

# MINUTES OF THE PREVIOUS BOARD MEETING

Date: Thursday 22 February 2024

Time: 12:00pm - 5:00pm

Location: University of Sheffield

## ATTENDEES

Amanda Broderick (AB)

Russell James (RJ)

Chris Anthony (CA)

Simon Wilson (SW)

Carrie Stephenson (CS)

Ella Williams (EW)

Katy Storie (KS)

Kath Russ (KR)

Joanna Coates (JC)

Sam Bell-Minogue (SBM)\*\*

Chris Rawlings (CR)

Adrian Van Schalkwyk (AVS)\*

## APOLOGIES

Cathy Gallagher (CG)

George Christian (GC)

Jessica Melling (JM)

## MENTIONS

Fiona Dick

Marc Forrest (MF)

Rhys Hayward (RH)

Sport England (SE)

Playwaze

Mazars

AKD Solutions

## ORGANISATION

Board Trustee

BUCS

BUCS

BUCS

BUCS

## ORGANISATION

Board Trustee

Board Trustee

BUCS

## ORGANISATION

De Montfort University

BUCS

BUCS

# MINUTES

Item	Actions
<p>Welcome and Introductions</p> <p>The meeting commenced at 12:04pm.</p> <p>RJ welcomed everyone to the Board meeting and thanked everyone for their attendance and noted that apologies had been received from CG, GC &amp; JM.</p> <p>AB was welcomed to the Board. Following the recommendation from the BUCS Governance &amp; Nominations Committee and majority resolution by the BUCS Board, AB was appointed to the BUCS Board of Trustees as Chair with her tenure starting on 8 January 2024, noting that she would formally take over as BUCS Chair at the conclusion of this Board meeting.</p>	
<p>Conflicts of Interest</p> <p>RJ asked the Board to declare any conflicts of interest based on the agenda. No conflicts were declared.</p>	
<p>Minutes of the Previous Meeting and Committee Reports</p> <p>RJ welcomed comments on the previous meetings minutes, any matters arising and the circulated committee reports. The following points were raised in discussion:</p> <p>KR asked for further clarity on how the BUCS executive is dealing with welfare and safety, noting once this is provided, she would be willing to fulfil the Welfare and Safety Lead Trustee role. There was a further discussion on the safeguarding of adults' responsibilities that BUCS have oversight of through the work of the Ann Craft Trust. The inclusion of U18s in some competitions, notably in Scotland, was also raised. CR updated the group on the work to engage the Ann Craft Trust and work through the Safeguarding Adults in Sport framework. The BUCS Board recognised the scale of the work that needs to be undertaken in safeguarding. A dashboard will be created and shared with Board to track progress in this area. The question of legal liability and insurance was also raised – and support offered to the executive from the Board by KR &amp; CS.</p> <p>JC highlighted to the Board the large volume of work that the Governance and Compliance team are working through, with a particular note on the disciplinary issues being raised by Members. CS updated the Board on the operational planning work across governance and compliance, sharing that CR &amp; JM are creating a comprehensive action plan and road map. This will need at least three years to achieve, and prioritisation is being worked through. This has highlighted Articles of Association and safeguarding as immediate priorities.</p> <p>Environmental sustainability and workforce were also highlighted by the Board as additional focus areas. JC updated that once the operational planning has been completed, these roles can be incorporated into the staffing structure. This may require a prioritisation of staffing resource in the future. It was suggested that by mapping areas of prioritisation, member institutions may be able to support in some areas through expertise and skills not currently on BUCS executive. CR &amp; JC reassured Board members that work included in the operational plan was already being undertaken by the Governance and Compliance Team.</p> <p>KR raised the question of accountability and knowing which sub-committee is responsible for what area of BUCS work. CR responded that this would be picked up</p>	<p><b>Action: 22/02/2024 (1):</b> CR to create a dashboard of work to be done to achieve compliance with Ann Craft Trust framework.</p> <p><b>Action: 22/02/2024 (2):</b> JM to finalise Governance VMOST with Governance and Nominations Committee and share with Board, once complete.</p> <p><b>Action: 22/02/2024 (3):</b> CR to circulate a chart of BUCS sub-committees and commission groups to the Board.</p>

