Confirmed Minutes

Meeting:	**Board of Directors' Meeting**
Date:	**22 January 2024**
Time:	**1 pm – 3 pm**
Venue:	**Ballroom, First Floor, Bedford Square**

Name	Designation
Carol Cook - **Chair**	Non-Executive Director
Melanie Fellowes	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
Sayed Sadat	Student Representative (Student President)
Orlagh Maye	Staff Representative (Academic)
Sara Sackey	Staff Representative (Professional Services)
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	**Welcome and Apologies** C Cook welcomed everyone to the meeting and invited everyone to introduce themselves given that both student and staff representatives were new. M Jackson reported that apologies had been received from A Bakare. **Declarations of interest** There were no declarations of interest made.
2.0	**Minutes for approval and Action Tracker/Matters Arising:**
	2.1 <u>Minutes from the meeting of 24 November 2023</u> The minutes of the meeting of 24 November 2023 were approved subject to an amendment to the stated venue for the meeting. It should read Bedford Square rather than Euston Road. 2.2 <u>Action Tracker and Matters Arising</u> C Cook highlighted the following from the Action Tracker where updates were due:

25 September 2023

- **Action Item 15: Completed.** 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 had had preliminary discussions on the proposed Board Away Day and had also canvassed Board members on possible dates. However, the event was placed on hold for the time being. In the circumstances the action will be treated as completed and be removed from the Action Tracker.

24 November 2023

- **Action Item 6:** Update. J O'Mahony shared with the Board (by email) an extract from the "next iteration" of the Academic Performance Report and explained in the meeting that the minor issues highlighted by the Board had been addressed in the next iteration of the report and that, at the request of the Academic Committee, the report would be shared with the Board once it has first been discussed by the Academic Committee (together with the Academic Assurance Report). In the circumstances the action will be treated as completed and be removed from the Action Tracker. See Matters Arising for further discussion.

- **Action Item 12: Completed.** C Cook signed the Prevent Annual Accountability Data Return that was due for submission to the OfS by 1 December 2023.

Matters Arising

J O'Mahony made the following comments in relation to the issues highlighted by the Board at the November Board meeting.

- Section 2: the final column should read "unable to progress" and not "passed".
- Section 3: The higher-than-expected number of enrolled FY students from October 2021 continuing in Year 2 from Year 1 is due to those ineligible to re-enroll under the Academic Regulations of the University of Northampton who were allowed to transfer to Wrexham University. J O'Mahony explained that a footnote had been added with this explanation to the January 2024 iteration of the report (which will first be discussed by the Academic Committee).
- Section 3: The figure for the number of enrolled FY students from June 2022 continuing in Year 2 from Year 1 includes one student who was on study leave and who was therefore classified as 'dormant' for June 2023 enrolment. A footnote with this explanation has been added to the January 2024 iteration of the report.

C Cook noted the Academic Committee's request that going forward it receive both the Academic Performance Report and the Academic Assurance Report before the Board, but requested that if there was anything urgent to report, that this was not delayed.

J O'Mahony also took the opportunity to address a comment made in a previous meeting about the reasons for non-continuation. She said that academic performance is not the only reason for students not continuing. Other factors include financial issues and sponsorship issues (for international students).

3.0	**Chair's Update [including Chair's Action taken since previous meeting]** C Cook reported that she had not had cause to take Chair's Action on any matters since the November 2023 Board meeting, and had no matters to report upon.

