

# ANNUAL GOVERNANCE STATEMENT

British Universities and Colleges Sport  
1 August 2022 – 31 July 2023



## Introduction

British Universities and Colleges Sport (BUCS) is a registered company and Charity. It is subject to the Charity Governance Code and Sport England / UK Sport A Code for Sports Governance. As such BUCS is committed to embedding the principles of good governance in its practices.

This Annual Governance Statement aims to provide members and stakeholders with an annual update on BUCS operations in accordance with its governance requirements. It should be read in conjunction with the BUCS Annual Report.

This report covers the period from 1 August 2022 – 31 July 2023.

## Board of Trustees

Chaired by Professor Craig Mahoney, the board can consist of up to 11 individuals with a range of experience from within and outside of Higher Education. The board meets at least four times per year for the conduct of business. Some members of the Board also have additional responsibilities.

Board Trustee	Start date as a Trustee	Current Term start date	Trustee Term number	Additional Roles
*Professor Craig Mahoney	9 December 2019	9 December 2022	2	<ul style="list-style-type: none"><li>• Board of Trustees Chair</li><li>• Governance and Nominations Committee Chair</li><li>• Board Health and Safety Lead</li></ul>
Cathy Gallagher	4 December 2018	4 December 2021	2	<ul style="list-style-type: none"><li>• Senior Managers Executive Chair</li><li>• Finance, Audit and Risk Committee Member</li></ul>
Chris Anthony	28 April 2022	28 April 2022	1	<ul style="list-style-type: none"><li>• Advisory Group Chair</li></ul>
Katy Storie	5 December 2017	9 December 2020	2	<ul style="list-style-type: none"><li>• Governance and Nominations Committee Member</li></ul>
*Jennifer Agnew	9 December 2020	9 December 2020	1	<ul style="list-style-type: none"><li>• Governance and Nominations Committee Member</li></ul>
*Josef Baines	26 April 2018	26 April 2021	2	<ul style="list-style-type: none"><li>• EDIA working group member</li></ul>
*Bjorn Barikor	5 December 2017	5 December 2020	2	<ul style="list-style-type: none"><li>• EDIA working group member</li></ul>
Russel James	28 April 2022	28 April 2022	1	<ul style="list-style-type: none"><li>• Finance, Audit and Risk Committee Member</li><li>• Governance and Nominations Committee Member</li></ul>
Simon Wilson	9 December 2020	9 December 2020	1	<ul style="list-style-type: none"><li>• Finance, Audit and Risk Committee Chair</li></ul>
George Christian	6 July 2022	6 July 2023	2	<ul style="list-style-type: none"><li>• Board Welfare Lead</li><li>• Finance, Audit and Risk Committee Member</li><li>• Student Officer Network Co-chair</li></ul>
*Zoe Clifton	15 July 2021	21 July 2022	2	
Ella Williams	26 July 2023	26 July 2023	1	<ul style="list-style-type: none"><li>• Student Officer Network Co-chair</li></ul>
Carrie Stephenson	26/07/2023	26/07/2023	1	<ul style="list-style-type: none"><li>• Governance and Nominations Committee Member</li></ul>

\* The following trustees stepped down from the Board of Trustees during the reporting period:

- Josef Baines (resigned 23/01/2023)
- Jennifer Agnew (resigned 23/01/2023)
- Born Barikor (resigned 14/02/2023)
- Professor Craig Mahoney (resigned 19/06/2023)
- Zoe Clifton (tenure ended 26/07/2023)

The Board of Trustees is made up of over 25% independent Directors and does not consider any of its elected Member representatives 'independent'. In line with the BUCS Articles of Association, individuals who are appointed to the Board, who also work for a member institutions are deemed to be independent members of the Board.

The Board of Trustees regularly reviews its policies to ensure they remain aligned to best practice. There is a desire for greater transparency from the Board and as such BUCS will be working to make these available on the website where appropriate to share.

### **Board Activity**

The Board met 7 times during the reporting period. Attendance is detailed below.