<p>through the external governance review, although with the agreed pause this area needs further focus from the BUCS executive.</p> <p>CA updated that from Advisory Group that cost of living is a very hot topic from member institutions. He also suggested a check list of where topics are shared for consultation and advice in the BUCS governance structure. RJ added that through the creation of the operational plan this can be worked through in more detail. JC added the addition of the risk register will also help with this process of engagement, consultation and feedback.</p> <p>Further to the discussion above, the Board <b>APPROVED</b> the minutes.</p>	
<p>CEO Report SBM joined the meeting.</p> <p>JC circulated a written CEO report prior to the meeting. During the Board meeting JC highlighted the following aspects:</p> <p><u>Competition &amp; Performance</u> JC informed the Board that an analysis on national competition data is being undertaken to identify trends of sports within BUCS Competitions and to use this insight to inform future development work.</p> <p><u>Events &amp; Development</u> JC informed the Board that the circulated grid of events was intended to visibly highlight the scale of event delivery that is undertaken by a small and dedicated staff. The cross-country event in Leeds was highlighted – noting that 3.000 students had participated in an event supported by volunteers and partners. Discussion then moved to the impact on the events team but also the welfare and safety of the staff, many of whom are at the start of their careers. It was noted that BUCS led events provide an excellent student experience and this needs to be highlighted to the BUCS Board.</p> <p>The Sport Review framework and process was highlighted, with work being led by the Sport Review Implementation Group. It is analysing the current BUCS Sport programme and includes feedback from Members. SBM added that third party delivery agreements are being reviewed as part of this process, to ensure responsibilities and liabilities are clear and to establish consistency across them. This review will also highlight safeguarding responsibilities and is an important part of the work BUCS are undertaking with the Ann Craft Trust Safeguarding Adults framework. It was discussed that the review will enable BUCS to review delivery against current staffing resource and inform future delivery models. It was also noted that entry fees vary across sports, and this being incorporated into longer term financial planning. It was acknowledged by the Board that the Higher Education sector is facing some significant financial pressures, and these may impact on future delivery models. Careful planning will be needed to ensure that budgets are manageable and have a long-term outlook and consideration given to the regionalisation and localisation of sport delivery in the future. KR added that these decisions need to be carefully managed to ensure that the diversity of students participating is included in planning. It was noted that a long term, rather than year to year, outlook on this is needed and that accepting new sports into the BUCS Sport Competition comes with some associated risks. It was clarified to the Board, that the current programme will not change in the short term, recognising that this could impact on the intent to diversify the profile of students that participate. KS added that the Sport Review process has not historically been brought to Board for discussion and approval. It is important that the communication to the Members of changes comes from the Board rather than BUCS executive. It was also discussed that good governance needs to be in place with the sports being delivered and that all changes need to be</p>	

