

BUCS Board Meeting - Minutes



Date Monday 13 November 2023
Time 10.30am – 2:30pm
Location Kings College London
Meeting 2023-24 – Meeting 2

Attendees

Board Members

Russell James (RJ)
Chris Anthony (CA)
Simon Wilson (SW)
Carrie Stephenson (CS) *
Cathy Gallagher (CG)
Ella Williams (EW)
George Christian (GC)
Katy Storie (KS)
Kath Russ (KR)

Staff

Jo Coates (JC)
Sam Bell-Minogue (SBM)
Duncan Jones (DJ)
Chris Rawlings (CR)

*Joined online.

Apologies

Staff

Jess Melling (JM)

Mentions

Sport England (SE)
Perrett Laver (PL)
Michael Heath (MH)
UK Sport (UKS)
Alison Odell (AO)
Bill Thompson (BT)
Paul Carney (PC)

1. Welcome and Introductions

The meeting commenced at 11:05am.

RJ welcomed everyone to the Board meeting and thanked everyone for their attendance and noted that apologies had been received from JM.

KR was welcomed to the group – KR was appointed to the Board as an Independent Board Trustee following recommendation from the Governance and Nominations Committee which was approved by a majority resolution of the Board Trustees. Kath gave a brief overview of her work as a Lawyer and previous focus work on Equality, Diversity and Inclusion.

CR was welcomed to the group – CR was attending to provide secretariat for the meeting. He has joined BUCS as Governance Manager.

2. Conflict of Interests

RJ asked the Board to declare any conflicts of interest based on the agenda. No conflicts were declared.

3. Previous Minutes & Committee Reports

a. Board Minutes (29 September 2023)

RJ welcomed comments on the previous meetings minutes. He added that the minutes were good and acknowledged that redactions were useful.

CS questioned Action 6 – presenting updated Risk Register to Finance, Audit & Risk Committee. She added that she had not seen the Risk Management Policy and asked about the Board process for review. JC added that the Risk Register needs to follow the strategy creation. CS added that this should be added to the February Board meeting agenda.

Action: 13/11/2023 3 a i: CR to add Risk Register review to the February 2024 BUCS Board meeting.

Action 4 – CG added that she did meet with Perrett Laver – no action resulted from the meeting.

CG added that Joymo were being very active in engaging universities and have been undertaking a roadshow. She questioned if a further conversation with Joymo was needed. RJ asked the Board if they were happy with proceedings and if the letter of intent had been checked. CS confirmed that the letter had been legally checked and that BUCS was not liable.

JC informed the Board that she met with Playwaze, noting their intention to increase the fee to XXXXX and extend to April 2026. JC expressed BUCS want a lower agreement than XXXXX and Playwaze are open to the discussion and recognise the current technical problems. Suggested to maintain agreement until April 2026 and agree a XXXXX fee. Also suggested an eight-week window and if unhappy take BUCS needs out to market. JC added that she felt that BUCS Strategy should inform the needs of the platform. There are many unanswered questions at this stage and discussions had bought BUCS some time.

RJ added that it seems we are trying to digitise a process that was not intended to be digitised. We need to encourage BUCS and stakeholders to create a digital engagement programme and need to be flexible in achieving this. SBM commented that we need to define the purpose of Playwaze and establish user groups for BUCS, institutions and students.

CG suggested that a communication is needed to Members to manage expectations. CG added that this would be best placed through the Advisory Group.

RJ & JC have undertaken a review of BUCS.tv with key contacts and sector experts. They were unable to define the purpose and it was noted a workshop is needed with varying perspectives to progress. JC suggested that the purpose of an OTT platform needed to be defined and that she had approached several industry experts to cost up running a workshop to work with members to define the purpose of content creation.

CG asked if there was a desire to communicate to Members. RJ suggested creating a Digital Advisory Group. DJ reinforced the need for a clear purpose of the Group and agreed with the need to inform Members. CA added that it was very important to build back trust with Members. CG suggested JC communicated with members re way forward.

CA asked for Nations and Regions documents to be shared.

Action: 13/11/2023 3 a ii: DJ to circulate the Nations & Regions update with the Board.

