

Board Meeting - Minutes

Date Wednesday 26 July 2023

Time 10.30am – 2pm

Location Kings College Strand Campus, Bush House, London WC2B 4QN



ATTENDEES

Name	Attendance Type
Russel James (RJ)	In person
Chris Anthony (CA)	In person
Simon Wilson (SW)	In person
Carrie Stephenson (CS)	In person
George Christian (GC)	In person
Cathy Gallagher (CG)	In person
Ella Williams (EW)	Online
Duncan Jones (DJ)	In person
Michael Heath (MH)	In person
Jessica Melling (JM)	In person

APOLOGIES

Name

Sam Bell-Minogue (SBM)

Katy Storie (KS)

MENTIONS

Name

Zoe Clifton (ZC)

Rebecca Rolfe (RR)

Mike Emery (ME)

Diana-Mae Pettigrew (DMP)

Barry Squires (BS)

Vince Mayne (VM)

Steve Egan (SEg)

WELCOME AND INTRODUCTIONS

RJ welcomed the group to the meeting and thanked them for their attendance. RJ noted as Senior Independent Director he would act as interim Chair.

RJ noted that apologies were received from KS and SBM.

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

RJ welcomed the group to introduce themselves and their roles.

RJ noted that following recommendation from the nominations committee and approval from the Board via correspondence, CS has been appointed as a Board Trustee, with the remit of legal and governance with effect from today's date.

RJ also noted that following member vote, EW has been elected the Student Director, replacing ZC on the Board with effect from today's date.

PREVIOUS MEETING

RJ asked for comments on the previous minutes.

SW requested additional context be added to section 12.4, to explain the reference to Sport England (SE) funding was meant as a comparison against NGB's.

ACTION: 260723 (1): JM to update May Board meeting minute section 12.4 to amend comments on SE.

No further amends to the minutes were noted and the minutes were **APPROVED**.

CG drew attention to section 3.2, questioning recent progress made by the Affiliations Working Group (AWG). CG noted the proposed delivery to Advisory Group in October, highlighting these timescales may be challenging. CA explained that FD had attended the June Advisory group meeting to update on a survey that would be sent to members. GC noted that meetings of the AWG were scheduled on June 8 and June 29 were cancelled.

ACTION: 260723 (2): CG to contact FD to chase the delivery of the survey to Advisory group and support with scheduling an AWG meeting.

CG asked for an update on the recruitment of a Company Secretary. JM explained that recruitment had been unsuccessful.

CS offered to review job specifications and meet with JM, DJ and SBM to evaluate the current governance structure and potential options to support alleviating capacity. JM and DJ welcomed this idea and thanked CS.

ACTION: 260723 (3): JM to share Company Secretary and Governance Officer job specifications with CS.

ACTION: 260723 (4): CS to review job specifications for governance roles.

ACTION: 260723 (5): DJ, SBM and JM to meet with CS to explore company secretary and governance role structure.

CG noted that BUCS needs to ensure that issues with BUCS play are identified and addressed as a business priority.

CA questioned if the Institution Administrator (IA) group that advised BUCS play development still exists. MH noted that it did not, however there is the intention to establish a member group and an IA group for feedback. RJ questioned if the current Playwaze contract allows for fixes to the system. MH noted it does. RJ recommended that the previous IA group is contacted to analyse the existing issues.

ACTION: 260723 (6): MH to contact previous BUCS play consultation group for work on low level system fixes.

It was **AGREED** that a meeting of the board will be held in September, at which BUCS play will be added to the agenda.

ACTION: 260723 (7): DJ to establish Board availability for a meeting in September.

ACTION: 260723 (8): DJ to add BUCS play to September Board agenda.

CG questioned if BUCS would still be undertaking a review of its Governance. JM confirmed this, noting the current recruitment in progress for a Governance Officer to support this and this would be a fundamental part of their work programme. CG noted that an annual meeting schedule for BUCS committees and groups is needed, to ensure there is suitable flow of information and diary conflicts are prevented. DJ noted that the Business and Member Services Officer post has been filled and will have this within their remit.

