

# BUCS BOARD OF TRUSTEES MEETING - MINUTES

**Date** Monday 13 May 2024  
**Time** 10:30-15:30  
**Location** The Exchange Birmingham

## 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)

Fiona Dick (FD)

Sam Bell-Minogue (SBM)

Jessica Melling (JM)

Adrian Van Schalkwyk (AVS)\*

Will Roberts (WR)

## APOLOGIES

Cathy Gallagher (CG)

Jo Coates (JC)

## MENTIONS

George Christian (GC)

Chris Rawlings (CR)

Maria Karlsson (MK)

Fraser Kennedy (FK)

## ORGANISATION

Board Chair

Board Trustee

Board Trustee

Board Trustee

Board Trustee

Board Trustee

Board Trustee

Board Trustee

Senior Managers Executive Vice-Chair

BUCS

BUCS

BUCS

BUCS

## ORGANISATION

Board Trustee

BUCS

## ORGANISATION

Board Trustee

BUCS

BUCS

University of Newcastle

Sport England (SE)

Item	Actions
<p><b>Welcome and Introductions</b>            The meeting commenced at 10:30.</p> <p>AB welcomed everyone to the Board meeting and thanked everyone for their attendance and noted that apologies had been received from JC, CG and KS.</p> <p>Absence was noted for GC.</p> <p>It was noted that WR and FD are attending the meeting in a non-voting capacity. FD is present to represent the voices of Senior Managers Executive and Network.</p> <p>The Board expressed their well wishes to CG.</p>	
<p><b>Conflicts of Interest</b>            AB asked the Board to declare any conflicts of interest based on the agenda. No conflicts were declared.</p>	
<p><b>Notice of Intention to Speak to Starred Items</b>            None were raised.</p>	
<p><b>Minutes of the Board Meeting Held on 22/02/2024</b>            AB welcomed comments on the previous meetings minutes, any matters arising and the circulated committee reports. No comments or amends were received.</p> <p>The Board <b>APPROVED</b> the minutes.</p> <p>JM noted that the outstanding action on circulation of Board and Subcommittee structure is in progress, pending graphic development. The aim is for this to be completed by the end of May 2024.</p> <p>An update from JC was requested on the partner approval matrix.</p>	<p><b>Action: 13/05/24: JM to update due date for outstanding actions.</b></p> <p><b>Action: 13/05/24: JC to provide an update on the partner approval matrix.</b></p>
<p><b>Update of Business Discussed at Standing Committees</b></p> <p><u>Advisory Group</u>            Discussion took place regarding the flow of information to members from BUCS and how there continues to be opportunities for improvement in this. The Active Wellbeing network was highlighted, crediting the delivery of this and noting the positive attendance from members. Discussion talked to the significant cost challenges institutions are facing and the risk this brings to BUCS. The insight BUCS is undertaking with student surveys was noted and the importance of benchmarking and collation of statistics into a report outlining the current state of play discussed. The competitions review which is about to start was talked to, noting this will look at how BUCS structure can be adapted for the 25/26 season. Outcomes of this review will be business modelled and brought for approval to Board.</p> <p><u>Finance, Audit and Risk Committee (FAR)</u>            It was noted the FAR committee meeting due to be held on 09/04/2024 was not quorate, highlighting the need to review the committee composition. Following discussion on the skillset of the Board, CA and KR were APPROVED by the Board to serve on the committee in an interim capacity, pending the completion and outcomes of the composition assessment. This is to replace GC due to his tenure ending and CG in her temporary absence. An independent committee member will also be appointed to the committee.</p>	<p><b>Action: 13/05/24: SBM to add the impact of cost cuts within institutions and the impact to BUCS over 6-18 months to the risk register</b></p> <p><b>Action: 13/05/24: SBM to bring outcomes of competition structure review to Board in October.</b></p> <p><b>Action: 13/05/24: Governance and Nominations Committee to support the recruitment of an independent committee member to FAR.</b></p>