Further to the comments above, the Board **APPROVED** the minutes.

b. Advisory Group Minutes (10 October 2023)

No questions were raised on these minutes.

c. Finance, Audit & Risk Committee (31 October 2023)

This was deferred to the Audited Accounts Section of the agenda.

d. Senior Managers Network (17 October 2023)

CG raised the question of consistency in how minutes from the various committees had been presented and asked for consistency going forward.

Action: 13/11/2023 3d: JM & CR to review and then standardise how committee minutes are presented to Board.

4. CEO Report

JC circulated a written CEO report prior to the meeting. During the Board meeting JC highlighted the following aspects:

Competition & Performance

Representative team will be attending the International University Sports Federation (FISU) General Assembly. Nominations should have been ratified by the Nominations & Governance Committee and then the BUCS Board – but timescales did not permit this. JC asked the Board if the representative for Great Britain (Alison Odell, Marc Forrest and Bill Thompson), could have delegated responsibility without having been ratified through the committee and Board process.

SBM added that nominations for FISU are undertaken in a specific order and that voting may change due to the earlier voting decisions. The UK has no elected representative on the FISU Executive Committee. SW added that from a financial perspective it would cost to nominate someone to the Executive Committee and asked if the Institutions would pick this up. SBM added that there may be government funding available. SB-M added that next year XX may be joining the European University Sports Association (EUSA) Committee. KS added that there is lots of advocacy and influencing needed to secure votes. Hosting groups or sessions can help with this and there would not be a huge financial cost. RJ asked where international representation fits in BUCS priorities? CG responded that it had not been a priority recently. CG asked where the relationship is with EUSA. SBM noted that she attended the EUSA meeting in Turkey with AO and that the relationship building whilst there had gone well. Great Britain's status and reputation is strong in terms of entries and medal performances. KR asked what BUCS was trying to achieve through international student sport. KS noted BUCS need the strategy to drive the purpose. SBM added that we need to position these opportunities with partners, notably NGBs, adding that we need to get NGBs to understand BUCS role.

Events & Development

CG observed the football focus, acknowledging the investment from the Football Association. KS recognised the increase in team entries by 100 teams and asked if there was any analysis of sports to identify trends? It was suggested the analysis of competition entries is assessed against community sport data for comparison.

Action: 13/11/2023 4 i: SBM to analyse and produce a report on sports entries and the review against NGB data for comparison.

JC added that BUCS want to create a dashboard that will show progress in areas of the organisation, it will link to the strategy and operational plan work that is currently taking place.

KR asked if we have EDI data for the participants in higher education sport. SBM replied that we have the data in BUCS Play and now need resource to have the data analysed. RJ commented that this analysis and our work in Higher Education sport could be commercially important to BUCS.

Governance & Compliance

JC reported that BUCS are only 14% compliant with the criteria assessed for the Code for Sports Governance annual compliance statement. SW asked how this compared with other organisations. JC added that a working group is in place and that she was confident that staff, supported by CS would be able to improve this. CS added that she had met with JM on Friday 10 November 2023 and offered additional support in this area. RJ asked what support, further to CS, does the Executive need? SBM added that the creation of the Diversity and Inclusion Action Plan was also being picked up. It is a new requirement of the Code for Sports Governance. JC added that JM/CR has created an action plan to progress this area of work and that Sport England are engaged,

aware and supportive of plans to progress. KR asked to see the Action Plan that BUCS is working through with Sport England.

Action: 13/11/2023 4 ii: JM to send KR the Code for Sports Governance Action Plan.

Annual Governance Statement

This has been drafted by JM. RJ commented that only three responses had been received from the Board for demographic data. RJ asked Board members to complete the survey. KS asked for the survey to be resent.

Action 13/11/2023 4 iii: JM to recirculate the Annual Governance Survey to the Board.

Welfare & Safety Lead

JC noted that due to changes in the BUCS Board composition, the Welfare and Safety Lead role needs to be assessed. It was noted that GC is covering some of this role – but the skill set needs reviewing. RJ asked if there were any links to the EDI role that KR has been appointed to? He suggested that KR could cover both. KR responded that she would want sight of the role descriptor and outline before progressing.