ACTION: 260723 (9): JM to provide an overview and timeline for governance review work.

ACTION: 260723 (10): JM to work with Business and Member Services Officer to create annual calendar of meetings.

CG credited the work of SBM and RR in supporting the Senior Managers Executive, however noted the group has not had sufficient support from the wider BUCS office. CG noted that she would speak to SBM regarding this.

ACTION: 260723 (11): CG to speak to SBM regarding ownership of meetings schedule for member led groups.

DJ informed the Board that interviews are taking place week commencing 31 July for Head of HR and Operations, and provided assurance that interim solutions are in place to support in this area until the post is filled.

RJ reviewed the actions from the previous meeting.

DJ discussed action 4, noting that all the policies outlined in the BUCS Trading management agreement exist and therefore the conditions of the agreement are met. SW noted that the BUCS Trading Board were satisfied with the agreement.

RJ noted that as recruitment for the EDIA board position was unsuccessful. RJ explained the intention to use an agency to support this, the Chair and CEO recruitment. It was noted that applications would be done through the Applied system, with all candidates signposted to this. JM noted that she would build the role in the system and share with the Governance and Nominations committee.

ACTION: 260723 (12): JM to build EDIA Lead role on Applied and circulate link to Governance and Nominations Committee.

It was noted that KS tenure would elapse in December 2023. SW noted that he believed his tenure was up soon for his initial term. JM noted that the articles currently allow directors to stand for two terms of three years, unlike the Chair who can stand for three terms of three years, JM highlighted that the Charity Governance Code and A Code for Sports Governance allow three terms of three years. It was suggested that the articles of association be updated to align to governance best practice in this area.

ACTION: 260723 (13): JM to collate tenure and elapse data for September's papers.

ACTION: 260723 (14): JM to include tenure and elapse in Articles of Association review.

RJ noted the proposal to deliver a skills analysis aligned to the new strategy. JM explained that this would support with upcoming recruitment and succession planning. The Board felt this was not an immediate priority and **AGREED** that this should be delivered once a Chair has been recruited.

CG questioned the progress on Chair recruitment. JM noted that the job specification had been developed. It was **AGREED** that JM could contact the commission on behalf of the Board.

ACTION: 260723 (15): JM to contact Charities Commission to confirm conditions of payment for the Chair of the Board.

BUCS.tv

RJ noted that the BUCS.tv paper had come separate to the board pack, highlighting that in future all board papers should come together.

DJ welcomed the Board to share their thoughts on the summary paper.

CA explained that following an active drive of BUCS.tv with members, that engagement in this area has improved. It was noted that BUCS play is crucial for members and there is the desire from members to invest time in improving the functionality of this system. Caution was raised that BUCS.tv would be prioritised over BUCS play. It was noted that it would benefit members for both projects to be delivered cohesively.

RJ noted there is a need for greater clarity on the potential financial benefits for members engaging with BUCS.tv. CG questioned the intentions regarding amount and quality of content going on the platform. MH explained that the original proposal was for 10 institutions to use it in the first year, however the content target in line with this was high. MH noted that if the Women's National league rugby was also hosted on BUCS.tv, this would increase to 13 institutions, however there is the hope that an additional 7 would be recruited to allow for 20 institutions of a range of sizes to use the platform. MH highlighted that BUCS will be able to analyse viewership numbers against content quality. CA noted that there will need to be quality of content to get the engaged viewership.

DJ explained that he intended to establish a Board working group as well as the IA group to advise on BUCS.tv. RJ questioned what the purpose of the Board BUCS.tv subgroup is. DJ explained that he wants a small number of Board to support with reviewing the detail of BUCS.tv and understanding the current issues.

ACTION: 260723 (16): MH to develop a Board working Group and re-establish the IA working group for BUCS play.