<p>referenced against BUCS Strategy and operational planning. The Board recognised the need to have a clear decision-making process for amending the sports programme being delivered and that the needs of future students has to be included. The Board were informed that a series of roadshow events are being undertaken in May to inform and engage members in the Sport Review process.</p> <p><u>Member Events</u>        JC highlighted the financial impact on events like the Facilities and Events Forum.</p> <p><u>Governance &amp; Compliance</u>        JC highlighted that Regulation 5 incidents have increased this academic year compared to last year. It was noted that analysis of trends within the regulations reporting will be brought to the Board in future.</p> <p><u>Commercial</u>        JC reported that the pilot work with AHDB is going well, with good student engagement and feedback and discussions are ongoing to define further partnership and investment opportunities. JC informed the Board that RH has been appointed as Head of Digital and Engagement at BUCS.</p>	<p><b>Action 22/02/2024 (4):</b>        JM to include regulation 5 statistics in each CEO report.</p>
<p><u>Finance</u>        AVS was admitted to the meeting remotely for this section of the meeting. Further to the circulated report the following aspects were highlighted:</p> <p>BUCS is in a stable financial position, the cash balance is healthy, the investment portfolio has rebounded and finished the calendar year strongly and substantial work has already started on the FY2025 budgets. AVS added that as well as early planning for FY2025, financial planning has been extended to include forecasting totals for FY2026 and FY2027. AVS also highlighted the year end outturn (at December 2023) as being an [REDACTED] deficit – an improvement on the previous deficit position forecast and better than expected. He also highlighted that national programme activity expenditure is greater than budget and business services expenditure is greater than budgeted. Additional risks identified are for the creation of a Workforce Manager and capital investment into the competition management system which have yet to be included in budget forecasts.</p> <p>The Board were asked to approve an increase in the free reserves of BUCS accounts from £300,000 to £550,000. The free reserves policy was last reviewed in 2019. SW updated on the planning undertaken by the Finance, Audit and Risk Committee to calculate the recommended level of increase. He also added that the additional context of good account reporting by Mazars each month and the long leasehold of the King's Bench Street office helped to inform this decision. It was noted that the Board were comfortable with the formula and that a recommendation needs to be taken to Finance, Audit and Risk Committee and then brought to Board for approval. An additional point raised was the difficulty in setting a target of £550,000 against a projected deficit budget. AB added that if the Board accepted this proposal, BUCS executive would need to set surplus budgets in FY2025, FY2026 &amp; FY2027. JC flagged that getting FY2025 budget to break even would be very challenging and asked the Board to recognise this. SW clarified that the timeline to establish free reserves at £550,000 was 2/3 years. SW added that FY2024 was the first year of a budgeted deficit and this has been created by national economic factors. JC added that she wanted to raise the issue with Board and that the executive is working hard to address this issue. SBM added that team entry fees need to be agreed in advance and will impact on the decisions needed. The discussions concluded with the Board generally in favour of the increase in free reserves but challenged by the financial outlook and timescales. It was agreed to create a</p>	<p><b>Action 22/02/2024 (5):</b>        SW/SBM/AVS to create a financial stress test scenario paper for next Board meeting, working with BUCS executive and including a reduction in structural deficit.</p>

<p>financial stress test scenario paper, working with BUCS Executive and including a reduction in structural deficit, for discussion at the next Board meeting.</p> <p>The approval of the increase in free reserves from £300,000 to £550,000 was <b>DEFERRED</b> by the Board.</p> <p>The recommendation to transfer BUCS investment portfolio from COIF Property to COIF Investment was <b>APPROVED</b> by the Board.</p> <p>AVS left the meeting.</p>	
<p><b>Staff Survey Results and Action Plan</b></p> <p>The Board was asked to provide any comment or feedback to the circulated briefing paper outside of this meeting.</p>	
<p><b>Playwaze Outcome Audit</b></p> <p>JC informed the Board that the Members had been consulted through the Senior Managers Network and the feedback had been to prioritise Playwaze. A meeting had taken place with Playwaze to discuss the audit findings and agree priority focus work. The Board agreed to prioritise stabilising and improving the functionality of the platform rather than a new mobile app due to financial constraints. Indicative costs of the work was set at [REDACTED]. It was noted that a tender to engage and identify other providers and to build the necessary platform would take at least two years. It was therefore suggested that Playwaze was retained to ensure BUCS has a functioning platform.</p> <p>A discussion followed which covered the budget needed for the project and the timings across multiple financial years, the need to ensure ongoing investment in digital platforms, ensuring that Playwaze are held to account to deliver what is set out in the agreement and the immediate need for a platform to deliver fixtures and events. It was raised that to ensure the platform meets the needs of the users that Institutional Administrators and Student Officers views are captured and used to inform developments and improvements. The need for BUCS to manage this project needs to be prioritised and a long-term outlook applied to it was discussed for both student experience and also BUCS Commercial aspirations.</p>	<p><b>Action 22/02/2024 (6):</b>          EW to share the previous feedback on Playwaze from the Student Officer Network.</p>
<p><b>Governance</b></p> <p><b>Risk</b></p> <p>JC informed that Board that work had been undertaken to create a Risk Register for BUCS. It has been created by analysing BUCS Strategy and the subsequent operational plan creation. This operational planning will also highlight departmental risks and that further insight will be added. The Risk Register will be reviewed and amended on an ongoing basis and will be included at all future Finance, Audit and Risk Committee and Board meetings. JC clarified that the risks had yet to be ranked and this would follow in due course and that a tracker of risk increase/decrease would be added to track trends. It was also suggested that a rolling programme of deep dives into the Risk Register are undertaken. It was recognised that BUCS Staff need to be engaged in the ongoing review and amendments to the Risk Register. Feedback from the Board on the structure and content of the Risk Register was positive and it was recognised that further discussion is needed by the Board to define risk tolerance and appetite levels for BUCS.</p> <p>The Board <b>APPROVED</b> the risk register and risk management policy for implementation and continued development.</p> <p>JC shared a paper which had been created by the Student Union (SU) CEOs. The paper focussed on the SU CEOs thoughts around the governance structures. The</p>	<p><b>Action 22/02/2024 (7):</b>          JM to include risk as a standing item on Board and FAR committee agendas.</p> <p><b>Action 22/02/2024 (8):</b>          JM to add risk tolerance and appetite discussion to the July Board agenda.</p>

