

Last reviewed	November 2023
Next Review Date	March 2024
Reviewed By:	Reviewed and approved by PM 23/11/23, DA 29/11/23, JT 29.11.23

STUDENT PROTECTION PLAN

1. INTRODUCTION

1.1 Training providers registered with the Office for Students (OfS) publish a Student Protection Plan providing its assessment of the risk to continuation of study of its students. These risks may arise if the provider is no longer able to operate, that one or more of its delivery locations is no longer available or that it is unable to continue to provide courses in a particular subject area or delivery mode. At BARBRI Global (the "**Company**", "**we**") we value the commitment that students make to study with us and are committed to ensuring that our students can complete their studies with us.

1.2 This Student Protection Plan:

- 1.2.1 considers what events may occur which may impact our students and their ability to complete their studies with us (a "**Trigger Event**");
- 1.2.2 details the measures that we have in place to minimise the effect of such Trigger Events and the risk that students cannot complete their studies with us; and
- 1.2.3 details the steps we will take to ensure our students are able to complete their studies on their chosen course with minimal impact should a Trigger Event occur.

1.3 This Student Protection Plan will be prominently published on our website for all students to view. We recognise that disruptive events may have a different effect on students with different needs, characteristics, and circumstances, for example students sharing protected characteristics as defined in the Equality Act 2010. To that end, in preparing this Plan, we have undertaken an Equality Impact Assessment to formally assess the differing needs of our students and the impact of the triggering of this Plan for any such groups of students.

1.4 The Company is a postgraduate education provider offering online preparation for professional legal qualifications, and other practice focused legal training for the profession. The Company's development is fully funded and guaranteed by its parent company, BARBRI Holdings, Inc. a legal education provider registered in Delaware, United States, established in 2011. The Company has been established in the U.S. providing preparation for the U.S. bar exams for over 50 years and has been providing preparation courses for the Qualified Lawyers Transfer Scheme (QLTS) since 2017 and in 2020 launched preparation courses for the Solicitors Qualifying Examination (SQE).

2. SECTION 1

2.1 Section 1 is an assessment of the range of risks to the continuation of study for the company's students, how those risks may differ based on student needs, characteristics and circumstances, and the likelihood that those risks will crystallise.

2.2 The Company has identified the following key areas of potential risk that relate to its provision of higher education courses to its students. The Company mitigates against these risks in the ways identified in Section 2 of this Plan:

- 2.2.1 The risk that we are unable to deliver our courses due to sustained events outside of our reasonable control, such as the Covid-19 pandemic. All our courses are delivered predominantly online and our delivery has not been impacted by the Covid-19 pandemic. We are set up to deliver despite the potential risk of future national lockdowns because of pandemic or epidemic. If we have committed to face-to-face delivery via one

of our workshops and are unable to deliver that due to compliance with Government guidance, we would be able to, with the affected students' consent, convert the mode of delivery of the face-to-face teaching to online delivery allowing the affected students to complete their course and achieve its learning outcomes. The Company is planning to continue to further develop its IT systems, meaning the Company is well-placed to respond quickly and efficiently to the current demand for remote delivery. As a result, the Company considers the risk of students being unable to complete their studies because of pandemic or epidemic to be low.

