

BARBRI GLOBAL LIMITED

Company No. 13733203

(the "Company")

**Summary of the sixth meeting of the Board of Directors of the Company on 19 December 2023 via
Microsoft Teams.**

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

Apologies:

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 24 October 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 and approval with revisions of the proposed 2024 cycle of business
2. Discussion and approval with revisions of the 2022 External Audit (draft)
3. Review and discussion of the proposals of the 2023 Fiscal Year External Auditors. All proposals will be reviewed by the BGL Board members with a vendor selected during the first quarter of 2024.
4.3 Discussion and approval with revisions of the following BGL Policies and Documentation:
4.4 Discussion of the proposed approach and necessary governance documentation that will be published on the BARBRI website
4. In relation to the 2023 4th Quarter BGL Status Review, the board discussed the following items – <ul style="list-style-type: none"> a. BARBRI Skills Courses b. Student Engagement c. Foundations in Law d. Discussion of latest SQE2 (Solicitors Qualification Examination) Results from July 2023 were released in November.
5. Discussion of the student advisory committee
6. Review and discuss the Academic Board Report
7. Review and discuss Audit Committee Report <ul style="list-style-type: none"> a. BGL Grant Thornton Audit was completed and provided to the Board prior to this meeting. b. All comments were discussed and addressed internally with BGL Management c. BGL Management is in the process of obtaining proposals from several External Auditors for the 2023 Financial Year Audit Report.

d. Further discussions regarding the possible change in scope of work needed as BGL grows and matures

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 2024 Business Cycle
- 5.2 BGL 2022 External Auditor Summary and Report
- 5.3 BGL Code of Practice on Free Speech and Academic Freedom
- 5.4 BGL Fitness to Study Policy
- 5.5 BGL Social Media Policy
- 5.6 BGL Student Protection Plan
- 5.7 BGL Internal Policies and Procedures
- 5.8 BGL Value of Money Statement
- 5.9 BGL Managing Director Report
- 5.10 BGL Academic Board 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 CYCLE OF BUSINESS FOR THE 2024 FISCAL YEAR,	
2. THE APPROVAL OF THE EXTERNAL AUDIT REPORT OF THE BUSINESS FOR THE 2022 FISCAL YEAR,	
3. THE APPROVAL OF THE CODE OF PRACTICE ON ACADEMIC FREEDOM AND FREEDOM OF SPEECH,	
4. THE APPROVAL OF THE FITNESS TO STUDY POLICY,	
5. THE APPROVAL OF THE SOCIAL MEDIA POLICY,	
6. THE APPROVAL OF THE STUDENT PROTECTION PLAN,	
7. THE APPROVAL OF THE STUDENT SUPPORT – EMPLOYEE HANDBOOK,	
8. THE APPROVAL OF THE VALUE OF MONEY STATEMENT,	

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