Action 13/11/2023 4 iv: – JM to send KR the Welfare & Safety Lead role descriptor.

SW asked where responsibility for this area of work sits within staff? KS added we need to know more about the work involved and what are the minimum operating standards needed. SBM added that the Football Association have recently asked BUCS about safety and welfare provision. SBM added that JM is in contact with the Ann Craft Trust regarding BUCS need to comply with the Safeguarding Adults Framework.

Commercial

JC presented the current sponsorship values and end dates. She reported that she is working with the commercial team to create a new proposition to take to market which concentrates on brands aligning themselves to BUCS and everything that it delivers plus its engagement with students rather than sport product suppliers. RJ asked about the authority and process for BUCS to enter these partnerships. JC responded that a framework will be created in which partnerships over a certain value will need to be approved by Board. RJ supported this approach. SW reminded the group that these partnerships would be best run through BUCS Trading Ltd.

Member Events

JC informed the Board that the 2024 BUCS Conference has been put out for expressions of interest to host. The [REDACTED] is likely to be the host, however this has not been confirmed or communicated. CG asked about the process and requested transparency in the decision making.

KS asked for reassurance for members and requested a one-page overview of process.

Action 13/11/2023 4 v: DJ to share the analysis of BUCS Conference hosting applications for 2024 with the Board.

EW asked about the quality of applications and reaffirmed that many institutions do not have the infrastructure to host the Conference. CA noted that Advisory Group had advocated for the use of new venues to stage the BUCS Conference.

JC stated that 61 registrations had been received for the Winter Summit – with 27 from the Senior Managers Network. Further information will be sent on 20 November 2023 with the AGM notifications. CS added that JM had circulated formal notification for the AGM.

5. Governance

a. Annual General Meeting – December 2023

SBM added that the AGM is a crucial event for the Board Trustees to attend. It will be a good opportunity to get to know the new Board members. RJ reminded the Board that there is a dinner in the evening and that Board Trustees are invited to attend. Trustees should inform SBM if you are planning to attend.

Action 13/11/2023 5 a: All to confirm attendance at AGM with JM.

b. Regions & Nations Documentation – CG commented that this document had been very well put together. She added that thanks should be extended to PC.

Action 13/11/2023 5 b: BUCS Board to send note of thanks to PC.

The circulated Regions and Nations Terms of Reference and staff and student chair role documentation was **APPROVED** by the Board.

c. Articles of Association – two proposed changes to the BUCS Articles of Association were put forward. The changes have been proposed to align with the Code for Sports Governance. They were as follows:

1. To remove the requirement for the nominations committee to be chaired by the Chair of the Board. This is an operational stipulation, which does not align with the good governance recommendations in A Code for Sports Governance.

2. To amend the tenure and elapse of Board Trustees from a maximum of two terms of three years, to three terms of three years. This is with the exception of the elected Student Trustees who will continue to serve for one term of two years. The amend is proposed to align to the tenure and elapse of the Chair and also the term provisions in A Code for Sports Governance.

The proposed changes to the following Articles of Association were **APPROVED** by the Board for proposal to the AGM.

d. Annual Governance Statement

BUCS is required to publish an annual governance statement to demonstrate the processes and procedures in place to enable BUCS to carry out its functions effectively. This has been separated from the Annual Report to allow the document to evolve over the years to showcase the work we are doing in governance, including highlighting the work of our subcommittees and member groups and providing members with updates on the progress made towards complying with the Charity Governance Code and A Code for Sports Governance.

The Board were asked to approve the Annual Governance Statement for publication on the BUCS website.

CA asked for his tenure to be checked in the statement. It states that he is in term one of his tenure but that he had been Advisory Group Chair for two terms.

Action 13/11/2023 5 d i: JM to review Annual Governance Statement for CA's tenure on Board.

GC noted the need to capture his role on Audit, Finance & Risk Committee.

Action 13/11/2023 5 d ii: JM to add GC to the F, A & R Committee members list.

Action 13/11/2023 5 d iii: JM to review and amend Annual Governance Statement Independent members data.