<p><u>Governance and Nominations Committee</u></p> <p>It was noted that following the update at the February Board, BUCS compliance against A Code for Sports Governance has increased from 47% to 60%, with an additional 16% of compliance requirements projected to be completed by August. Work in this area is supported by the Governance Action Plan submitted to Sport England and the VOMST. It was flagged that Environmental Sustainability (ESG) will be a priority for Sport England following the launch of their strategy in this area, and remains to be an area of weakness for BUCS. Cyber and data security were also noted as areas of skills shortage. It was noted the BUCS Election Regulations were APPROVED by the Board via correspondence, with changes being implemented for the upcoming elections. The Board extended their thanks to the Returning Officer and Deputy Returning Officer for their service. Discussion also took place regarding the upcoming Articles of Association review for BUCS and the importance of this project.</p> <p><u>Senior Managers Network</u></p> <p>It was noted the meeting on 17<sup>th</sup> April was held virtually due to the cost implications for member attendance, however resulted in the highest attendance to date this year, with 94 members in attendance. It was noted AB's attendance was well received. The next Senior Managers Executive meeting will take place on 24/05/2024.</p> <p><u>Student Officer Network (SON)</u></p> <p>The SON met with the BUCS commercial team to provide advice and counsel on how to best engage students with the AHDB partnership. Future work will focus on handover to the new sabbatical officers in summer and developing support resources for how to engage with BUCS.</p>	
<p><u>Risk Summary</u></p> <p>BUCS severe risks were discussed, along with commentary on the mitigations.</p> <p>Staff retention was discussed, noting a trend of staff leaving for similar roles at a higher salary. The Board discussed the talent pool that BUCS is developing, and possible routes for succession planning and recruitment.</p> <p>It was noted that the Sport England development funding is until 2025, with renewal of this not being known until closer to the time. The work in this area is in demand from members above what BUCS can offer with the current funding, therefore provides a strong evidence base for renewal to Sport England.</p> <p>Discussion focussed on the risk associated with the BUCS CMS system and the work that is ongoing to address this. It was noted that communication to members on the progress of this work is essential.</p> <p>The potential risk of external competitors was raised and noted for inclusion on the register.</p> <p>It was noted that to support Board understanding accountable individuals should be identified for the risks and detail on the scoring criteria should be provided. The Board will also be undertaking work to define BUCS risk appetite.</p>	<p><b>Action: 13/05/24: SBM to ensure communication is sent to members on BUCS CMS progression.</b></p> <p><b>Action: 13/05/24: SBM to add the risk to BUCS programmes from external competitors to the register.</b></p> <p><b>Action: 13/05/24: JM to develop the digital risk register and dashboard to contain risk owners and scoring criteria.</b></p>
<p><u>CEO Update</u></p> <p>JC circulated a written CEO report prior to the meeting. During the Board meeting SBM highlighted the following aspects:</p>	<p><b>Action: 13/05/24: SBM to share team entry figures with Board following withdrawal window closure.</b></p>

<ul style="list-style-type: none"> <li>• Team entry figures will be finalised once the withdrawal window had closed and will be reported to Board.</li> <li>• Credit was given to the team at BUCS for the scale and quality of events delivered during the last quarter.</li> <li>• The facilities and operations forum was positively attended and thanks was given to the team at Stirling University for their support delivering this.</li> <li>• The benefit of the partnership with the Sport and Recreation Alliance was discussed and the upcoming impact report discussed, noting the importance of capturing socio-economic factors and student motivations.</li> <li>• Discussion took place regarding the potential AHDB partnership [REDACTED]. It was requested the conditions contributing to success of a partnership agreement of this scale be established.</li> <li>• There is an increasingly strategic approach to digital and engagement operations. It was noted information on each of BUCS channels, the aim of each channel and the targets and measures for each channel would be of benefit.</li> <li>• Staff turnover continues to be a challenge, especially when resignations fall during the competition season. A BUCS staff alumni scheme was discussed, with the aim of utilising staff that have left due to career progression to support current staff. This will be explored by MK.</li> </ul> <p>It was noted that information on the strategic performance of BUCS needs to be reported to Board. This will continue to evolve as the work on VMOST continues.</p>	<p><b>Action: 13/05/24: BUCS executive to conduct a lessons learnt review of the AHDB partnership.</b></p> <p><b>Action: 13/05/24: RH to provide information BUCS social channels, their purpose and measures of success.</b></p> <p><b>Action: 13/05/24: MK to explore the development of BUCS staff alumni network.</b></p> <p><b>Action: 13/05/24: WR to report to Board on strategic performance of BUCS.</b></p>
<p><b>Organisational VMOST</b></p> <p>SBM talked to the process undertaken in the development of the VMOST. Thanks was extended to the BUCS executive for the work undertaken on this, and the significant progress to date was noted. Discussion focused on where there are current gaps within the executive team to deliver against the strategy and the headline target of student experience, noting the need for establishing baseline data to allow progression to be monitored.</p> <p>SBM presented the 4 key areas of a reporting dashboard in development:</p> <ul style="list-style-type: none"> <li>- Income</li> <li>- Audience – organisational health – external advocacy, social channels, member engagement, influence in the sector.</li> <li>- Delivery – student experience, demographics, MOS compliance, maintain and growth channels, workforce, completion rate on deliverables.</li> <li>- People – internal staff –</li> </ul> <p>The importance of ensuring that the organisational top-level targets and vision are cascaded throughout the VMOST was highlighted.</p> <p>Discussion focussed on how student experience and satisfaction would be measured, noting that regular net promoter score checks, and pulse surveys must be done to determine baseline figures and allow for trends to be identified. The need for BUCS to understand the factors that influence satisfaction was noted. It was highlighted that EDI should be considered when looking at how the data is sectioned for analysis, which the SRA can support with. It was also noted that effort should be made to engage with institutions to understand why students may not engage with BUCS. It was highlighted that although the survey will be incentivised, there will need to be effective communication from BUCS, and support from the members, to promote completion.</p> <p>It was acknowledged that student experience is often due to the institution which they are representing, rather than direct action from BUCS. Discussion followed</p>	<p><b>Action: 13/05/24: SBM to feedback comments on HEI satisfaction measure to insight team.</b></p> <p><b>A Action: 13/05/24: BUCS executive to share purpose messaging of the student survey and key dates through the regions and nations meetings.</b></p> <p><b>Action: 13/05/24: SBM to work with SLT to develop a scorecard for capturing BUCS strategic value to external organisations.</b></p> <p><b>Action: 13/05/24: JM to work with SLT to plan a Board development day for October, focussing on strategy and organisational purpose.</b></p> <p><b>Action: 13/05/24: JM to add strategy to the July Board meeting.</b></p>