STRATEGIC BUSINESS

4.0	**Principal's Report**
	(For information)
	J Fairhurst invited any comments or questions on his Principal's Report.
	S Karim took the opportunity to flag a growing focus within the sector on financial sustainability and an article that morning in the Financial Times that had stated that the sector was on "an unsustainable path". S Karim said that the very real financial pressure on providers at the moment was due to:
	- the government's stance on immigration, prompting a fall in the number of international applications. - the fact that domestic fees have remained static over the last decade. - high levels of bad (student) debt.
	C Cook commented on the recent report that PwC had published on Financial Sustainability of the UK Higher Education sector in which it had been reported that a large proportion of providers are forecasting a deficit in 2023-24. She also commented on the more aggressive international recruitment that larger providers were likely to adopt. Against this backdrop, S Karim said that she has arranged for IHE to give a presentation to the SLT and SMT in February on the Lifelong Learning Entitlement (LLE) to enable colleagues to identify any opportunities. C Cook welcomed this news, noting that some of our modules would lend themselves well to the LLE model.
	M Fellowes asked whether the LLE would present us with any challenges. S Karim confirmed that the largest negative was in relation to flexibility over timings from a financial perspective. J Fairhurst added that findings from an external evaluation of the LLE had recently been published and it would seem that a number of modules did not run due to lack of student interest. However, he added that the report includes a number of recommendations which we should consider. For Bloomsbury Institute, J Fairhurst said that we would need to consider very carefully how we would market any LLE modules.
**ACADEMIC QUALITY AND THE STUDENT EXPERIENCE**
5.0	**Student Guild Report**
	S Sadat provided the Board with a verbal update on Student Guild initiatives and activities in recent months, highlighting the following:
	- A welcome event hosted jointly with the Academic Division and SEWS at the Indian YMCA. - A networking event arranged by S Sadat for all student representatives and Society Leads. - An extremely successful end of term event at the George Bar involving food, music and dance. - Signature of the Bloomsbury Institute and Student Guild Relationship Agreement (earlier that day). - Elections held for student representatives and planned training for them. - Establishment of a foodbank with support from the Student Union at Wrexham University.
	S Sadat commented on the excellent job that the student representatives are doing and how keen they are to engage in committee meetings. He said that they have set up an MS Teams Group to which the Society Leads also have access and that this is providing them with an excellent forum to exchange ideas. He also said that he was keen to do more to enhance the student voice.
	S Sadat also flagged that the next meeting of the Board of Trustees will take place on 13 February 2024 and the Student Guild Annual General Meeting is being scheduled for the first week of March. In addition, he reported on plans for the following:
	- a staff vs students sports event which would include alumni, family members and friends. - a Welcome Back event for the start of the next term. - encouraging eligible students to complete the NSS.

	C Cook thanked S Sadat for his report commenting on the dynamism of the Student Guild and how vital it is for us as an institution to hear the student voice and respond. J O'Mahony said that the quality of the student representatives at the last Student Staff Consultative Forum had been outstanding and encouraged them to continue to raise any issues that they might have. She added that if there was not time within any meeting for the students to raise a particular issue, they could always raise it directly with the Chair of the meeting outside of the meeting.
6.0	**Academic Performance Report** Given discussions earlier in the meeting, it was noted that the Board would be receiving the January 2024 report in March 2024 following consideration of the report by the Academic Committee.
7.0	**Academic Assurance Report** As was the case with the Academic Performance Report above, it was noted that the Board would be receiving the January 2024 report in March 2024 following consideration of the report by the Academic Committee. J Fairhurst took the opportunity to ask whether both this report and the Academic Performance Report were providing enough detail for the Board's needs. The Board felt that they did.
8.0	**Academic Committee Report** The Committee received and noted the Academic Committee Report.
9.0	**Student Recruitment and Admissions Update** J Fairhurst provided a verbal update on student recruitment and admissions, highlighting the following key points: • The UCAS deadline is 31 January 2024, and we currently have between 70-80 applications (including some international applications). Whilst this is slightly down on this time last year, the bulk of applications last year was for the Foundation Year. This year, because we no longer offer the Foundation Year, applications are for our 3-year and 2-year accelerated degrees (with a few for the Top-up degrees). • Of the UCAS applications received to date, 21 of the applicants have made us their first choice and around the same number have made us their second choice. • C Courtney and the Head of Marketing, Communications and UK Student Recruitment have been preparing a communications plan ready for UCAS's 31 January deadline, and intend to undertake an analysis of our application data.
AUDIT AND RISK	
10.0	**Corporate Risk Register – January 2024 Review** S Karim presented the Corporate Risk Register Review for January 2024 and highlighted the following key points: • All 12 risks were due for review, but the amendments made were textual or factual updates rather than changes to risk ratings. • The main updates made were in relation to Risk 8 regarding our Access and Participation Plan and these were prompted by discussions at the SMT. As a result, references to our OfS Condition A1

