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| Mark Levy (ML) | Non-Executive Director |
| Shabnam Karim (SK) | Chief Operating Officer and Chief Financial Officer |

| PRELIMINARY ITEMS | |
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| 1.0 | <p>Welcome, apologies and declarations of interest</p> <p>AM welcomed everyone to the meeting, reported that SK and ML would not be attending and introduced KON, who would be acting as secretary for the meeting. There were no declarations of interest to share.</p> |

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| 2.0 | <p>Minutes for approval and Action Tracker/Matters Arising</p> <p>2.1 <u>Open Minutes from the Board meeting of 25 July 2025</u></p> <p>The Board noted the minutes from the 25 July 2025 meeting had not yet been circulated and, due to the absence of the former company secretary, could not be located at present.</p> <p>2.2 <u>Action Tracker and Matters Arising from the Open Meeting of 25 July 2025</u></p> <p>The Board noted the action tracker from the 25 July 2025 meeting could not be located prior to the meeting, due to the absence of the former company secretary.</p> |
| 3.0 | <p>Chair's Update</p> <p>AM confirmed no Chair's actions had been taken since the meeting of 25 July 2025.</p> |
| STRATEGIC BUSINESS | |
| 4.0 | <p>Acting CEO's Report</p> <p>LL provided an update, noting she had joined the Institute as Chief Business Officer on 6 August and was made Accountable Officer and Acting CEO on 8 September. She reported her recent focus had been on meeting colleagues and understanding processes. She would be benchmarking the organisation against others in the sector and looking to increase effectiveness, as well as elevating the brand and ensuring support for students.</p> |
| 5.0 | <p>Interim Principal's Report</p> <p>JOM provided an update, confirming an agreement had been signed with Birkbeck, University of London, under which Birkbeck would validate the Institute's undergraduate and postgraduate programmes from October 2025. She thanked AM for meeting with Birkbeck senior leadership representatives and the Student Guild for hosting a meeting with Birkbeck.</p> <p>JOM noted a decision was awaited regarding the Institute's application for Taught Degree Awarding Powers (TDAP). She confirmed the senior leadership team planned to work with an external consultant with a strong record in TDAP applications in order to undertake a gap analysis and ensure readiness for a full OfS assessment, which was expected to take place in mid-2026.</p> <p>JOM then noted the strong relationship being developed between the academic administration and the executive in respect of the Institute's strategy.</p> <p>Wrexham award board results were being audited and confirmation of these would be received in due course. A strong set of external examiner reports had been received and a detailed report on this would be provided at the November board. This provided a level of external assurance and could support the Institute in its TDAP application and other interactions with the OfS.</p> <p>JOM invited the Board to request any reporting required from the academic administration.</p> |
| ACADEMIC QUALITY AND THE STUDENT EXPERIENCE | |

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| 6.0 | <p>Student Guild Report</p> <p>The Board received and noted the Student Guild report, with AB providing a report on activities in August and September. She confirmed the incoming President of the Student Guild would attend the November meeting with her, once elected. The Guild had restarted a relationship with Dig In to provide benefits for students, had completed training for managers and had held a meeting of the Board of Trustees with 100% attendance. An email campaign had been conducted to improve student engagement.</p> <p>AM welcomed any suggestions the Student Guild may have on ways in which the Board could enhance student engagement and JOM noted the senior leadership had appreciated the engagement by guild members in the Birkbeck meeting.</p> <p>AJ thanked AB for her assistance in arranging the student forum and the Board congratulated AB on her achievements during her term as Student President. AB thanked HS for his support provided to students and his assistance to JOM in respect of the Birkbeck meeting.</p> <p>JOM noted a decision was awaited regarding the Institute's application for Taught Degree Awarding Powers (TDAP). She confirmed the senior leadership team planned to work with an external consultant with a strong record in TDAP applications in order to undertake a gap analysis and ensure readiness for a full OfS assessment, which was expected to take place in mid-2026.</p> |
| 7.0 | <p>Mental Health Initiatives</p> <p>The Board received and noted a report from the Disability and Wellbeing Manager regarding mental health initiatives, SA noting this had been compiled following an action point at a previous Board meeting.</p> <p>SA highlighted the score of 98.5% in the NSS for mental wellbeing services and noted the SEWS team ran workshops, provided support and raised awareness of mental health issues.</p> <p>JOM highlighted that wellbeing was embedded into the curriculum and a Canvas course offered to all lecturers. AM noted the strong approach regarding mental health support offered by the Institute in comparison to other HEIs.</p> |
| 8.0 | <p>Academic Committee</p> <p>JOM noted the Academic Committee had met recently and minutes and a full report would be submitted to the next Board meeting. She reported a request had been received from Birkbeck to send an observer to attend Academic Committee meetings and AM confirmed this had been discussed with the Birkbeck Vice Chancellor during the negotiations of the validation agreement and the Board supported the request. JOM confirmed the updated CAGF would be brought to the next Academic Committee meeting. Action – JOM to confirm to Birkbeck that a Birkbeck observer would be invited to attend Academic Committee meetings, subject to Academic Committee approval.</p> <p>MB asked whether there was any plan to re-introduce a foundation year and JOM advised this was not currently under consideration and positive feedback had been received from staff regarding the pre-sessional approach.</p> |
| 9.0 | <p>Student Recruitment and Admissions Update</p> <p>LP provided an update on student admissions noting some students were awaiting approval of funding and the Institute was considering risk appetite regarding admission of those students. The October intake would be closed with 40-50 students. Whilst this was a small number, most had been recruited directly and quality was high for this intake. AM asked whether many applications had been received from UCAS and LP advised UCAS accounted for a very low number of applications, although consideration was being given to the benefit of further investment in UCAS.</p> <p>MB asked for LP's view of the current agents and LL advised a clear approach had been mapped out regarding engagement with and monitoring of agents. She confirmed steps would be taken to enhance engagement globally in order to increase diversity in the classroom and build a diverse student body.</p> |

