

## A Code for Sports Governance (2021) – Statement of Continued Compliance

As outlined in our November 2022 and January 2023 communications to partners, this document relates to your continued compliance (or otherwise) with the Code. It concerns all Requirements not captured by the Factcheck Questionnaire (Requirements 2.7, 3.1, 3.4, 4.1, 4.7, 5.2, 5.3) or the support being provided for Diversity and Inclusion Action Plans (DIAPs) (Requirements 2.1 – 2.3). It should be read in conjunction with the 'Factcheck Questionnaire'.

### What is the purpose of the Statement?

Continued compliance with the Code (or having an agreed Governance Action Place in place) is a mandatory condition of funding. Sport England will have assessed you against the full Code when it was first introduced or when you first received investment if later.

Since then, Sport England has not conducted a further substantive assessment of partner compliance with the Code but we would like to adopt a more structured approach to understanding ongoing partner compliance.

Our intention is to ask partners, on an annual basis, to confirm their position on Code compliance, with that confirmation having been reviewed and approved by their board. This document provides the first opportunity to do that and is focused on Requirements which have not altered significantly since the Code was first introduced. (New and refreshed Code Requirements are being assessed separately and are captured by the Factcheck Questionnaire). We hope the approach outlined here and the format of this statement enables you to inform us of your compliance position in a way which is pragmatic and proportionate.

### 2023 BUCS Statement of Partial Compliance

#### Statement:

The board has considered and is content to confirm *British Universities and Colleges Sport (BUCS)* continues to comply with *A Code for Sports Governance* in respect of all the Requirements covered by this form (section 1) with the potential exception of the Requirement(s) outlined in section 2.

#### Section 1: Requirements covered by this form:

1. Structure – Requirements: 1.2, 1.4–1.9, 1.11–1.14, 1.16–1.18
2. People – Requirements: 2.6–2.8, 2.10–2.11, 2.13,
3. Communication: 3.2
4. Standards and Conduct: 4.2–4.6
5. Policies and Processes: 5.1, 5.4–5.7

#### Section 2: List of Requirements we think we may not comply with and explanation:

1.1 The Board of the organisation shall maintain and demonstrate a clear division between the Board's management and oversight role and the executive's operational role. BUCS has job descriptions for the CEO and Chair of the Board that outline the roles and responsibilities of the positions and their respective remits. BUCS does not currently have a formal Matters Reserved for the Board or Delegated Authority Policy to support compliance with point 1.1c. This will be developed and approved by the Board by the end of 2023.

**1.3 Each organisation must maintain an up-to-date matrix detailing the skills, experience, diversity, independence and knowledge required of its Board.** BUCS has completed a skills analysis and holds information on the skills, experience and knowledge of Board members. The matrix will be enhanced to take into account new Director recruitment, a new four-year strategy, and to capture diversity and independence. This will be taken to the Governance and Nominations committee for review by the end of 2023.

**1.10 The roles of chair and Chief Executive Officer (or equivalent) shall not be exercised by the same individual and the division shall be established in writing and agreed by the Board.** BUCS has job descriptions for the CEO and Chair of the Board that outline the roles and responsibilities of the positions and their respective remits. BUCS does not currently have a formal Matters Reserved for the Board or Delegated Authority policy to support compliance with point 1.1c. This will be developed and approved by the Board by the end of 2023.

**1.15 The Board shall b. Ensure the nominations committee shall be majority independent non-executive directors and, if dealing with the appointment of a successor to the chair, shall be chaired by an independent non-executive director.** The Nominations and Governance Committee is currently comprised of the Independent Chair of the Board, one Independent Director and one elected Student Director. The Student Director will step down from the Committee and replaced by a new Legal and Governance Director when they are recruited in the coming months. The Chair of the Board currently Chairs the Governance and Nominations committee. However, the Chair is not part of the Committee when appointing their successor. BUCS acknowledges the code states that good practice is for an Independent Non-Executive Director to Chair Committee, with the Chair of the Board being an ordinary member.' However, the current arrangement is not felt to be problematic and these matters are reviewed frequently.

**2.4 Each organisation shall have a documented, formal, inclusive, rigorous and transparent procedure for the appointment of all type of directorships to the Board, and all appointments shall be made on merit in line with the skills and diversity required of the Board.** All Board recruitment processes are transparent and public, and appointments are made based on merit, against clear role descriptions. BUCS will create a formal procedure document and will clarify onboarding and standard operating procedures. BUCS will appoint a new staff position of Company Secretary to support this and expects to be compliant by the end of 2023.