Project and Go-to-market Plan.

CA noted that a defined project plan is needed for the BUCS.tv project. RJ noted this will need to include a go-to-market plan, the engagement of a partner, member engagement and a 3-year project outline. It was agreed this would be provided in draft by 4 August.

ACTION: 260723 (17): MH to develop and circulate project plan, go-to-market plan and 3yr project outline for BUCS.tv with Board by 4 August.

Partnership with Joymo.

CS noted that BUCS could be more confident in its partnerships by engaging in tender processes. CS noted that caution should be taken when this has not occurred, and a partner is being committed to.

It was noted that a proposal paper was sent to the BUCS Trading Board regarding the justification for Joymo as a partner. It was requested this be shared with the minutes.

ACTION: 260723 (18): MH to circulate Joymo partner justification document.

RJ highlighted that Joymo have been patient with the partnership process and have engaged in networking with the stakeholders recently. It was noted that there are a number of critical elements which need navigating and BUCS needs to understand what the critical conditions are.

SW questioned the timescales associated with BUCS.tv, particularly noting Joymo's proposals. DJ expressed that Joymo are working to strict deadlines due to the investment approval.

RJ highlighted that BUCS wants to have clarity on the commercial rights to support contract development for a joint venture agreement (JVA). RJ questioned what steps need to be taken before the Board are able to make an approval or rejection decision.

CG noted the Board has to ensure due diligence occurs to allow them to fully understand the proposal.

Suspension of Regulation 1.6.4.

RJ expressed concern over members not reaffiliating to BUCS due to REG 1.6.4.

RJ explained that REG 1.6 had been added in 2022 to provide clarity on the ownership of rights, however there was a lack of consultation and communication on this with members.

CA noted there is the need for a holistic review of how BUCS endorses regulations through the Board. It was explained that the National Competitions group allows effective consultation on sports specific regulations and would allow feedback through Advisory group to the Board. It was noted that using the Advisory Group and the Regions and Nations structure to consult on general regulations would allow for consultation and feedback to Board.

ACTION: 260723 (19): JM to work with CA to explore if Advisory group can be used to consult on general regulations.

CA noted that the work undertaken to consult on Reg 1.6.4 to date has not been sufficient to get agreement from members, as sample sizes have been small and there is still a lack of understanding on this within the membership.

CA noted the recommendation that there is communication to members explaining that REG 1.6.4 will not be enforced for the 23/24 season. SW agreed, noting the proposal to suspend the regulation, and ensure this language is clear. Communication regarding the suspension will be circulated for consideration and approval by the Board.

ACTION: 260723 (20): DJ to draft REG 1.6.4 suspension comms and circulate to the Board.

MH expressed that REG 1.6.4 could be removed from the BUCS regulations and included in separate contracts with the member institutions that engage with the BUCS.tv platform. CS said she would familiarise herself with REG 1.6 but said that a separate licence arrangement could be made via a side agreement with members.

RJ questioned how 1.6.4 related to BUCS led events. MH explained that BUCS owns the rights to these, noting 1.6.4 is in relation to member led events.

CS questioned the provisions for third party events relating to liability and ownership. MH explained that each third-party event delivered is in a contract with BUCS which addresses this.

Joint Venture Agreement (JVA) with Joymo.

SW noted that as Joymo are putting in 2yrs of funding there will be a level of security needed for them to be covered by the inclusion of appropriate break clauses in the JVA. RJ noted BUCS needs to explore the conditions of these to allow for both parties to be comfortable with the conditions for which the break clause can be enacted.

ACTION: 260723 (21): DJ to review break clauses in draft JVA.

Interim Agreement with Joymo.

MH noted that BUCS would not be able to cover the costs to continue with BUCS.tv without a JVA. It was recommended that BUCS explore an interim agreement with Joymo while the JVA is finalised. CS noted that agreeing head of terms would support in the interim and give confidence to Joymo. It was noted that the JVA is at advanced stages of draft.