Meeting Date	Trustees in attendance	Apologies
27 September 2022	10	1
3 November 2022	10	1
9 November 2022	10	1
10 November 2022	9	1
10 February 2023	9	0
5 May 2023	7	1
27 July 2023	7	1

The Board have undergone a period of significant transition during the reporting period due to Trustee resignation from the Board. Key areas of focus for the Board during the reporting period have been:

- BUCS strategy – The BUCS Board took ownership of the development of the BUCS strategy. The Board understood the importance of the strategy for both BUCS staff and the membership and felt that to deliver the strategy an external consultant was needed to drive this. The Board extended their thanks to the BUCS staff and membership for their contributions in developing the strategy and outlining the strategic direction for BUCS for the next 5 years. The Board approved the 2023-27 BUCS strategy to deliver exceptional student sporting experiences that inspire, develop and unite, and embed sport and active wellbeing at the heart of student life.
- BUCS brand – The BUCS Board approved changes to the BUCS brand. This Board felt this was key to supporting BUCS in enhancing its brand and reputation with our members.
- BUCS.tv – The BUCS Board have been working with members to explore the concept of a joint venture to deliver BUCS.tv. During the reporting period the Board advocated for better member consultation and insight to inform the project. The progress made to date during the reporting period has not been sufficient enough to allow the Board to approve the continuation of the project.
- Board documentation – The Board are working towards compliance with A Code for Sports Governance and the Charity Governance code and therefore are working with the executive team to review key governance documentation to support their operation.

