

BUCS Board Meeting - Minutes

Date Friday 29 September 2023
Time 10am – 1pm
Location Microsoft Teams

ATTENDEES

Name

Russell James (RJ)
Chris Anthony (CA)
Simon Wilson (SW)
Carrie Stephenson (CS)
Cathy Gallagher (CG)
Ella Williams (EW)
Katy Storie (KS)
Duncan Jones (DJ)
Jessica Melling (JM)
Sam Bell-Minogue (SBM)
Jo Coates (JC)

APOLOGIES

Name

George Christian (GC)

MENTIONS

Name

Sport England (SE)
Perrett Laver (PL)
Michael Heath (MH)

WELCOME AND INTRODUCTIONS

RJ welcomed the group to the meeting and thanked them for their attendance.

RJ noted that apologies were received from GC.

RJ welcomed JC to the meeting as an observer and gave JC the opportunity to introduce themselves. It was noted that JC will be joining BUCS as Interim CEO, subject to contract.

RJ asked the group to declare any conflicts of interest based on the agenda. None were declared.

PREVIOUS MINUTES

RJ welcomed comments on the previous minutes.

No comments were raised on the minutes, the board **APPROVED** the minutes.

RJ addressed the actions from the previous meeting.

Action	Item	Resp.	Status	Update
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From May meeting

1. Provide information to the board on the activity of student representative groups.	3.10	GC	Ongoing	SBM, EW has been working with GC to allocate student officer. RC asked that the key areas for BUCS Board are channelled through the student officer network.
5. International – Arrange a meeting between representatives of BUCS, TASS and AOC Sport to discuss the FISU eligibility criteria	13	SBM	In progress	Meeting taken place between BUCS, TASS and Sport England taken place. Action can be closed and will update from IAG.

From previous meetings

6. Present an updated Risk Register to the Finance, Audit and Risk Committee and to the next meeting of the Board.		JM	In progress	The revised risk management policy was approved by the Finance, Audit and Risk Committee for recommendation to the board. The document is in the agenda for approval, following which the risk register will be updated.
7. Present more detailed information on the proposal for additional Sport England funding to the Finance, Audit and Risk Committee.		SBM	Complete	SBM updated that no additional funding will be received from SE. It was noted that SBM would share an update on the progress of BUCS strategic partnerships. ACTION: 290923 (1): SBM to present an update to the board at the next meeting on the progress of BUCS' strategic partnerships.
8. Recruit to the vacant portfolios of 1) Legal and Governance and 2) EDIA.		DJ/JM	In progress	SBM explained 15 applications had been received for the EDIA lead board position, with 4 progressing to interview. It was noted that interviews finish on 4 October, following which the nominations committee will liaise with the board.
9. Recruit a part-time fixed term Company Secretary role.		DJ/JM	Complete	DJ noted that if the board were satisfied JM would take over from DJ as Company Secretary.

				<p>This was decided following conversations with CS.</p> <p>No objections were received from the board and the motion was APPROVED.</p> <p>ACTION: 290923 (2): DJ to meet with JM to complete company secretary handover and update companies house and charities commission.</p>
10. Board Skills and Knowledge Assessment.		JM	Descoped	<p>It was noted this action has been descoped until Chair recruitment has been completed.</p>

The board discussed the recruitment approach undertaken for the EDIA lead board position, noting the positive impact that input from PL had. KS noted the significant cost for organisations working with PL.

RJ noted that BUCS know of opportunities in the sector they could signpost individuals to support with talent retention.

CS sought clarity on the work being done by BUCS to reduce the income generated by fines. SBM noted that this is an ongoing action as work will continue throughout the season. SBM explained that the executive team are working with members to better understand the reasons for non-compliance and address this. CS recommended this work is captured in key performance indicators for the 23/24 season.

ACTION: 290923 (3): SBM to include fine reduction targets in key performance indicators for the 23/24 season.

CHAIR AND CEO RECRUITMENT

RJ thanked CS, KS and SBM for their support with the Board Chair and CEO recruitment process.

Board Chair

RJ noted that the Chair position is currently live with a closing date of 16 October 2023. RJ explained that meetings have been scheduled with PL to review candidate applications. It was noted that PL would conduct the longlist interview to create a shortlist for BUCS to interview.

CA questioned if member engagement has been included in the recruitment process. RJ explained this would likely be at the shortlist stage, however it had not been defined. CG noted she had not yet spoken to PL, so would address member engagement in their call. CS recommended that this is built into an amended recruitment timeline.

ACTION: 290923 (4): CG to meet with PL and explore member engagement during the recruitment process for a Board Chair, and the associated timescales.

CEO Recruitment

CS noted the time pressure associated with the CEO recruitment and asked the board to review the CEO candidate pack.

ACTION: 290923 (5): JM to upload CEO candidate pack onto the board Teams channel.

ACTION: 290923 (6): All to provide feedback on the CEO candidate pack.