- 2.2.2 The risk of not delivering an advertised course to applicants due to a failure to recruit a viable cohort size for a specific intake. As stated above, the Company courses are predominantly delivered online through our asynchronous, proprietary Learning Management System ("LMS"), using Intuitive Study Assistant and Coach ("ISAAC"), which is designed to focus on individual progress so does not depend on high levels of student intake. We will continue to run a course with small student numbers. Our courses are not constrained by there being a need for a minimum number of students to be enrolled on a course for its delivery to be viable from a cost perspective (in the way a provider delivering courses face-to-face may be). Our timetable of courses is carefully curated to be professional exam and practice focused and therefore already attracts high student numbers. To date we have never failed to deliver an advertised course due to insufficient student numbers. As such, we consider this risk to be low for the Company.
- 2.2.3 The risk of not being able to teach out students on a course as it is discontinuing. The Company will continuously improve and develop its portfolio of courses and may make strategic decisions to discontinue recruitment to specific courses (including where they are being discontinued by the Solicitors Regulation Authority (SRA) or substantially changed. In such an eventuality the Company will 'teach out' any continuing students on their original course of study. 'Teach out' means we commit to ensuring you can complete the course of study you started with us, even though the course is being discontinued and we will not be taking on new student cohorts. We are confident in our ability to 'teach out' because our online delivery model is cost effective and is financially backed by our own financial standing and our parent company, BARBRI Holdings, Inc. in the United States.
- 2.2.4 The Company has had 1547 (Qualified Lawyer Transfer Scheme) students from 2018-2022, the QLTS has been replaced by (Solicitors Qualifying Exam) in 2022. The Company prepared 500+ students for the first SQE1 in November 2021, 730+ students for the SQE1 July 2022, 1050+ for the SQE1 January 2023 and 1200+ for the SQE1 July 2023. The Company courses for UK qualifications accounted for £4.19m revenue in 2021 and £7.37m revenue in 2022 this will certainly grow in the coming years with the shift to SQE. This gives us confidence that the Company has the finances and staff to deliver continuation of studies in any teach out. Whilst we do not envisage this being the case, if for any reason we do not have the finances or personnel necessary to deliver a teach out, our teach out obligations are guaranteed by our parent company BARBRI Holdings, Inc which has committed to financing and delivering where necessary. The annual accounts for BARBRI Holdings, Inc. for 2020 show a total revenue of over \$90m with an operating income of \$37m. BARBRI Holdings, Inc. has made a significant surplus after tax for the last three years, with a net income of \$11m in 2020 and \$8m 2019. This gives us and our students confidence that the Company will receive any financial backing necessary to deliver on any teach out obligations. As such, we consider the risk of the Company being unable to teach out students on a course being discontinued to be low.
- 2.2.5 The risk that we are unable to deliver our courses due to inability to attract adequate high-quality tutors. The risk that we are no longer able to deliver material components

of our courses due to the unavailability of tutors is very low because all courses include significant content designed in advance from subject matter experts. Tutors will guide and support students through the materials and activities rather than deliver all content themselves. As such, any shortage in tutors does not materially risk delivery given the Company's delivery model. Further, the Company has an established network of tutors and therefore can scale teaching resources up or down as required. The Company has developed a faculty team of employed tutors and in addition accesses a pool of freelance tutors who regularly work for the Company in design and course delivery.