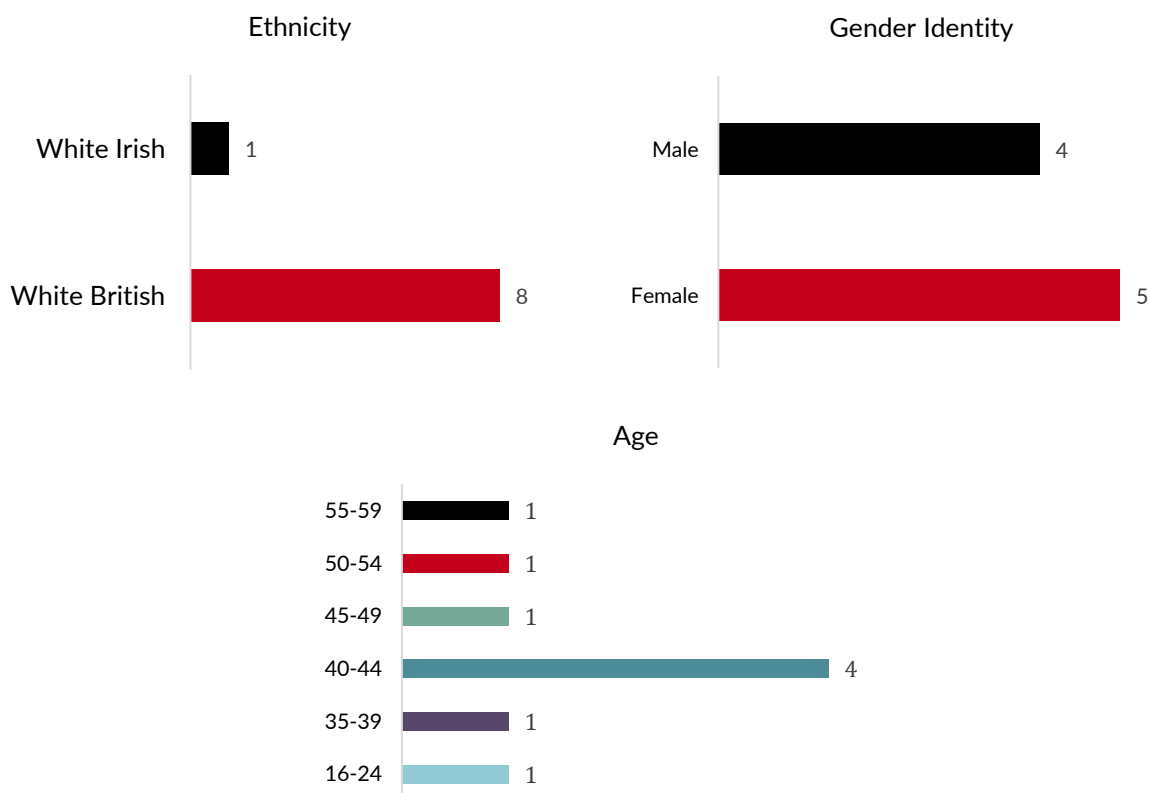
### **Board Diversity**

The following information pertains to the demographics of the BUCS Board.

Information declaration is optional and therefore the below information is not representative of the full Board<sup>1</sup>.

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<sup>1</sup> The information displayed below is based on a sample size of 9.



### **Board Recruitment**

The Board advertised for 2 vacant positions during the reporting period and successfully appointed Carrie Stephenson to the position of Trustee with a legal and Governance remit.

About Carrie: Carrie is a Founding Partner of Brave Within, a leading professional services consultancy working with directors to drive the integration of good governance from within the core of an organisation. Former General Counsel and Company Secretary for a global corporation, Carrie has over 12 years of experience operating as a member of the C-Suite advising and supporting Boards, Risk and Compliance Committees, and Executive Teams on their governance, legal, compliance and risk responsibilities and obligations. Outside of Brave, Carrie holds several advisory board roles helping SMEs with strategic input and advice. She is also a Governance and Policy Ambassador and National Spokesperson for the Institute of Directors.

The Board were unsuccessful in appointing a Trustee with the remit of Equality, Diversity, Inclusion and Anti-Racism and so will be re-advertising the position in due course.

### **Board Evaluation**

The Board understand the importance of regular evaluation of their individual performance as Trustees, but also as a Board as a collective. The Board have committed to completing an external governance evaluation within 2023, to support compliance with the Charity Governance Code and A Code for Sports Governance.

BUCS also recognises the importance of the individuals on the Board and the impact that they have on BUCS. To promote good governance and better support of our Trustees the BUCS executive staff will be working with the Governance and Nominations Committee to develop and deliver a Trustee annual evaluation process. This will support BUCS compliance with the Charity Governance Code and A Code for Sports Governance.

### **Board Remuneration**

Board Trustees are not remunerated for their services to BUCS and offer their time on a voluntary basis. Reasonable travel expenses are reimbursed when accompanied by required receipts.

### **Sub-committees and Commission Groups**

During the reporting period, BUCS had three subcommittees and three commission groups which support the Board of Trustees through their delegated Authority.

The sub-committees are:

- Finance, Audit and Risk committee
- Governance and Nominations Committee
- Remuneration Committee

The commission groups are:

- Advisory Group
- Senior Managers Executive
- Student Officer Network

### Finance, Audit and Risk Committee

Chair: Simon Wilson

Members: Cathy Gallagher, George Wilson, Jennifer Agnew

The Finance Audit and Risk committee met five times during the financial year ended 31 July 2023. During the reporting period the Board approved the expansion of the committees remit to include oversight of risk. Jennifer Agnew was replaced on the Finance audit and Risk Committee by George Christian. The committee ensure robust financial oversight and scrutiny by considering financial reports prior to each Board meeting. The committee had oversight of performance against budget, forecast year end outturns, cashflow projections and breakdowns of relevant income and expenditure streams. The committee considered the previous financial years account and monitored the progress of the annual audit. The committee also reviewed BUCS investments quarterly and maintained oversight of organisational reserves.