<p>paper will be taken into consideration around the review of the BUCS Articles of Association.</p> <p><u>Governance Review and Code Compliance Update</u>          CS updated the Board on the work that has been undertaken by the BUCS executive on A Code for Sports Governance and work undertaken towards achieving compliance. It was clarified that the previous declaration of compliance by BUCS of 14% in the previous Board meeting, related only to those statements reviewed in the Sport England statement of compliance. Further work has been undertaken against all code statements and BUCS is currently compliant with 47% of them. It was noted that the work needed to become compliant is now embedded into the operational plans and work programmes. A further update on the compliance level will be presented at the next Board meeting.</p> <p>CS also updated the Board that the external evaluation of the Board had been delayed following a recommendation from the Governance and Nominations Committee. A 12-month delay has been approved by Sport England and will allow further onboarding on BUCS Board Trustees, the Chair and CEO. There may be scope to progress elements of the external evaluation and further exploration of this is planned with Sport England.</p> <p>CS also informed the group that the Terms of Reference for the Governance and Nominations Committee were in the process of being reviewed and updated and will be approved in the March committee meeting and brought to the April Board meeting for ratification.</p> <p>KS asked what work was being undertaken in BUCS international governance, recognising BUCS role as gatekeepers for athlete selection and CR updated that discussions had begun with MF, BUCS International Performance Manager.</p> <p><u>Affiliation Fee Working Group Terms of Reference</u>          JC started this section by referencing the need to set affiliation fees in the wider context of BUCS financial planning. JC updated that following a conversation with FD (Chair of the Working Group), that the Terms of Reference be reworked and the governance process to prepare for AGM established. It was noted that work to review the Terms of Reference had begun with the intention to bring them to Board for approval. In light of the earlier financial update, it was discussed whether further work needs to be undertaken to ensure the group is working within the wider context of BUCS finances and how this might be achieved. It was recognised that BUCS had shared with Members that this project would be undertaken in readiness for the 2024 AGM and that BUCS cannot delay further. It was noted that Members are looking for an open and equitable proposal and that options presented to them would be well received. JC added that presenting changes in affiliation fees to the Members in the context of BUCS new strategy, the associated operational plan and wider financial outlook will be beneficial. It was suggested that an executive briefing paper be prepared and shared with Members setting out key information and proposals. This will help with clarity and visibility and engagement of Members in setting the affiliation fee each year. It was also noted that the current method of agreeing the affiliation fee is tied to BUCS Articles of Association, which can only be amended through a general meeting.</p>	<p><b>Action 22/02/2024 (9):</b>          JM to provide an update on code compliance at the next Board meeting.</p> <p><b>Action 22/02/2024 (10):</b>          JM to add approval of Governance and Nominations Committee Terms of Reference to next Board agenda.</p> <p><b>Action 22/02/2024 (11):</b>          JC &amp; SBM to brief FD on the future work needed of the Affiliation Fee Working Group.</p> <p><b>Action 22/02/2024 (12):</b>          BUCS executive to review Affiliation Fee Working Group Terms of Reference and present for approval at next Board meeting.</p> <p><b>Action 22/02/2024 (13):</b>          Affiliation Fee Working Group to produce a briefing paper for Members setting out key information and proposals related to affiliation fee calculation changes.</p>
<p><u>Equality, Diversity and Inclusion</u>          KR provided an update on the creation of the Diversity and Inclusion Action Plan (DIAP), noting that it was a requirement for BUCS as a System Partner organisation in receipt of Sport England Investment. KR informed the group of the scope of the DIAP, the process undertaken to create it and the timelines for submitting. KR added that the creation of the BUCS Equality, Diversity and Inclusion Strategy would follow the DIAP,</p>	