CG noted that at present if the Board agree to the joint venture this will be without the direction of travel being set by a CEO or Chair. CG also noted that to have conversations with Heads of Sport and Student union staff before the season starts is unlikely.

MH agreed that it is unlikely a JVA will be finalised by September, therefore an interim agreement would act as risk mitigation. MH noted that an interim agreement would need to be discussed with ME as there would be a cost associated with this.

DJ expressed that it would be beneficial to arrange a call with ME to discuss an interim agreement and the go-to-market plan. RJ requested this is added to the project plan, along with communication with different stakeholders.

ACTION: 260723 (22): DJ and MH to meet with ME to discuss proposed interim agreement and go to market plan.

FINANCE

DJ noted that the reforecast for the year-end outturn has been revised up from a balanced budget to a £79k surplus, against a £5.5m turnover. DJ noted that the current figures do not include spend allocated to annual conference.

DJ explained that the Charities Investment Fund (COIF) balance has declined in value since the end of 2021, in line with market activity. DJ noted that while the value of these funds has fallen, the interest and dividends paid from them has risen commensurately.

FY24 Budget.

DJ noted that a draft budget was presented to the Finance, Audit and Risk (FAR) Committee at its meeting on 20 July and is pending further scrutiny in August. It was highlighted that the FAR Committee had requested DJ and SBM work to reduce the 100k deficit. DJ expressed that the intention is to deliver a balanced budget, but with provisions to incur a 100k deficit for FY24.

DJ highlighted that the free reserves at 31 July 2023 are forecast to be in the range of £400k to £500k, with the remainder of the forecast cash balance being made up of deferred grant income. SW noted that this is above the minimum reserve threshold of £300k, therefore a £100k deficit for FY24 would still allow this threshold to be met. SW expressed that a negative budget should not be a consistent approach as it may become structural, therefore BUCS should attempt to revise the budget towards break even.

ACTION: 260723 (23): DJ and SBM to review FY24 budget and attempt to revise to break-even.

SW expressed that the finances are stable and well accounted for, therefore would ask the Board to approve the budget as it stands, on the condition that it is revised with a view to work towards a break even budget. SW highlighted that £100k is 2% of turnover.

CG noted that with the departure of the CEO and Chair, there has not been sufficient time to give the required level of scrutiny to the budget. CG highlighted that the strategy implementation plans have not influenced the draft budget, therefore recommended that the budget is approved as draft, with a view to review and approve it following input of strategy delivery.

SW noted that the budget has been given sufficient time by the Executive and the FAR Committee therefore would approve the budget, however appreciates there is uncertainty.

RJ noted that the strategy key performance indicators against the strategy have not been developed yet, therefore have no allocated cost yet. RJ requested the top level of this is developed and brought to the Board in September, along with a revised budget.

ACTION: 260723 (24): DJ and SBM to develop top level key performance indicators for strategy delivery for September Board meeting.

ACTION: 260723 (25): DJ and SBM to revise draft budget to include provisions for strategy delivery for September Board meeting.

SW recommended that if changes occur and there is spend for items that are not budgeted for, that these are listed out and presented to the Board.

CS questioned if BUCS will have sufficient information in the next few weeks to allocate finance to large spend items such as BUCS play and BUCS.tv. RJ noted that some large projects have forecasted spend, therefore this will be possible, however for some there is still work needed.

DJ noted that there is flexibility in the budget which would allow it to be amended during the year for approval by the Board.

RJ noted it is key to demonstrate to Members where spend is happening that aligns to the strategy.

DJ expressed that where additional spend or delayed delivery is required this will be recommended to the Board for approval.

The Board **APPROVED** the budget in draft on the condition that it is revised by DJ and SBM and re-presented to the Board in September with the aim of reaching a balanced budget. This will need to include figures attributed to the delivery of strategy and large-scale projects.