It was noted that the projected timescale for CEO recruitment commences week commencing 2 October 2023, with the CEO longlist running concurrently with the Chair shortlist stage. RJ explained that this timeline will allow the Chair to play an active role in the CEO recruitment.

CG questioned if BUCS staff had been communicated with regarding the appointment of JC. RJ noted that the plan is to communicate with staff, however this has been delayed.

ACTION: 290923 (7): RJ work with SBM and DJ to draft communication to BUCS staff regarding interim CEO recruitment.

BUCS TV

RJ summarised the current position of BUCS.tv for the board, explaining that there have been a number of meetings with members and Joymo following the last board meeting.

RJ explained the intention to come to the meeting with a recommendation to progress with the joint venture, however BUCS are not in that position. It was noted there are fundamental challenges that require further work before BUCS are in a position to make a long-term commitment regarding a joint venture, including committing content to a single platform and to the production quality requirements and clarity and confidence in the commercial model.

The board acknowledged the significant time that members have invested in the project to date and extended their thanks to members for this. The board also acknowledged the significant investment that Joymo have put into the project and extended their thanks.

CA explained his input to the BUCS.tv ongoing work, noting that there is a willingness from members for the project to materialise, however there will currently be no commitment due to a lack of clarity on the implications for institutions engaging with BUCS.tv.

The board **AGREED** to pause work on the BUCS.tv project.

It was agreed that as the project has been paused, content delivery would reflect the model of previous seasons, with BUCS streaming content for major events and members having the ability to stream using their preferred methods.

ACTION: 290923 (8): DJ and JC to review the data and digital strategy in line with BUCS 2023-2027 strategy.

RJ noted that next steps will need to be communicated with members as a priority.

BUDGET

DJ explained BUCS are currently finalising the statutory accounts ahead of audit.

DJ drew attention to the ask of the board to reduce the 100k deficit in the proposed budget, noting this had been done through collaboration with SBM and the leadership team.

DJ noted that discrepancies in the previous budget regarding governance had been corrected and the governance sections of the budget had now been split into BUCS governance and SE governance to ensure clarity in the future.

DJ highlighted that £51k of savings have been identified, resulting in a £49k deficit budget being presented to the board.

DJ talked to the net summary of each business area FY24 budget, comparing it to the FY23 budget and the FY23 outturn.

DJ noted the significant variance in the individual elements of the National Programmes budget is due to reclassification of business areas with this budget area.

DJ explained the principal reasons for the swing to a FY24 budget deficit compared to the FY23 outturn are:

- Fines budgeted at 75% of FY23 levels.
- Reduction in provision for pension fund in FY23 not budgeted for in FY24.
- Additional Events staff employed for FY24.
- Savings in the International Programme in FY23 not budgeted for in FY24.

DJ explained the FY24 budget does not include any contingency and there are no funds allocated for any new initiatives associated with the strategy delivery or for costs of an Interim CEO

It was noted that free reserves will have increased to £605k as of 31 July 2023. DJ explained however that there was a miscoding of an £18k CRM expense to capital expenditure, so there will be a negative impact on the bottom line and free reserves.

DJ drew attention to five key risks associated with the delivery of the FY24 budget:

- Commercial income – A target of £300k has been established, compared to £259k that was secured this year. £169k of the FY24 target has so far been secured; £33k is dependent on contract renewals; and partnerships to the value of £68k are in conversation. This leaves a current shortfall of £30k.
- £42k of budget-relieving value in kind has been secured, although this sits outside the £300k cash target.
- Fine income – Staff in the Governance and Compliance Team continue to work with members to reduce failings that incur fines. As such, the amount generated in FY23 had been reduced by 25% for the FY24 budget. However, this amount could fall lower.
- Other risks include those associated with event cancellation due to unforeseen circumstances that are ever present and managed as best as possible.

SW noted his previous concern regarding approving a deficit budget, explaining the risk associated with potential structural deficits. It was highlighted that BUCS should be running a break even budget each year. SW noted he is confident that the deficit is not structural therefore would support the proposed budget.

SW highlighted the current BUCS reserves policy requires £300k in free reserves, noting BUCS is currently operating with ~£585k. It was flagged that the current policy provisions are low, and recommendation was made to review this in line with inflation.

ACTION: 290923 (13): DJ to work with SW to revise the reserves policy for proposal to the board.

SW credited the work of the BUCS Finance Team.

JC questioned if BUCS completes four-year planning or just annual. DJ noted the desire to map financials for 3-4yr periods, however noted that given the significant change BUCS has undergone in the last year, current forecasts have been done annually.

KS questioned the certainty of BUCS acquiring the £68k of outstanding commercial income. DJ noted conversations are ongoing, however there is no guarantee of signature. DJ explained financials will be reviewed in January to allow for adjustment of expenditure if needed.