- 2.2.6 Our SQE1 Prep, SQE Foundations and SQE Edge Courses are not heavily tutor dependent, whereas our SQE2 Prep Course is more reliant on tutors. As students tend to progress from our SQE1 Prep Course to our SQE2 Prep Course, we can accurately forecast and resource staffing requirements for our SQE2 Prep Course in advance.
- 2.2.7 The pay, benefits, and conditions at the Company for tutors are on par with most higher education providers. We pay tutors a salary comparable to the third or fourth pay quartile within the sector, which ensures we always attract interest from high quality personnel in the profession. The Company has no issue with recruiting or retaining high quality tutors and in any event our SQE1 Prep Course is not heavily tutor dependent. As such, we consider the risk of the Company being unable to deliver courses due to inability to attract adequate high-quality tutors to be low.
- 2.2.8 Risk that we are unable to deliver our courses due to technology failure. The risk of our technology failing is low and indeed our delivery to date has not been impacted by technological failure. The Company has an IT and development team who consistently maintain and update our proprietary LMS. For any courses which do not exist on our proprietary LMS we use other established systems namely Brightspace D2L for UK courses. Our Chief Technology Officer actively manages the digital solutions and updates to ensure that the systems are up to date to allow minimal downtime for students.
- 2.2.9 The Company has selected and set up its technology in such a way that the risk of any failure is very low. The systems provisioning student management services and learning management technology are cloud based and currently in Microsoft Azure US based data centres. One in the East US and one in the West US. In addition to the high availability offered by cloud products, the Company utilises an Azure SQL solution which "snapshots" data with a view to quickly recovering. This also provisions the ability to run up a second instance for data integrity purposes.
- 2.2.10 Apart from the Company LMS we also utilise a learning portal which is hosted by D2L, which has a 99.99% guaranteed global uptimes for all customers. Should an unlikely event occur where technology fails for a short-period of time, the disruption to student's learning would be minimal as most of the learning will be happening on-demand, at a time of the student's choosing and any live virtual sessions with tutors can be easily rearranged on an individual basis.
- 2.2.11 If we have students with specific needs or changing circumstances, online learning offers a high level of flexibility and access regardless of location. The Company is also committed to the design of all content that ensures that those with additional learning requirements can access the learning and are not at any disadvantage.
- 2.2.12 Risk of being unable to deliver a face-to-face training session due to unforeseen changes in venue. The Company has a small number of ad hoc face-to-face sessions built into its courses. These sessions, if required, will either be held at the Company venue or a hired training venue. The risk that we will not be able to deliver these elements of the courses due to any unforeseen late changes in venues is low owing to

the due diligence we undertake on the venue owner and the robust agreements we put in place with each external venue we chose to work with. We only select established training venues with proven facilities, access, and support arrangements.

- 2.2.13 If a small percentage of our student base does undertake face-to-face teaching, the failure to deliver the face-to-face component (for any reason) will not preclude the student from completing their studies. The face-to-face component can, with the student's consent, be delivered online and the student's achievement of the learning outcomes is not contingent on the mode of delivery.
- 2.2.14 Risk of institutional failure due to financial instability. The risk that the Company will be unable to continue to operate due to financial limitations is low due to the Company's own financial covenant strength and the parental guarantee from BARBRI Holdings, Inc. that underwrites all activities within the Company. The Company's risk management processes and financial monitoring will ensure that the finances of the Company are reviewed monthly at Board level. Financial sustainability will also be independently reviewed as part of the annual audit by Grant Thornton.
- 2.2.15 Risk of an international partnership ("IP") failing and not being able to teach out students. For any partnerships that the Company has entered or will enter into in the future we will undertake appropriate due diligence to ascertain the level of risk in relying on its support and only proceed to establish a partnership where it is confident that the support is sustainable over the foreseeable future. All partnerships will be supported by legally binding contracts outlining obligations for both parties (including teach out obligations in the event of termination). It is the Company's policy that all its partnership contracts include suitable teach out provisions to ensure that students can complete their studies even if the partnership is ended.
- 2.2.16 Further, for any courses delivered through a partnership agreement with a face-to-face teaching element (typically 5% of the course) the Company learning model allows immediate switch to live online delivery if required. It is the Company's policy to retain the IP within the Company Group to ensure we are not reliant on partnerships for content. For these reasons the risk of an international partnership failing and the Company not being able to teach out students is low.

3. SECTION 2

- 3.1 The measures that the Company have put in place to mitigate those risks that the Company considers to be reasonably likely to crystallise.
- 3.2 The Company does not consider any of the Trigger Events noted in Section 1 to be reasonably likely to crystallise, however in this Section, we have noted the mitigations planned or in place against the Trigger Events noted in Section 1.
- 3.3 All risks and actions identified here will be monitored through a robust risk management process already in operation for the BARBRI Group. The Audit Committee has responsibility and oversight for managing risk including those related to the continuation of students' studies. The Terms of Reference for the Audit Committee can be found in the Company's Corporate Governance Code. As part of the risk management process, the Company has an active risk register that is reviewed by the Managing Director and Head of Operations monthly, and by the Board on a quarterly basis. Risk is a standing item on their agenda.
- 3.4 The Audit Committee review the Risk Register every six months and highlight any significant risks to the Board. They will request audits and reviews of operational activity if they have any concerns. The Academic Board will also manage any risks relating to academic quality or policy

and will receive regular reports on academic risk as outlined in their Terms of Reference, included within the Corporate Governance Code.