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| 10.0 | <p>NSS Results 2025</p> <p>SA presented a report prepared by the Head of Data Management and Statutory Returns. She noted a response rate of 70% and thanked the Student Guild for encouraging students to complete the survey. Responses were from a mixture of Wrexham and Northampton validating partners and overall positivity scores were high for the sector.</p> <p>SA confirmed any negative feedback had been fed back to relevant departments and actions would be developed to address concerns with a “you said, we did” report compiled to ensure students were aware their feedback was addressed. Action – SA to arrange for NSS “you said, we did” report to be circulated to Board.</p> <p>MB noted lower scores in some response areas for law students and JOM noted that the response rates were such the difference would only be one student responding negatively. She reported the Student Guild had carried out an engagement exercise to highlight the events run for all students. A comment regarding the small number of past papers may be a result of the short time Wrexham awards had been offered, meaning few past papers were available for that awarding body.</p> |
| AUDIT AND RISK | |
| 11.0 | <p>Prevent Risk Assessment</p> <p>The Board noted there was no written report on the Prevent Risk Assessment, in the absence of the Head of Governance. JOM and LL provided a verbal report on one lead capture incident, confirming the Prevent procedure had been followed in respect of one online comment. No further action had been taken.</p> |
| FINANCIAL AND CORPORATE | |
| 12.0 | <p>The Board noted there were no financial reports to be considered at the meeting.</p> |
| NOMINATIONS AND GOVERNANCE | |
| 13.0 | <p>Governance Report</p> <p>It was noted there was no governance report to be considered at the meeting.</p> |
| 14.0 | <p>Resignation of MF as a non-executive director</p> <p>AM expressed the Board’s thanks to MF for her years of service, noting she would be stepping down as a non-executive director on 31 October 2025. IT WAS RESOLVED to accept MF’s resignation as a director with effect from 31 October 2025 and to instruct KON to make such filings and update the Institute’s records as necessary to record her resignation.</p> |
| 15.0 | <p>Update on Committee Memberships</p> <p>AM provided an update on Committee membership, noting ML had agreed to chair the Audit and Risk Committee going forward and the terms of reference would be reviewed and updated to include additional finance responsibilities. The Nominations and Governance Committee and the Remuneration Committee would be re-established in due course. Action - AM to update terms of reference for Audit and Risk Committee to include finance responsibilities and bring to Board for approval. AM and KO to review terms of reference for Nominations Committee and Remuneration Committee and bring updates to Board for approval</p> |
| COMPLIANCE AND REGULATION | |
| 16.0 | <p>Access and Participation</p> <p>JOM provided an update, noting the Access and Participation Plan had been approved by the OfS without amendment. She confirmed a dashboard would be published before the next Board meeting and data would be brought to that meeting for review.</p> |

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| POLICY AND DOCUMENT APPROVAL | |
| 17.0 | The Board noted there were no policies or documents for approval at the meeting. |
| ANY OTHER BUSINESS | |
| 18.0 | AB asked whether an expected date had been set for approval of the budget, noting the Student Guild would welcome long term clarity on funding to enable planning for the year ahead. AM confirmed the budget would be reconstituted and there was no date as yet for approval. He invited any requests for funding for specific purposes to be made on an individual basis. It was agreed LL would arrange to meet AB. Action – LL to arrange meeting with Student Guild. |
| NEXT MEETING | |
| 19.0 | It was noted the next meeting would be held on 24 November 2025. |