The circulated Annual Governance Statement was **APPROVED** by the Board subject to the noted changes being made.

6. Audited Accounts and Annual Report

DJ shared a presentation that gave the background to the formulas used to calculate annual membership fees.

Data for the calculations is used from two years previous because of the timings of entries.

DJ worked through examples to show the formulas calculations. DJ also clarified that in 2023 inflation was running at 14% but an increase of 7.2% was applied. DJ set out the following actual and projected income levels:

- 2022 £1.25m
- 2023 £1.34m
- 2024 £1.46m (assuming 8.8% inflation rate)

SW asked if HESA data was included. SBM responded that it was.

RJ commented that the number of team entries is declining and asked about the role of fee increases in this.

KS responded that Intra-Mural Sport (IMS) is becoming more popular due to the cost-of-living impact and students being more time sensitive.

DJ added that BUCS were forecasting a [REDACTED] deficit for the current financial year.

SW asked if a vote was needed to increase affiliation fees? DJ explained that any increase must be approved at the AGM in accordance with the BUCS Articles of Association. SW added that only one option should be presented at the AGM.

KR asked what would happen if the proposed increases were not approved? CG added that she felt it unlikely that the Members would push back but would be concerned if this was presented without prior sight by the Members at the AGM.

KS suggested that this needs to be worked through by a Member focused group prior to the AGM. CG offered to circulate to the Senior Managers Executive for review. EW also offered to share with the Student Officers Network.

EW shared the need for some Student Union staff training as some have been in post less than six months and need to understand what they are voting on if representing their Institution.

Action 13/11/2023 6 i: DJ to share Affiliation Fee paper with CG, CA and EW so they can get Member views in advance of AGM.

SW reported that he had met with the Finance Auditors (Hayesmcintyre) recently. He reported a clean audit and stated this should provide the Board with reassurance of processes and systems in place at BUCS. He reported that income was recorded at £5.3m for the year and expenditure recorded at £5.1m for the year. This created a surplus of ~£150,000 and in addition the company has free reserves of ~£600,000. He informed the Board that in 2019 BUCS had set a threshold of free reserves at £300,000. He stated that BUCS are now starting to set break even budgets and this had been discussed at the recent Finance, Audit and Risk (FAR) Committee meeting. He affirmed that structural deficits can be very difficult to reverse. He also suggested that the free reserves threshold should be reviewed and potentially increased. He repeated the need to set break even budgets, although acknowledged the challenge of increasing income. This inevitably would lead to a focus on reducing costs. He acknowledged there were two actions that were outstanding from the FAR Committee meeting that showed as outstanding on the shared document to board. This was a question of timing for Board circulation and will be addressed. He congratulated the Finance Team on the clean audit.

CS asked about the role of the strategy in focusing on income generation. RJ responded that it was very much part of the strategy. SW added that staff costs had increased significantly – rising from £1.58m to £2m. RJ suggested an analysis of core costs and costs linked to programme/partnership delivery. DJ added that a significant portion of staff cost increase related to NGB funding and that BUCS need to look at a management fee being included as standard and ensure all costs of these partnerships are covered.

RJ questioned the forecast of a [REDACTED] deficit attributed to BUCS Conference and questioned this as a priority. CA noted these figures differ to those presented to Advisory Group.

DJ stated that member events as a whole incurred a deficit of £17k but acknowledged that how the accounts are consolidated and presented is problematic.

KS stated the need for accurate figures and that the Membership do not expect BUCS to run the conferences at a loss.

CG added that BUCS need a prioritisation of services to be undertaken. She acknowledged the clean audit and reaffirmed that the Board cannot continue to approve a deficit budget, noting that in the last two years, the projected deficit has materialised as a surplus. She added a three/four-year forecast would help and also that it needs to be aligned with the strategy and operational plans.

SW agreed that a longer-term forecast was needed, and BUCS need to adopt this in their financial management.

A discussion followed looking at the investment from partners such as Sport England, British American Football Association, Rugby Football Union, Rugby Football League and the Lawn Tennis Association and the potential

impact to BUCS if they are not renewed. RJ suggested a prioritisation review of these agreements, starting with any that have less than 12 months remaining.