It was noted that the Board will discuss risks associated with budget and commercial input in September with the revised budget.

ACTION: 260723 (26): DJ to prepare information for Board to inform the discussion on risks associated with budget and commercial input.

RJ noted there will be elements of the strategy implementation and budget which will require input from a CEO when appointed.

CA credited the delivery directorate update presentation and noted that it would be beneficial to receive an update from the operations directorate too. It was **AGREED** this would be a standing agenda item for future Board meetings.

ACTION: 260723 (27): JM to add operations directorate update as a Board standing agenda item.

FINANCE, AUDIT AND RISK COMMITTEE UPDATE

SW explained that the FAR committee have given considerable time to reviewing the budget and are satisfied with BUCS' current financial position, noting that finances are currently above the minimum reserves threshold.

SW updated that Haysmacintyre attended the last FAR committee meeting to discuss the audit plan. It was noted that they have not expressed any concerns over the financial risk of BUCS.

SW noted that considerable attention was given to deferred income, and how to treat this, explaining that it is key there are set key performance indicators associated with the receipt of funding to support the deferral process. SW explained that due to BUCS financial year end date not aligning with National Governing Bodies, there is usually a large amount of deferred income each financial year end.

GC highlighted the discussion regarding fines and the FY24 provisions for this. It was explained that there is work being done by the Competitions and Performance team and Governance and Compliance team to reduce the level of income generated through fines.

CS questioned why BUCS year end was in July. It was explained this is to align to the academic year. DJ offered to meet with CS to discuss BUCS finances in greater detail and provide a background in BUCS activities.

ACTION: 260723 (28): DJ to contact CS to arrange a finance overview catch up.

CEO AND BOARD ROLES

Recruitment of Chair and CEO.

RJ explained that a number of agencies have submitted proposals to support the recruitment of a Chair and CEO. It was **AGREED** that the Governance and Nominations committee would review the proposals and decide on which agency to use.

RJ highlighted the intention to appoint a Chair before a CEO, to allow the Chair to support with recruitment. CA questioned the rationale for this, noting the impact of the CEO on the day to day running of BUCS. RJ noted that this is based on the recommendation from the recruitment agencies.

RJ updated that a potential interim CEO is being explored, noting the significant overcapacity of the executive team. It was **AGREED** the Governance and Nominations committee would continue to explore an interim option and report to the Board in September.

CA expressed the need to communicate with members at every stage in the journey. RJ noted that the Governance and Nominations committee would be reviewing the member involvement in the recruitment process.

ACTION: 260723 (29): JM to arrange Governance and Nominations committee meeting by 4 August.

Review of composition of sub-committees.

The Board reviewed the composition of several committees.

It was **AGREED** that CS would sit on the Governance and Nominations committee, allowing GC to step down. It was also **AGREED** that the EDIA Lead would sit on the Governance and Nominations committee once appointed. The Board **AGREED** that RJ would act as interim Chair for the Governance and Nominations committee.

It was **AGREED** that RJ would Chair the Remuneration committee in the interim. It was also **AGREED** that CA would sit on the Remuneration committee, to provide a member perspective.

It was outlined that the BUCS Trading Board is comprised of DJ, SW, SEg and formerly VM. It was recommended that the tenure and elapse of the Board be reviewed. DJ noted that in the future RJ may benefit from being on the BUCS Trading Board.

ACTION: 260723 (30): JM to work with DJ to review BUCS Trading Board tenure and elapse.

RJ questioned if BUCS Trading would need to sign off the JVA for BUCS.tv. It was outlined that the joint venture will be held by the Charity, so this is not necessary.

GC flagged that the BUCS governance structure diagram provided in the papers was inaccurate, with incorrect lines of reporting and Sport Review Implementation Group missing. JM noted that this document would be revised following the Governance review as there needs to be greater clarity on the lines of communication within the structure. JM updated that the intention is to improve transparency of this on the BUCS website too. CS suggested the addition of a Gantt chart or similar tool to outline committee meeting frequency.