<p>noting that strategy creation would usually precede action plan creation. CR added that the draft DIAP had been shared with AKD Solutions who have been providing guidance and support to BUCS and added that feedback on the content and process of the DIAP was very positive. The DIAP needs to be submitted to Sport England by 31 March 2024.</p> <p>Noting that there was no scheduled Board meeting ahead of the submission deadline and that there were minor amends needed on the DIAP based on recent feedback from AKD Solutions, KR asked for the Board to approve the submission.</p> <p>The DIAP was <b>APPROVED</b> for submission by the BUCS Board of Trustees.</p>	
<p><b>CEO Recruitment</b>          JC &amp; SBM left for the room for this agenda item. RJ provided the Board with an overview of the recruitment process for the Chief Executive Officer for BUCS. The update included setting out the support provided by Perrett Laver, timelines, various stages of interview and involvement of Board Trustees that had been undertaken. This had culminated in the identification of the preferred candidate.</p> <p>The Board <b>APPROVED</b> for [REDACTED] to be approached to be appointed.</p>	
<p><b>Any Other Business</b>          AB circulated a situational analysis based on initial discussions with Board Trustees, member representatives and heads of institutions as a sense check of initial observations. AB asked for feedback and comment, checking whether the questions were the right ones and to provide additional answers where possible.</p> <p>The date of next BUCS Board meeting needs to be rescheduled based on availability. CR will circulate a doodle poll to identify new date. CR added that a Board calendar will be produced for next academic year with Board and committee dates set well in advance.</p>	<p><b>Action 22/02/2024 (14):</b>          JM to add annual meeting calendar to next Board agenda as AOB.</p>
<p><b>Adjournment</b>          RJ thanked the Board for their contributions and the meeting was closed at 6:20pm.</p>	

# ACTIONS

Action Reference	Action	Owner	Due Date	Status
Action: 22/02/2024 (1)	CR to create a dashboard of work to be done to achieve compliance with Ann Craft Trust framework.	CR	01/07/24	In progress
Action: 22/02/2024 (2)	JM to finalise Governance VMOST with Governance and Nominations Committee and share with Board, once complete.	JM	31/07/2024	In progress
Action: 22/02/2024 (3)	CR to circulate a chart of BUCS sub-committees and commission groups to the Board.	CR	13/05/2024	
Action: 22/02/2024 (4)	JM to include regulation 5 statistics in each CEO report.	JM	13/05/2024	Complete
Action: 22/02/2024 (5)	SW/SBM/AVS to create a financial stress test scenario paper for next Board meeting, working with BUCS executive and including a reduction in structural deficit.	SW/SBM/ AVS	13/05/2024	Complete
Action: 22/02/2024 (6)	EW to share the previous feedback on Playwaze from the Student Officer Network.	EW	13/05/2024	Complete
Action: 22/02/2024 (7)	JM to include risk as a standing item on Board and FAR committee agendas.	JM	13/05/2024	Complete
Action: 22/02/2024 (8)	JM to add risk tolerance and appetite discussion to the July Board agenda.	JM	01/07/2024	Ongoing
Action: 22/02/2024 (9)	JM to provide an update on code compliance at the next Board meeting.	JM	13/05/2024	Complete
Action: 22/02/2024 (10)	JM to add approval of Governance and Nominations Committee Terms of Reference to next Board agenda.	JM	13/05/2024	Complete
Action: 22/02/2024 (11)	JC & SBM to brief FD on the future work needed of the Affiliation Fee Working Group.	JC/SBM	01/04/2024	Complete
Action: 22/02/2024 (12)	BUCS executive to review Affiliation Fee Working Group Terms of Reference and present for approval at next Board meeting.	JM	13/05/2024	Complete
Action: 22/02/2024 (13)	Affiliation Fee Working Group to produce a briefing paper for Members setting out key information and proposals related to affiliation fee calculation changes.	FD	01/11/2024	Ongoing
Action: 22/02/2024 (14)	JM to add annual meeting calendar to next Board agenda as AOB.	JM	13/05/2024	Complete