KS also questioned the reasons for the increase in events staff. SBM noted the events team have been operating above capacity for a significant amount of time causing welfare concerns. SBM also explained that the Head of Events had returned part time from maternity leave. It was noted the increase in staff costs is offset in part by event entries, some of which have been subject to a 10% increase in cost. SBM highlighted that for some events BUCS charges more than NGBs, therefore a review of the inflation application is needed to ensure it does not

negatively impact participation. SBM also noted a review will be done on the financial gain from third party events.

ACTION: 290923 (14): SBM to provide an update to the board on the review of BUCS event entry fees.

KS expressed that communication is needed to members regarding the lack of additional budget for allocation to projects. RJ agreed, noting the need for communication to be sent about the delivery against the strategy.

CG expressed that if the budget is approved by the board it needs to be in principle, noting the strategy delivery needs to be embedded in it.

CG questioned the significant swing in the competitions budget. SBM explained the budget is more realistic than previous budgets due to the reallocation of fines from competitions to the governance budget.

The board **APPROVED** the proposed FY24 budget, noting that adjustments may need to be made to account for strategy delivery, additional CEO and Chair recruitment costs and the costs of the Interim CEO.

STRATEGY

SBM explained that the document included in the paper pack is a working document as the staff team need to be engaged in the process.

SBM noted there is an all-staff day on 6 October 2023 during which teams will be asked to explore their key performance indicators for the year. Following this the summarised results will be reported to Board.

SBM noted that this year will focus on transitioning to delivery against the new strategy. CA expressed that the membership is supportive of this.

RJ encouraged SBM and DJ to undertake a prioritisation exercise and ensure that the day-to-day is captured in the delivery plan. It was noted that work needs to be done to understand the measures of success for the next year. It was requested this is shared with the board.

ACTION: 290923 (15): DJ and SBM identify measures of success for the 23/24 season delivery.

ACTION: 290923 (16): JM to add strategy and KPIs to the November board agenda.

GOVERNANCE

The board **AGREED** to defer this agenda item due to time. It was noted that JM would circulate the documents for comment, following which approval will be sought via correspondence.

ACTION: 290923 (17): JM to recirculate governance documentation to board for comment and approval.

GENERAL UPDATES

RJ noted the proposal to amend the Articles of Association to allow Trustees to serve for three terms of three years. The board supported this recommendation.

SW left the meeting temporarily to allow the board voted for the extension of his tenure to allow him to serve another term of three years. The board **APPROVED** SW to serve another 3-year term. SW was readmitted to the meeting.

KS left the meeting temporarily to allow the board voted for the extension of her tenure to allow her to serve another term of three years if the changes to the articles are approved at AGM. The board **APPROVED** KS to serve another 3-year term. KS was readmitted to the meeting.

RJ highlighted that the Remuneration Committee had met and the outcomes communicated to the board.

It was noted that the AGM and Winter Summit will take place at the University of Nottingham on 12 December 2023.

SBM noted that BUCS have been granted a 3-year extension on the HRH patronage support.

ANY OTHER BUSINESS

CG noted that the next Board meeting is scheduled for 13 November 2023 in the BUCS office. CG questioned if this could be held at King's College as an alternative, noting space and the sensitive nature of conversations.

ACTION: 290923 (18): JM to enquire about the availability of King's College London to host the November board meeting.

No further AOB was raised.

RJ thanked the board for their contributions and the meeting was closed.

APPROVED

Table of Actions

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ACTION: 290923 (1):	SBM to present an update to the board at the next meeting on the progress of BUCS' strategic partnerships.	SBM	Complete
ACTION: 290923 (2):	DJ to meet with JM to complete company secretary handover and update companies house and charities commission.	DJ	Complete
ACTION: 290923 (3):	SBM to include fine reduction targets in key performance indicators for the 23/24 season.	SBM	Ongoing
ACTION: 290923 (4):	CG to meet with PL and explore member engagement during the recruitment process for a Board Chair, and the associated timescales.	CG	Complete
ACTION: 290923 (5):	JM to upload CEO candidate pack onto the board Teams channel.	JM	Complete
ACTION: 290923 (6):	All to provide feedback on the CEO candidate pack.	All	Complete
ACTION: 290923 (7):	RJ work with SBM and DJ to draft communication to BUCS staff regarding interim CEO recruitment.	RJ, SBM, DJ	Complete
ACTION: 290923 (8):	DJ and JC to review the data and digital strategy in line with BUCS 2023-2027 strategy.	DJ	Ongoing
ACTION: 290923 (13):	DJ to work with SW to revise the reserves policy for proposal to the board.	DJ	Ongoing
ACTION: 290923 (14):	SBM to provide an update to the board on the review of BUCS event entry fees.	SBM	Deferred
ACTION: 290923 (15):	DJ and SBM identify measures of success for the 23/24 season delivery.	DJ, SBM	Ongoing
ACTION: 290923 (16):	JM to add strategy and KPIs to the November board agenda.	JM	Complete
ACTION: 290923 (17):	JM to recirculate governance documentation to board for comment and approval.	JM	Ongoing
ACTION: 290923 (18):	JM to enquire about the availability of Kings College London to host the November board meeting.	JM	Complete