ACTION: 260723 (31): JM to create revised governance structure document.

CG questioned the communication plan to staff on the Chair and CEO recruitment, stressing the importance of this.

ACTION: 260723 (32): DJ and SBM to send comms to staff to update on Chair and CEO recruitment.

HOME NATIONS

CG provided context on the history of home nations competition.

CG explained that following a proposal from members to bring back home nations competition, a survey was sent to capture member thoughts. CG credited BS and the home nation leads for their work on this. It was noted that the general consensus from members was a proposal to bring back home nations competition, with £25k input from BUCS.

CG noted that it will take time to build the home nations competition back up to its former levels.

CG supported the proposal to deliver a version of what has been asked, in line with member appetite, however this will require BUCS negotiating on the level of resource and financial input. It was noted that this would allow home nations delivery to take place and evidence that there is the desire and uptake of the event.

CG highlighted the uncertainty on the proposed frequency of home nations events, noting the biennial cycle would disadvantage some students. It was agreed by the Board that the rationale for this needs to be understood.

It was requested that SBM explore the level of support that BUCS can deliver.

CA noted that BUCS can better support this area of work, and needs to ensure visibility and transparency of this with members.

GC agreed with the comments of the Board, noting that conversations with the Sabbatical Officer (SABB) Network had highlighted that there are apprehensions on the cost of the event in the current cost of living crisis, and the fact that home nations event would be classed as non-essential spend. GC supported the recommendation to deliver the event under the home nations banner in the first instance, to allow a strong case for BUCS input to be developed. EW echoed the comments, stressing the struggles with costs faced by students.

DJ flagged that even if there is no direct financial input from BUCS, there will still be cost associated with supporting the event from a staff resource perspective.

CA highlighted the perception that home nations would sit within the competitions and performance strand of BUCS operations.

SW questioned what the proposed £25k would be used to support. It was noted that additional exploration of this was needed.

CG noted that the Board will need justification for their decision either way, noting it is felt there is still significant work to be done in this space.

It was requested that SBM identify the level of resource available to be allocated to home nations.

ACTION: 260723 (33): SBM to explore resource potential for home nations and to undertake negotiations on home nations proposal.

GC flagged that BUCS need assurance that if investment is offered, this is for one delivery, and is not multiple event cycles.

STRATEGY

RJ noted that now the BUCS Strategy 2023 has been approved there is the need to develop the overarching Key Performance Indicators for the year ahead.

RJ tasked SBM and DJ with developing a high-level plan on a page, outlining this for presentation to the Board in September.

ACTION: 260723 (24): DJ and SBM to develop top level key performance indicators for strategy delivery for September Board meeting.

RJ offered the Board's support to SBM and DJ on this.

CONFERENCE

RJ credited the BUCS team for the delivery of a successful [annual] conference at Leeds, noting the overwhelmingly positive feedback from members after the event.

DJ noted that a survey had gone out to all attendees and currently has ~100 responses. Results of this will be shared with the Board in September.

CA credited DMP for the work done with regions and nations to inform conference content, noting this will need to continue for future years.

ACTION: 260723 (34): DMP to analyse conference feedback results and prepare summary for Board in September.

EW left the meeting.

GOVERNANCE - ROLE DOCUMENTATION

JM talked to the role documentation paper which outlines the roles and responsibilities for key Board positions. JM noted these documents will provide each individual with clarity on the expectations when fulfilling the roles and will be used to support the development of the Trustee evaluation process. It was also highlighted that these documents will help support address areas of non-compliance with the Charity Governance Code and A Code for Sports Governance.

CS requested additional time to review the draft role documentation and share any comments with JM. JM noted that to allow sufficient time for comments and feedback these would be submitted for approval at the September Board meeting.

ACTION: 260723 (35): CS to submit feedback to JM Board role documentation.