	Action Plan have been removed and an entry added that explains the possible consequences should our APP Strategic Measures not close the gaps as set out in our APP. • At the last Board meeting, some amendments had been requested and these have been actioned and are reflected in the Register. C Cook thanked S Karim for her presentation.
11.0	**KPIs from 1 September 2023 December 2023 Review** S Ayorinde presented the KPIs from 1 September 2023, highlighting the following key points: • KPIs 5 and 6 (Financial projections against Corporate Budget): new KPIs will be set. • **[Redacted]** • KPIs 10a, 10b, 11, 12a, 12b and 15 (OfS Condition B3 Metrics): updates have been provided. In addition, two actions arose from the January SLT meeting in relation to KPIs 10a and 10b. **[Redacted]** • KPI 19 (External Examiners): All External Examiners reports we received (all University of Northampton and 2 postgraduate Wrexham University reports) were positive. **[Redacted]** J Fairhurst asked that S Ayorinde include raw numbers as well as percentages within the KPI document and said that this information could be included as a footnote. **Actions:** • **S Ayorinde to include student numbers in future updates to the Academic KPIs in addition to percentages [This could be included as a footnote].**
FINANCIAL AND CORPORATE	
12.0	**Reforecast 2023-24** S Karim said that she had nothing to report for this particular meeting.
NOMINATIONS AND GOVERNANCE	
13.0	**Governance Updates** The Board received the Governance Updates report and its contents were noted.
COMPLIANCE AND REGULATION	
14.0	**Compliance Report** It was noted that there was nothing to report.
POLICY AND DOCUMENT APPROVAL	
15.0	**Ethics Policy**

	15.1 <u>Ethics Policy Summary of Changes</u> 15.2 <u>Ethics Policy</u> M Jackson presented the Ethics Policy explaining that all changes were either textual or minor. The main amendment was the addition of text to reflect the requirements of the Higher Education (Freedom of Speech) Act 2023, namely the need for providers to secure, protect and promote freedom of speech and academic freedom. Previously the policy referred only to "respecting" freedom of speech and academic freedom. C Cook asked whether the Academic Committee should also be involved in the approval process for the Ethics Policy. J Fairhurst said that, during the last internal governance review, the Academic Committee had been consulted on which documents it should be involved in approving, and it was considered that it should receive this policy for information only. The Board **approved** the Ethics Policy as recommended for approval by the SMT.
16.0	**Staff Relationships Policy** 16.1 <u>Staff Relationships Policy Summary of Changes</u> 16.2 <u>Staff Relationships Policy</u> S Karim presented the Staff Relationships Policy on behalf of the People, Talent and Culture Manager following recommended approval by the SMT. She explained that only minor amendments had proved necessary. C Cook asked whether staff are asked to disclose any relationships at the recruitment stage. M Jackson confirmed that they were. The Board **approved** the Staff Relationships Policy.
17.0	**Staff Recruitment and Development Policy** It was noted that consideration of the Staff Recruitment and Development Policy has been deferred to the March 2024 Board meeting.
18.0	**Value for Money** 18.1 <u>Value for Money Annual Report 2022-23</u> 18.2 <u>Value for Money Statement 2022-23</u> S Ayorinde presented the Value for Money Annual Report 2022-23 and the accompanying Value for Money Statement 2022-23 for approval. S Ayorinde explained that the Annual Report assesses value for money based on the three OfS measures of the same, namely (a) teaching quality and outcomes, (b) consumer protection, and (c) fees, funding and efficiency. **[Redacted.]** In addition, she explained that we invested in a number of areas in 2022-23 to add value to the student journey. In the circumstances, S Ayorinde asked the Board of Directors to conclude that we are delivering value for money at Bloomsbury Institute. S Ayorinde also said that it would be worth exploring (initially in the SMT and then in the Audit and Risk Committee) some of the suggestions made in the 2021-22 Value for Money Annual Report.

	C Cook thanked S Ayorinde for her high-quality report and statement, and said that it would be interesting to hear from our students (possibly through our Student Module Evaluation Questionnaires) on their expectations and views around value for money. C Cook also raised a recommendation for future Value for Money Statements that the Audit and Risk Committee had discussed, namely that the spend on professional development of our staff be made explicit as professional development feeds through into the student experience. The Board **approved** the Value for Money Annual Report 2022-23 and accompanying Statement noting that the Statement would only be published upon sign-off of our financial accounts. • **S Karim to advise S Ayorinde when our financial accounts for 2022-23 have been signed off so that the former can arrange for our Value for Money Statement to be published.**

OTHER BUSINESS

19.0	There were no items of Other Business.

DATE/TIME OF NEXT MEETING

20.0	Date: Monday 18 March 2024, 1 pm to 3 pm. Venue to be confirmed.