Action 13/11/2023 6 ii: SBM to review partnership funding agreements and assess impact to BUCS, prioritising any with less than 12 months remaining.

The circulated Audited Accounts and Annual Report were APPROVED by the Board.

CG added the importance of cyber-security and asked if BUCS staff had undertaken relevant training. SBM replied that awareness information had been circulated to all staff.

7. Management Agreement

The circulated Management Agreement was APPROVED by the Board.

KS requested that the Sport England System Partner Investment Application be shared with the Board. It was also discussed whether Members should also be updated on this.

Action 13/11/2023 7: SBM to circulate the Sport England System Partner Investment Application to Board.

RJ updated the Board on the Sport England announcement of w/c 6 November 2023 of £250m investment into place-based work.

KR added that this ties in well with EDIA focused programmes and initiatives and environmental sustainability.

SBM reminded the Board that this funding is ringfenced for England and need to be conscious of messaging to the wider membership.

KS left the meeting at 2:27pm

8. Recruitment

An update was circulated via e-mail to Board prior to the meeting.

a. Chair – Applications will be reviewed with a shortlist of 6 candidates expected. This will be shared and reviewed by the Governance and Nominations Committee.

b. CEO – Members and staff have been involved to date. A staff survey was undertaken to support and inform recruitment into the role. It is expected that an appointment will be made in January or February 2024.

Action 13/11/2023 8: SBM to share the staff survey findings with the Board.

c. Welfare & Safety Lead – this was not discussed in the Board Meeting.

9. Strategy

JC outlined the current progress on the creation of BUCS Strategy. She noted that the Board have previously signed off the Strategy but has become aware that staff have not been fully engaged into the process and is not embedded in work programmes. This was in part created by the Strategy being written by an external organisation on behalf of BUCS. She stated an operational plan is needed to raise staff familiarity, ownership and create work programmes. She will be using the VMOST process to help operationalise the Strategy and ensure staff are fully engaged in it. SLT have been working through the headline areas of the Strategy using the VMOST process to establish the Vision and Mission statements. In addition, three headline objectives have been identified: Delivery, Income & Organisational Health. The BUCS Leadership Team (Heads of Departments) are now working through the creation and setting of objectives and KPIs with their teams. JC informed the Board that she has staged briefing sessions for staff to ensure they remain informed of the process and timescales – these have been well received. JC shared an example from Maria Karlsson, BUCS Head of HR & Operations. Once established, work programmes, timelines and performance management will all be aligned to the Strategy and associated operational plan. This will take the form of a dashboard. JC also stated that the VMOST process will allow the creation of interdependencies for the organisation. Ideally this process will allow BUCS to plan for the next 4/5 years and leave the incoming CEO with a clear plan and work programmes in place.

CG liked the VMOST process and the interdependencies that have been created from it. CG flagged the need to ensure this process does not lead to silo working in the organisation.

KR added she was also supportive of the VMOST process. She added that it would be improved by adding an EDI lens to it. JC added that EDI was interweaved throughout, and no specific EDI section would be created.

RJ added that the creation of KPIs is needed now.

CS also agreed with the approach and echoed the approach to EDI across the process. She also added that governance needed to be considered in the same way.

CG commented that this process will give the Board confidence and also need to ensure it does the same for Members.

RJ added that once this has been worked through by staff, that it will need reviewing and amending. JC asked for a sense check from the Board on the key focus area and KPIs of student satisfaction, retaining membership, increasing unrestricted income and organisational health. A further analysis of the differences between the Strategy the Board previously signed off and the amended plans would be beneficial. JC added that the area that will not be delivered is the people development section. RJ reflected that this process would help mobilise the Strategy. It will lay the foundation for the new Chair and CEO.

Action 13/11/2023 9: JC to circulate operational workings for review and comment to Board

Agreed that this will be added to the February 2024 Board meeting as an agenda item for further review and discussion. Noted that an update is to be provided at the Winter Summit and Senior Managers Network in December.

KR & CG left the meeting at 2:53 pm.