GOVERNANCE - TERMS OF REFERENCE

JM talked to the draft terms of reference for the Board of Trustees and the Finance Audit and Risk committee.

Board Terms of Reference.

JM explained that the Board terms of reference have been developed using the existing draft terms of reference, the articles of association and best practice from across the sector and membership organisations. The additional detail will provide clarity and accountability for board operations.

JM noted that to support transparency of operation and good governance, once approved the terms of reference will be published on the BUCS website.

CA noted that he has comments on the Board Terms of Reference which he wishes to share with JM with regards to the composition and tenure and elapse sections. JM agreed to pick this up following the meeting and amend prior to September when the Board Terms of reference will be submitted for approval.

ACTION: 260723 (36): CA to share feedback on Board terms of reference with JM.

FAR Committee Terms of Reference.

JM noted that the FAR Committee terms of reference have been updated to expand the scope of the committee to include the oversight of risk. These have been developed using the existing terms of reference, examples within the sector and the model terms of reference from the Chartered Governance institute. They were discussed at the FAR Committee meeting on 20/07/2023. JM highlighted the key changes within the terms of reference, which include:

- The expansion of the roles and responsibilities to provide additional detail.
- The change to the committee composition to include an independent member.
- Updates to the quoracy composition to require trustee attendance.

RJ queried if as Chair of the FAR Committee, SW was satisfied with the committee terms of reference. SW noted that discussion had been had on them and amends made to get to the document presented to the Board. SW confirmed he was satisfied with the terms of reference. The Board **APPROVED** the FAR Committee terms of reference in the form presented to the meeting.

JM noted that the recruitment of the independent committee member would be started now that the terms of reference have been approved. JM explained that although this individual will not have the same responsibilities as a trustee, the Board are responsible for setting the terms of reference and ultimately the scope of the committee, therefore the independent member will not be operating outside of Board direction. JM expressed that independent members will enhance the cognitive diversity of the committee and enhance the skillset in key areas such as finance and risk, which will support the committee in making informed decisions.

GOVERNANCE – RIKS MANAGEMENT POLICY

It was agreed due to time constraints this item would be tabled in September.

ACTION: 260723 (37): JM to add risk management policy, Board terms of reference and role documentation to September Board agenda.

DELIVERY REPORT

Due to time constraints this item was not discussed, but Trustees have received the report as part of the Board pack.

MEMBER UPDATES

It was agreed due to time constraints this item would be circulated via email.

ACTION: 260723 (38): CG, CA and GC to circulate their member reports via email to the Board.

ANY OTHER BUSINESS

The Board agreed 29 September 2023 for the next meeting.

ACTION: 260723 (39): DJ to create teams invite for September Board meeting.

RJ thanked all in attendance for their time and contributions and closed the meeting.