- 3.4.1 The risk of not delivering an advertised course to applicants due to failing to recruit a viable cohort size for a specific intake. We will look to mitigate this low-risk Trigger Event through a targeted and focused sales process and a series of marketing campaigns for our courses. We have already delivered a preparation course for the November 2021 SQE1 for 500+ students, 730 students for the July 2022 SQE1 and 1050 for the January 2023 SQE1. The Company's terms and conditions state that they will inform students as soon as is reasonably practicable, so we would aim to provide at least three weeks' notice if a face-to-face element is unable to go ahead. In this situation, the Company would try to discuss the best approach with each individual student to see what a workable solution would be and to enable them to achieve the same preparation either at a different location, through a different course, or mode of delivery.
- 3.4.2 The risk that we are unable to deliver our courses owing to inability to attract adequate high-quality tutors. The Company will use the expertise of its Academic team in the UK to attract high calibre teaching resources. The Company has an excellent track record of attracting, training, and developing legal practitioners of appropriate experience and standing to be lecturers within its blended online / face-to-face courses. The Company will look for tutors who have been lawyers in practice to facilitate its courses as well as full time academics. The Company already has an employed faculty of 13+ tutors who have previously worked within the legal training sector. Additionally, the Company has a freelance tutor pool of 70+ highly experienced practitioners and tutors of law and legal skills.
- 3.4.3 Risk that we are unable to deliver our courses owing to technology failure. The Company will draw on the expertise of BARBRI Holdings, Inc.'s established Information Technology team to ensure that the systems offer the highest level of stability for students. The Company's level of information security and quality standards are based on cloud technology that is GDPR compliant with ISO 27001 standards and PIC security standards. All systems handling and storing data are ISO 27001 compliant (Microsoft Azur, HubSpot, D2L, Salesforce). The Company's business continuity plans describe how the Company will continue to operate and the support offered to students in the unlikely event of technology failure. The key points from the business continuity plan are as follows:
- 3.4.3.1 the Company will complete a daily back up on their proprietary LMS to ensure that content and data loss is minimised on our platform;
 - 3.4.3.2 the Company will use either D2L's centrally held daily back up or their cloud-based daily back up to ensure that content and data loss is minimised on that platform;
 - 3.4.3.3 as soon as there are any issues with the technology being unavailable, the Company will communicate directly with the students affected to advise them of the issue and likely length of time for resolution;
 - 3.4.3.4 the IT team will also assess the impact on the course and whether any work-around is required whilst the learning portal is unavailable. Much of the work within the Company's courses will be designed for students to undertake flexibly around their work commitments so a short-term loss of technology will have a very limited impact on their progress;
 - 3.4.3.5 if immediate engagement with tutors is required whilst the learning portal is unavailable, the tutors will continue to engage with the students directly via email, phone, or Teams / Zoom; and

3.4.3.6 if a student's own technology crashes, they can continue their access to the learning portal via a range of devices, including laptops and smart phones with internet access. The Company Study Plan App has a feature to allow students to download lectures and other content for use in absence of internet access.

3.4.4 Risk of being unable to deliver a face-to-face training session owing to unforeseen changes in venue. The Company will work with a small number of agreed and tested training venues to mitigate this risk. It will have formal agreements in place in advance of delivery with each venue. The Company will include within its business continuity plan for the course, use of another venue within the same area that could be used should the original venue become unavailable. In the unlikely event of both the venue becoming unavailable and sessions not being able to be rearranged for the same time and similar location, the Company will postpone the training to a suitable time and date in the future or offer an online alternative, in each case giving reasonable notice to students. In this case, students may be entitled to compensation in accordance with the Company's Refund and Compensation Policy.