10. Student Officer Updates

Due to time constraints, this agenda item was not discussed. It was agreed that GS & EW would circulate a written update to the Board.

Action 13/11/2023 10: GS & EW to share a written report to Board on the Student Officer Network.

11. Any Other Business

RJ noted that the next Board meeting is scheduled for 8 February 2024. RJ offered to host the meeting at Lords Cricket Ground.

CA asked that ahead of the AGM, that a briefing paper of role, background information and expectation be created and shared.

Action 13/11/2023 11: JM to create and circulate a briefing back for Board Trustees ahead of the AGM.

No further business was raised.

RJ thanked the Board for their contributions and the meeting was closed at 2:59pm.

Table of Actions

Date Monday 13 November 2023

Time 10.30am – 2:30pm

Location Kings College London



Reference	Action	By	Owner	Status/Update
May 2023	Provide information to the Board on the activity of student representative groups.	Ongoing	GC	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.
ACTION: 290923 (3):	SBM to include fine reduction targets in key performance indicators for the 23/24 season.		SBM	Ongoing
ACTION: 290923 (8):	DJ and JC to review the data and digital strategy in line with BUCS 2023-2027 strategy.		JC/DJ	Ongoing
ACTION: 290923 (12):	CS to review the letter of intent and report to the Board the findings.		CS	Complete
ACTION: 290923 (13):	DJ to work with SW to revise the reserves policy for proposal to the Board.	08/02/2024	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 (17):	JM to recirculate governance documentation to Board for comment and approval.		JM	Ongoing
Action: 13/11/2023 3 a i	CR add Risk Register review to the February 2024 Board meeting.	01/02/2024	CR	
Action: 13/11/2023 3 a ii	DJ to circulate the Nations & Regions Update to the Board.	27/11/2023	DJ	Complete
Action: 13/11/2023 3 d	JM & CR Review and then standardise how Committee minutes are presented to Board.	21/12/2023	JM & CR	
Action: 13/11/2023 4 i	SBM analyse and produce a report on BUCS sports entries and the review against NGB data for comparison.	31/01/2023	SBM	
Action: 13/11/2023 4 ii	JM to send KR the Code for Sports Governance Action Plan.	27/11/2023	JM	
Action: 13/11/2023 4 iii	JM recirculate the Annual Governance Survey to the Board.	27/11/2023	JM	
Action: 13/11/2023 4 iv	JM send KR the Safety & Welfare role descriptor.	27/11/2023	JM	

Action: 13/11/2023 4 v	DJ share the analysis of BUCS Conference venue applications for 2024	08/02/2024	DJ	
Action: 13/11/2023 5 a	All to confirm attendance at AGM with JM.	01/12/2023	All	
Action: 13/11/2023 5 b	CA send note of thanks to Paul Carney.	27/11/2023	CA	
Action: 13/11/2023 5 d i	JM review Annual Governance Statement for CA's tenure on Board.	27/11/2023	JM	
Action: 13/11/2023 5 d ii	JM add GC to the F, A & R Committee members list.	27/11/2023	JM	
Action: 13/11/2023 5 d iii	JM review and amend Annual Governance Statement Independent members data.	27/11/2023	JM	
Action: 13/11/2023 6 i	DJ to share Affiliation Fees paper with CG, CA and EW so they can get Member views in advance of AGM.	01/12/2023	DJ	
Action: 13/11/2023 6 ii	SBM review partnership funding agreements and assess impact to BUCS, prioritising any with less than 12 months remaining.	31/01/2023	SBM	
Action: 13/11/2023 7	SBM circulate the Sport England System Partner Investment Application to Board.	27/11/2023	SBM	
Action: 13/11/2023 8	SBM share the staff survey findings with the Board.	27/11/2023	SBM	
Action: 13/11/2023 9	JC circulate operational workings for review and comment to Board.	01/02/2024	JC	
Action: 13/11/2023 10	GS & EW to share a written report to Board on the Student Officer Network.	27/11/2023	GS & EW	
Action: 13/11/2023 11	JM to create and circulate a briefing back for Board Trustees ahead of the AGM.	01/12/2023	JM	