Table of Actions

Date Wednesday 26 July 2023

Time 10.30am – 2pm

Location Kings College Strand Campus, Bush House, London WC2B 4QN

Action Reference	Action	Owner	Status
ACTION: 260723 (1):	JM to update May Board meeting minute section 12.4 to amend comments on SE.	JM	Complete
ACTION: 260723 (2):	CG to contact FD to chase the delivery of the survey to Advisory group and support with scheduling an AWG meeting.	CG	
ACTION: 260723 (3):	JM to share Company Secretary and Governance Officer job specifications with CS	JM	Complete
ACTION: 260723 (4):	CS to review job specifications for governance roles.	CS	Complete
ACTION: 260723 (5):	DJ, SBM and JM to meet with CS to explore company secretary and governance role structure.	DJ, SBM, JM	Complete
ACTION: 260723 (6):	MH to contact previous BUCS play consultation group for work on low level system fixes.	MH	Complete
ACTION: 260723 (7):	DJ to establish Board availability for a meeting in September.	DJ	Complete
ACTION: 260723 (8):	DJ to add BUCS play to September Board agenda.	DJ	Complete
ACTION: 260723 (9):	JM to provide an overview and timeline for governance review work.	JM	Ongoing
ACTION: 260723 (10):	JM to work with Business and Member Services Officer to create annual calendar of meetings.	JM	Ongoing
ACTION: 260723 (11):	CG to speak to SBM regarding ownership of meetings schedule for member led groups.	CG	Complete
ACTION: 260723 (12):	JM to build EDIA Lead role on Applied and circulate link to Governance and Nominations Committee.	JM	Complete
ACTION: 260723 (13):	JM to collate tenure and elapse data for September's papers.	JM	Complete – provided with papers
ACTION: 260723 (14):	JM to include tenure and elapse in Articles of Association review.	JM	Ongoing
ACTION: 260723 (15):	JM to contact Charities Commission to confirm conditions of payment for the Chair of the Board.	JM	Complete – as our articles contain the provision to remunerate the Chair this falls within the criteria for not needing additional approval from Charities Commission.
ACTION: 260723 (16):	MH to develop a Board working Group and re-establish the IA working group for BUCS play.	MH	Complete - The IA working group is operational for BUCS Play
ACTION: 260723 (17):	MH to develop and circulate project plan, go-to-market plan and 3yr project outline for BUCS.tv with Board by 4 August.	MH	Complete
ACTION: 260723 (18):	MH to circulate Joymo partner justification document.	MH	Complete – provided with papers

ACTION: 260723 (19):	JM to work with CA to explore if Advisory group can be used to consult on general regulations.	JM, CA	Ongoing
ACTION: 260723 (20):	DJ to draft REG 1.6.4 suspension comms and circulate to the Board.	DJ	Complete
ACTION: 260723 (21):	DJ to review break clauses in draft JVA.	DJ	Complete
ACTION: 260723 (22):	DJ and MH to meet with ME to discuss proposed interim agreement and go to market plan.	DJ	Complete
ACTION: 260723 (23):	DJ and SBM to review FY24 budget and attempt to revise to break-even.	DJ, SBM	Complete
ACTION: 260723 (24):	DJ and SBM to develop top level key performance indicators for strategy delivery for September Board meeting.	DJ, SBM	Complete – to be provided as a paper to Board
ACTION: 260723 (25):	DJ and SBM to revise draft budget to include provisions for strategy delivery for September Board meeting.	DJ, SBM	Complete – included in paper pack
ACTION: 260723 (26):	DJ to prepare information for Board to inform the discussion on risks associated with budget and commercial input.	DJ	Complete
ACTION: 260723 (27):	JM to add operations directorate update as a Board standing agenda item.	JM	Complete
ACTION: 260723 (28):	DJ to contact CS to arrange a finance overview catch up.	DJ	Complete
ACTION: 260723 (29):	JM to arrange Governance and Nominations committee meeting by 4 August.	JM	Complete
ACTION: 260723 (30):	JM to work with DJ to review BUCS Trading Board tenure and elapse.	JM/DJ	
ACTION: 260723 (31):	JM to create revised governance structure document.	JM	Ongoing
ACTION: 260723 (32):	DJ and SBM to send comms to staff to update on Chair and CEO recruitment.	DJ, SBM	Complete
ACTION: 260723 (33):	SBM to explore resource potential for home nations and to undertake negotiations on home nations proposal.	SBM	
ACTION: 260723 (34):	DMP to analyse conference feedback results and prepare summary for Board in September.	DMP	
ACTION: 260723 (35):	CS to submit feedback to JM on Board role documentation.	CS	Complete
ACTION: 260723 (36):	CA to share feedback on Board terms of reference with JM.	CA	Complete
ACTION: 260723 (37):	JM to add risk management policy, Board terms of reference and role documentation to September Board agenda.	JM	Complete
ACTION: 260723 (38):	CG, and GC to circulate their member reports via email to the Board.	CG, GC	
ACTION: 260723 (39):	DJ to create teams invite for September Board meeting.	DJ	Complete