

MEETING OF THE BOARD OF TRUSTEE DIRECTORS

Date & Time	Friday 6 June 2025 13:30 – 13:50 (Phoenix) 16:30 – 16:50 (London) Saturday 7 June 2025 01:30 – 01:50 (Sydney)	
Venue	Online via Zoom	
Present	Name	Role
	Emma Cariaga	Chair
	Emma Cariaga	Director and Vice Chair
	Bashir Al-Hashimi	Director
	Mark Searle	Director
In attendance	TEDI-London	Lisa Brodie Executive Dean Martin Walsh Chief Operating Officer and Company Secretary
	Arizona State University	Casey Evans Chief Operating Officer, EdPlus at ASU
	King's College London	Vanessa Morrison Senior Director of New Projects
	UNSW Sydney	Vinita Chanan Director, Alliances
Apologies	Colin Grant Director	

Engineered by:

■ Arizona State University

■ King's College London

■ UNSW Sydney

Preliminary items

- | | |
|----|--|
| 1. | WELCOME AND APOLOGIES
All were welcomed to the meeting.
Apologies were received from Colin Grant. The Trustee Directors agreed that Vinita Chanan should stand in for Colin to ensure that the meeting remained quorate. |
| 2. | DECLARATIONS OF INTEREST
Other than for Item 6 and Item 7 (Deed of Retirement), no new declarations of interest were noted.
The member nominated directors for ASU, KCL and UNSW are conflicted for Item 6 and Item 7 and so will not be permitted to vote on the resolutions. The meeting will still be quorate for these resolutions under Article 29 of the Articles of Association. |
| 3. | MINUTES OF THE PREVIOUS MEETING
The minutes of the previous meeting held in February 2025 were agreed as an accurate record. |
| 4. | MATTERS ARISING AND ACTIONS
The matters arising and outstanding items were discussed. |

Items of Business

- | | |
|----|--|
| 5. | RESOLUTIONS PASSED SINCE THE LAST BOARD MEETING
The following resolutions were noted :
9 May: To accept the OfS draft decision to accept final degree awarding powers without making any representations and waiving the period to otherwise make representations.
23 May: To approve the written members resolution, to present it to every eligible member and to deliver it to the Registrar of Companies.
23 May: To amend Article 26.9 of the Articles of Association regarding the quorum of any meeting of the board. |
| 6. | APPROVE THE DEED OF RETIREMENT
The Deed of Retirement will see KCL and UNSW retire from the charity. The Deed is the first step to additional investment in TEDI-London following its successful award of time limited Full Degree Awarding Powers.
The Board noted the completion of three of the four conditions precedent. The fourth condition precedent was to be completed shortly after the meeting concluded.
It was approved that, on completion of the fourth condition precedent, the Chair was authorised to sign the Deed of Retirement.
Post meeting note – the fourth condition precedent was received at 17:21, shortly after the meeting concluded. The Chair signed the Deed at that time. |

Engineered by:

- Arizona State University
- King's College London
- UNSW Sydney

7.	<p>EXECUTE AND DATE THE DEED OF RETIREMENT</p> <p>The Board authorised the Company Secretary to execute and date the Deed of Retirement once it has been signed by all four parties.</p> <p>Post meeting note – the Deed was executed and dated by the Company Secretary at 18:27 on 6 June 2025.</p>
8.	<p>RESIGNATION OF COLIN GRANT AS DIRECTOR</p> <p>The Board acknowledged the intention of Colin Grant to retire as a director of the company, following the execution of the Deed of Retirement.</p> <p>The Board was unanimous in their gratitude to Colin for his service to the company and wished him well for the future.</p>
<p>Items of further business</p>	
9.	<p>AOB</p> <p>The Chair thanked those present and Colin Grant for the work done to initiate, launch and run TEDI-London and acknowledged the positive significance of the Deed of Retirement.</p>

Engineered by:

■ Arizona State University

■ King's College London

■ UNSW Sydney