

BARBRI GLOBAL LIMITED
Company No. 13733203
(the "Company")

**Summary of the fourth meeting of the Board of Directors of the Company held on 19 July 2023 via
Microsoft Teams**

Present:	Stephen Fredette	(In the Chair)
	Mike Sims Dan Wilson Lucie Allen Sarah Hutchinson Anders Mikkelsen	Via Video Conferencing
In Attendance:	Elizabeth Janicki	

1. **QUORUM**

The chairperson reported that notice of the meeting had been given in accordance with the articles of association of the Company (the "**Articles**"). A quorum being present, the chairperson declared the meeting open.

2. **APPROVAL OF PRIOR MINUTES**

2.1 A draft of the minutes of the board meeting held on 6 April 2023 was produced to the meeting. It was unanimously agreed to approve this draft without amendment and the chair was authorised to sign them as a complete record of the relevant meeting.

3. **DECLARATION OF INTERESTS IN PROPOSED TRANSACTION OR ARRANGEMENT WITH THE COMPANY**

3.1 None of the directors present declared that they were directly or indirectly interested in the business to be transacted at the Meeting.

3.2 **PURPOSE**

3.3 The chair reported that this was an ordinary quarterly meeting of the board to discuss the day-to-day management of the Company.

3.4 The directors noted that they were aware of the need to consider their general duties including those set out in the Companies Act 2006 ("**CA 2006**") and, in particular, their duty to promote the success of the Company for the benefit of its members.

4. **BUSINESS OF THE MEETING**

4.1 The Chair reported that this was an ordinary quarterly meeting of the board to discuss the day-to-day operation of the Company.

4.2 The business of the meeting was to consider, review and receive quarterly updates on the following matters:

- 4.2.1 the Company's activities and performance since the last meeting;
- 4.2.2 the outlook for the Company's business and strategic matters;
- 4.2.3 the Company's financial position including the Company's performance against budget;
- 4.2.4 the risks for and management of the Company; and
- 4.2.5 the specific items listed below were further discussed.

ITEMS
1. Discussion of the 2023 2 nd Quarter BGL Status Review
2. Discussion of the purpose and guidelines the student advisory committee <ul style="list-style-type: none">a. Purpose: To provide students a forum to share ideas and feedback on the course along with student issues to the wider BARBRI businessb. Guideline: Bi-Annual Meetings starting in September, with the student application process beginning in Mid-July and ending in August
3. Review and discuss the Academic Board Report <ul style="list-style-type: none">a. Understanding the background and behaviours of the current Student Cohort and if there are any direct impact upon performance and completion rates.b. Develop and share key areas including Student Engagement and any potential action items
4. Review and discuss Audit Committee Report <ul style="list-style-type: none">a. BGL Grant Thornton Audit is under way and their report will be provided to the Board for review

In relation to each matter, the directors asked several questions to which a discussion ensued. All matters requiring follow up were noted.

5. **DOCUMENTS PRODUCED TO THE MEETING**

- 5.1 BGL Managing Director Report
- 5.2 BGL Student Advisory Committee Overview
- 5.3 BGL Student Engagement Report
- 5.4 BGL Academic Board Report
- 5.5 BGL Audit Committee Report

6. **RESOLUTIONS**

After consideration of the matters referred to in section 172(1) of the Companies Act 2006, IT WAS RESOLVED:

	ACTIONS
1. THE APPROVAL OF THE DIRECTORS' RESOLUTION TO GRANT BOARD AUTHORITY TO ACTIVLY PURSUE AND ENGAGE CERTAIN INDIVIDUALS OR CONSULTANTS REGARDING ISSUES AS THEY ARISE,	
2. THE ADOPTION OF THE STANDING ORDERS INCLUDING THE TERMS OF REFERENCE OF THE BARBRI ADVISORY BOARD COMMITTEE,	

7. **FILINGS**

The company secretary was then instructed to make the necessary filings at Companies House.

8. **CLOSE**

There being no further business, the meeting closed.


CHAIRPERSON