3.4.5 Risk of closure and/or institutional failure owing to financial instability. This risk is substantially mitigated by both the Company's own financial standing and the parental guarantee provided by BARBRI Holdings, Inc. BARBRI (previously operating as BARBRI International, Ltd). BARBRI Holdings, Inc. has a strong record of revenue generation through its delivery of preparation for the US Bar and Qualified Lawyer Transfer Scheme (QLTS) in the UK since 2015. However, as with all providers, an extreme set of events may lead to the prospect of the Company being closed or a decision being taken to exit the market. Where this is the case, the following measures would be considered to protect students:

3.4.5.1 it would remain the Company's policy to teach out courses and therefore any closure would be undertaken in a gradual fashion, over a period that would allow current enrolled students to complete their studies at the Company;

3.4.5.2 where the above is not possible (which is not currently foreseeable), the Company would support students to transfer to appropriate courses at other providers and look at financially compensating students where they have suffered demonstrable, material financial loss directly because of the Company's closure (in accordance with the Refund and Compensation Policy); and

3.4.5.3 merging with another institution to maintain all or part of the current provision of existing courses.

4. SECTION 3:

4.1 Information about the policy the Company has in place to refund tuition fees and other relevant costs to students and to provide compensation where necessary if the Company are no longer able to preserve continuation of study.

4.2 The Company has prepared a detailed Refund and Compensation Policy (available [here](#)) that supports this Student Protection Plan. The Refund and Compensation Policy has been developed in line with sector guidance and best practices.

4.3 The Company's Refund and Compensation Policy will be sent to students directly as part of the confirmation of their enrolment, it will be on the Company's website and part of the course handbook for each course. The Company regards all students equally in terms of how their tuition fees are paid and all would be equally entitled to refunds should the Company be unable to preserve continuity of study. The Policy states that should the Company be unable to preserve the continuation of study for the student, the Company will offer reasonable compensation for

additional tutor costs, maintenance costs and lost time due to stopping the course or transferring to another course or provider. Within the Policy, it states that if students incurred costs such as travel or accommodation costs because of changed or cancelled face-to-face sessions, the Company would be prepared to pay reasonable compensation to affected students who could provide appropriate evidence of the expenditure incurred that was not able to be refunded by the travel or accommodation provider.

5. **SECTION 4:**

5.1 This Section provides information about how the Company will communicate with students about this Student Protection Plan.

5.2 The Company will publicise this Student Protection Plan to current and future students by including the plan prominently on the website and referring to its location in course brochures and marketing materials. The Company will ensure that all relevant staff are trained as part of their induction into the Company to be aware of the plan and its key provisions. This is especially the case for staff involved in finance and student support. Any decision to close a course will be made by the Board of the Company, which will consider the financial and legal implications and consult with the Academic Board. The Company's Academic Board (in consultation with the Company's Advisory Board) will oversee the appropriateness and ongoing management of any teach out or transfer arrangements, to ensure that academic standards and the quality of the student learning experience is properly managed. If students are to be affected by the activation of this Plan, all affected students would be contacted promptly in writing to inform them of the issue, and what the Company intends to do about it.

5.3 The correspondence will include what their options would be, the support available from Student Services and recommendations of independent advice. At the same time, all latest information and updates would also be publicised through the Company's intranet. The information would make clear who to direct any concerns to and would provide information on where the student can seek advice and assistance and on how they could provide feedback to us.

5.4 On triggering this Plan, the Company would carry out a further Equality Impact Assessment to that referenced in paragraph 1.3 to ensure that they were considering the needs of different groups of students and adapting its mitigation measures as appropriate to safeguard the interests of all groups of students. This Student Protection Plan will be reviewed on an annual basis. Any changes within this Plan will be considered and recommended by the Company's Advisory Board (which includes student representation, thus ensuring the student voice is heard) for approval by the Board of the Company.