### Governance and Nominations Committee

Chair: Professor Craig Mahoney

Members: Katy Storie, George Christian, Jennifer Agnew, Carrie Stephenson

During the reporting period the Governance and Nominations committee met two times. Jenny Agnew's departure from the Board of Trustees left a vacant position on the committee which was filled by George Christian, Carrie Stephenson joined the board and committee. The Governance and Nominations committees focus has been on exploring the composition of the Board and addressing the vacancies due to Trustee departure. The Board approved the Equality, Diversity, Inclusion and Anti-Racism (EDIA) lead roles, responsibilities and duties, which includes the provision for the EDIA lead to hold a place on the Governance and Nominations Committee once appointed. The committee are excited about the work for the year ahead, as with a full strength committee it will allow the group to explore aligning skills analysis to the new BUCS strategy and working with the executive team to develop effective evaluation processes for the members of the Board.

With the absence of a Board Chair, the Board agreed Russell James would act as interim Chair of the Governance and Nominations committee.

### Remuneration Committee

Chair: Professor Craig Mahoney

Members: Jennifer Agnew, Simon Wilson, Chris Anthony

The remuneration committee met twice during the reporting period to discuss staff remuneration for the year ahead. Jennifer Agnew left the board and a subsequent vacancy on the remuneration committee, which the Board approved Chris Anthony to fill.

With the absence of a Board Chair, the Board agreed Russell James would act as interim Chair of the remuneration committee.

### Advisory Group

Chair: Chris Anthony

The Advisory Group met four times during the reporting period. The Advisory Group acts as a forum for the regional and national representatives to bring voice of the members to inform discussion on topics relating to BUCS and the wider Higher Education Sport landscape. Key areas which the Advisory Group have discussed this reporting period include BUCS.tv, the BUCS brand and the 2023-2027 BUCS strategy. The Chair of Advisory relays key information to the Board.

## Senior Managers Executive

Chair: Cathy Gallagher

The Senior Managers Executive met on five occasions during the reporting period and this was also complemented by informal catch up meetings and updates. To ensure appropriate representation from across the sector, the membership of the SME was reviewed in the summer of 2022, the outturn of which has brought together eleven senior managers from a range of small, medium and large institutions to inform the work and outputs of SME.

A significant element of the SME focus during 2022/23 centred on governance considerations within the organisation and providing important member input to guide strategic decision making. SME will continue to do so in the forthcoming reporting year, alongside the creation of networking, information sharing, benchmarking and collaborative opportunities for the wider Senior Managers Network.

### Member Led Groups

In addition to the subcommittees of the Board, BUCS is informed by several member-led groups that provide operational support to the BUCS Executive and enable a flow of information and insight from members into BUCS strategic and advisory groups and the BUCS Board. The groups are chaired by members of BUCS and operate in line with agreed terms of reference. The member-led groups supporting the BUCS Executive staff during the reporting period were:

- National Competitions Group
- Affiliation Fee working Group
- Sport Review Implementation Group
- International Advisory Group
- Senior Managers Network
- Regions and Nations Network
- Sport Advisory Groups
- Event Management Groups
- Performance Sport Advisory Group
- Para-sport Advisory Group

### Governance Framework

BUCS is committed to complying with the Charity Governance Code and A Code for Sports Governance. Following internal assessment BUCS completed a statement of partial compliance to A Code for Sport Governance, which can be downloaded [HERE](#). Following this BUCS will be developing and implementing a governance action plan to ensure that it reaches compliance with its governance requirements and to deliver excellence in its governance practices and procedures.

BUCS has communicated with Sport England during the reporting period and will be working with Sport England to address the areas of non-compliance identified in the partial compliance statement. BUCS will ensure that communication is shared with members as work in this area progresses.

### Annual General Meeting

In accordance with the Articles of Association BUCS is required to hold an Annual General Meeting each year. The 2022 Annual General meeting was held on 13 December 2022, however was adjourned as quorum was not reached. The adjourned meeting was continued on 31 January 2023, at which there was representation from 70 member institutions. Minutes of the AGM can be found [HERE](#).

### Signature

This Annual Governance statement is approved by the Board and signed by the Senior Independent Director on behalf of the Board.



Russell James  
Senior Independent Director and Acting Chair of the Board of Trustees