**2.5 In exceptional circumstances, a director may be co-opted onto the Board if this is necessary to ensure that the Board has the skills and/or experience necessary to fulfil its role.** BUCS co-opted a Director onto the Board to allow the Chair of the Advisory Group to attend Board meetings. This position become a permanent position on the Board in April 2022 and is elected by member vote. When the Articles of Association are reviewed in 2023, consideration will be given to whether this role should be explicitly stated within them.

**2.9 The Board or Nominations Committee shall inform UK sport/Sport England of any appointment process being carried out by the organisation in relation to a. Any directors.** As an independent company and registered charity that has only recently received funding from Sport England, BUCS has operated independently in building its Board membership. As a result, BUCS has not previously notified Sport England of upcoming Board recruitment. However, it will include this matter in the standard operating procedure to be developed, to ensure relevant partners are made aware of recruitment activity. BUCS will appoint a new staff position of Company Secretary to support this and expects to be compliant by the end of 2023.

**2.12 Each organisation shall ensure that new Directors receive a full, formal and tailored induction on joining the Board.** While an induction process exists, BUCS has identified that not all current

Board members have received a formal induction upon joining the Board. The appointment of a new Company Secretary in the coming months, will resolve this matter by the end of 2023.

**3.3 Each organisation shall develop and deliver a strategy for engaging with, and listening to, its stakeholders (including elite athletes where appropriate). The Board shall annually review and monitor its delivery.** BUCS engages with its member network regularly and defines its internal member engagement processes. However, it does not currently have a documented stakeholder engagement strategy that has been reviewed and approved by the Board. Work will commence on this and is aimed to be complete by the end of 2023.

**4.2 The Board, led by the Chair, shall:**

**A. Undertake and maintain in writing a record of an annual evaluation of its own skills, performance, and effectiveness.**

**B. Undertake and maintain in writing a record of annual appraisal of each individual Director, and CEO.**

**C. Undertake and maintain in writing a record of evaluations of its committees (committee evaluation need not be undertaken annually).**

**D. Agree and implement a plan to take forward any actions resulting from the evaluation.**

An external evaluation of the Board was conducted in 2019 and a report produced. BUCS acknowledges the requirement for a further review to be completed in 2023, due to the four-year evaluation cycle stipulated in the Sport Governance Code, and three-year cycle in the Charity Governance Code.

The Board has been invited to internally reflect on its performance over the past four years, including discussion on its effectiveness, the agenda, presentation of topics, and operational matters to support the organisation.

Although no formal appraisal process is documented for Directors, the Chair has conducted regular 1:1 review with Board members, though these have not been formally recorded. This will be rectified in the future. The formal appraisal process for individuals with additional responsibility – such as the Chair, Senior Independent Director and EDIA Lead – will also be developed by the end of 2023.

**4.5 The code of conduct, terms of reference and other policies relating to the Board and its committees shall be regularly reviewed and maintained.** It has been identified that some documentation designed to support Board operation does not have a formal review schedule outlined within it. Following the recruitment of a new Company Secretary, a rolling schedule of review will be documented, and a review of all BUCS Board documentation conducted, to identify documents requiring priority review. This will be addressed throughout 2023.

**4.6 The Board shall maintain a conflict of interest (COI) policy which:**

**A. Identifies protocols for director voting, ensuring fair participation of voting among the directors.** If a COI is identified or declared, the conflicted director may not be counted in the quorum, participate in any discussions, or vote, on the conflicted matter.

**B. Outlines the chair's responsibility in managing COI.**

**C. Requires the maintenance of a COI register and illustrates the process for this.**

**D. Outlines the responsibility on individual directors to maintain an up-to-date record of their COI.**

BUCS keeps an annual Declarations of Interest record for all Board members. Where potential conflict of interests have arisen, Board members have been asked to self-declare and absent themselves from decision making. BUCS acknowledges that there is not currently a policy in place to support Trustees completing the declaration and complying with their legal duty to avoid conflicts of interest under s175 of the Companies Act 2006 and therefore will be developing this for Board approval by the end of 2023.

Name:

Professor Craig Mahoney

Role:	Chair of the Board of Trustees
Date and time of Board meeting that approved this submission:	Friday 5 <sup>th</sup> May 12, 2023 10:00 – 15:30