

**MINUTES
OF THE MEETING OF THE BOARD OF DIRECTORS OF
THE COLLEGE OF LEGAL PRACTICE
COMPANY NO. 11734212
VIDEOCONFERENCE
13 DECEMBER 2023 AT 8.30AM (BST)**

Present: Mr Richard Clark (Chair)
Mr Neville Carter AM
Mr Joseph Catanzariti AM
Mr Jacques Cadrelan
Ms Isabel Parker

In attendance: Mr Giles Proctor (Chief Executive Officer)
Mr Peter Liver (Chief Operations Director)
Ms Kathryn Laurie (Group Company Secretary)

1.0 MEETING ADMINISTRATION

The Chair opened the meeting.

1.1 Apologies

There were no apologies.

1.2 Minutes

Minutes of the following meetings were approved and adopted:

- Board Meeting – 24 October 2023
- Programme Committee Meeting – 6 November 2023
- ARC Meeting – 29 November 2023

1.3 Declaration of Interests

There were no declarations of interest.

2.0 Business Reports

2.1 Report of the Chief Executive Officer

The Chief Executive Officer discussed his report and highlighted the following:

- Slower progression from firms to the new SQE regime than anticipated.

The Board enquired about the reposition of the level 6 GFL and how this will occur. The Chief Executive Officer advised the Board that the Graduate Diploma in Law went live and all firms contacted and notified of the change. He noted the Graduate Diploma in Law is a strength to the COLP's offering.

Resolution:

The Board received and noted the report of the Chief Executive Officer.

2.2 Report of the Chief Operations Director

The Chief Operations Director discussed his report and highlighted the following:

- Recent communication from the OfS regarding COLP's submissions were positive with no requisitions.
- The OfS is yet to inform COLP of the dates it will complete its latest assessment of COLP.

Resolution:

The Board received and noted the report of the Chief Operations Director.

2.3 Financial Report

The Board discussed financial forecasts..

Resolution:

The Board received and noted the report of the Group Chief Financial Officer.

2.4 Report of the CEO Sales/ Enrolments

The Chief Executive Officer discussed his report and highlighted the following:

- Seeing some patterns and trends emerging as detailed in the report.

3.0 Special Business

3.1. Matters Arising from the Blue-Sky Discussion

The Chief Executive Officer discussed his report and:

- advised that his report outlined all matters discussed by the Board at their recent Blue-Sky Strategy session;
- and sought to confirm the Board are satisfied that all matters discussed had been addressed.

The Board observed all discussions and outcomes were reflected in the report of the Chief Executive Officer.

Resolutions:

The Board:

1. Noted and endorsed the note and actions (as appropriate) for each of discussion sessions 1-5 for continued implementation and consideration by the Senior Executive attached at ***Attachment A***.
2. Noted the presentations underpinning this discussion provided by COL and COLP colleagues to the Board and attached at ***Attachment B***

3.2. Next Steps – Strategy and Development

The Chief Executive Officer discussed his report and highlighted the following:

- The report outlines the next steps regarding COLPs strategic direction and what the Senior Executive is planning and working towards.

Mr Carter in his capacity as Group Chief Executive Officer advised the Board that the report is consistent with the report he will be asking parent Board to approve at its meeting in December which includes an initiative whereby the Group Chief Executive Officer will lead a team including each of the CEOs in the development of a Group Strategic Plan. During this period, he will assume the role of Head of Strategic Planning for a period of six to eight weeks and will move aside from his current role. He noted this temporary move provides an opportunity for internal succession planning. The team will help inform the three Boards in the next stages of planning. The Group Chief Executive Office sought the Board's endorsement of this approach.

Resolutions:

The Board:

1. received and noted the update on developments working towards the creation of the 2024-27 Strategic Plan.
2. noted and endorsed the plan of the Group CEO to establish a 6-8 week fixed term basis a small team of executive staff (Strategy Team) dedicated full time to developing the core components of the 2024-27 Group Strategic Plan in a way which optimizes common purpose and integration of actions across the three Colleges.
3. noted as part of this plan the likelihood that the CEO will stand aside from parts of his substantive executive accountabilities, retaining those which relate to the COL Group, and associated Board appointments, in a Group director general role, but devolving accountabilities as CEO of COL Limited to an Acting CEO.

(Mr Michael Gunn entered the meeting – 9:00am)

3.3. Programme Committee Update

The Chair of the Programme Committee discussed his report and noted he would highlight matters that also addressed special business item 3.10 Quality and Standards. He noted the following:

- there is continued effort to get students involved in the Student Liaison Committee; and
- the Programme Committee has the benefit of having the Group's Chief Academic Officer as a member of the Programme Committee. This provides the Committee with visibility of the parent College's work regarding AI.

Resolution:

The Board received and noted the oral report of the Chair of the Programme Committee.

3.4. ARCC Update

The Chair of the Audit and Risk Committee discussed his report and highlighted the following:

- the ARCC will make recommendations to the Board regarding certain risks and how the Board should approach them;
- the focus should be on the 20/80 model - 20 percent of effort for 80 percent benefit;
- the need to understand and focus on the targeted addressable market in a cost-effective way with an 80/20 view; and
- Working with the Group CEO in his new and temporary role is critical.

The Group Chief Executive Officer advised the Board that the first critical document to be considered by the Board is the Three-Year Forward Financial Estimates.

Resolution:

The Board received and noted the report of the Chair of the Audit and Risk Committee.

3.5. Programme Committee Remit

The Chief Executive Officer discussed his report.

The Board noted there is still some further work to do in order to clarify the Committee's remit. Once the remit is agreed, the Programme Committee will have a clear framework within which to operate.

The matter was held over.

3.6. Amendments to Articles of Association

The Group Company Secretary discussed her report and noted the proposed amendments to the Articles of Association reflect what had been contemplated previously by the Board at its October meeting. As foreshadowed Pinsent Mason has reviewed the document:

Resolutions:

The Board:

1. Received and noted the report of the Group Company Secretary.
2. Noted that in accordance with s21 of the Companies Act 2006, the member of College of Legal Practice Limited, COL Hold Co Pty Ltd (ACN 629 413 207) ("COL Hold Co") must approve any amendments to the Articles of Association by a special resolution.
3. Endorsed the proposed amendments to the Articles of Association as detailed in Attachment A.
4. Authorised the Group Company Secretary to send the written resolution as detailed in Attachment B to COL Hold Co which will have the effect of a special resolution.
5. Delegated authority to the Group Company Secretary to make all necessary filings with the Companies Office to effect the changes to the Articles of Association

3.7. Graduate Apprenticeships

The Chief Executive Officer took his report as read.

Resolutions:

The Board:

1. received and noted the update on development of the Graduate Solicitor Apprenticeship route to solicitor qualification in the legal training market
2. That the board supported the recommendation to apply for registration to deliver the Graduate Solicitor Apprenticeship.

3.8. EDI

The Chief Operations Director requested that the report be taken as read and thanked his team for the input into the report:

Resolutions:

The Board:

1. noted and received the EDI Framework annual report.
2. and approved the priorities for focus in 2023-2024.

3.9. Pricing

The Chief Executive Officer discussed his report and highlighted the following:

- there will be a small rise for pricing in the LLM to keep in line with marketplace

The Board supported this approach but requested this item be starred for discussion at the Board's strategy session in April 2024.

Resolution:

The Board approved the CEO's recommendation to increase the price for COLP's fulltime and part-time LLM programmes by £345 on the current pricing of £6900.00, being an increase of 5% on current list price and giving a new list price of £7,245.00.

3.10. Quality and Standards

The Chair of the Programme Committee discussed his report and highlighted the following:

- the Annual Quality and Standards Report prepared for the Board;
- the Committee took time to reflect on the achievements over a number of years;
- it is important to note when looking at the College's evaluations, enrolment numbers are still relatively small therefore 1 or 2 students can adversely affect scores;
- The importance of the Committee analysing all the data and considering evidence and whether COLP is learning from the evidence and making the necessary improvements;

- The key actions identified at the end of the report which will be addressed;

Resolutions:

The Board:

1. noted and received the report of the Programme Committee Chair; and
2. approved the recommendation by the Programme Committee Chair

(Mr Michael Gunn left the meeting – 9:06am)

(Ms Jane Waddell entered meeting – 9:12am)

3.11. Curriculum

The Head of Curriculum discussed her report and highlighted the following:

- the report details the proposed amendments to curriculum and the rationale for the amendments;

The Board congratulated the Head of Curriculum and her team.

Mr Catanzariti in his capacity as Chair of the shareholder congratulated the Head of Curriculum and her team. He noted the outstanding work and observed it provides confidence to the shareholder.

(Ms Jane Waddell left the meeting – 9:23am)

Resolution:

The Board received and noted the update on developments working towards the simplification of the curriculum

4.0 STATUS REPORTS

4.1. Marketing and PR Report

Resolutions:

The Board:

1. Noted progress made.
2. Provided observations and comment.

4.2. Governance Review

Resolution:

The Board received and noted the report of the Group Company Secretary regarding the implementation of the recommendations arising from the Governance Review.

5.0 ANY OTHER BUSINESS

There were no items of other business.

The meeting closed – 9:26am

Next Meeting

- 20 February 2024 – videoconference