<p>regarding obtaining an institution satisfaction score regarding the service provision and the relationship with BUCS.</p> <p>Discussion followed regarding the position and purpose BUCS, in line with the 2023-2027 strategy and the debate of delivery for competition or participation. It was acknowledged that there will be a transition period when WR starts, in which his interpretation of the strategy will be articulated. It was agreed that the Board should engage in a development day focussed on BUCS strategy. It was also noted that work is needed to ensure the BUCS executive are clear and aligned in articulating BUCS vision.</p>	
<p><b>EDI Landscape</b></p> <p>Further to the paper circulated in the pack, SBM explained the work completed to date by BUCS with respect to EDI, including historical completion of an external audit and collaboration with AKD Solutions to develop and submit a Diversity and Inclusion Action Plan (DIAP) for approval by Sport England. It was noted that the DIAP focuses primarily on BUCS internal factors, to allow baseline data to be collected, however there was acknowledgement that action needs to extend beyond this in line with the strategy.</p> <p>The Board were asked to approve the utilisation of existing funding from Sport England to appoint a staff post with expertise in EDI, to drive the delivery of the DIAP and BUCS strategy. Discussion on the proposal acknowledged the scale of the work needed, the challenge of recruiting to positions requiring this skillset, the potential to explore job share with other organisations and the additional expertise gaps in the executive, including safeguarding and ESG. It was noted that the utilisation of funds would not impact delivery in other areas.</p> <p>The Board <b>APPROVED</b> the utilisation of funds to appoint an individual to with skilket in EDI in BUCS noting the condition of the contract being fixed term in line with funding end dates.</p> <p>There was acknowledgement that the Board would not typically approve the appointment of an executive position, however it was proposed due to the lack of direction and progress in this area and the desire for transparency with the Board on this.</p>	
<p><b>Finance</b> <b>Financial Performance</b></p> <p>AVS joined the meeting remotely at 13:20. Further to the circulated finance report the following aspects were highlighted:</p> <ul style="list-style-type: none"> <li>• BUCS remains in a stable financial position, both within the Charity and BUCS Trading, with BUCS holding █████ in current accounts (including Charities Investment Fund (COIF) Deposit account) and █████ in COIF investments on 31 March 2024.</li> <li>• Whilst the value of the COIF is variable, the interest and dividends continue to contribute to income.</li> <li>• BUCS Investment portfolio has rebounded positively.</li> <li>• Reforecasting has resulted in a small projected year end deficit of █████ vs a budgeted deficit of █████.</li> <li>• If an improvement to the FY24 budget deficit be achieved, it was proposed that this improvement amount be retained and used as a sum that the Executive can use to recognise staff performance in 23/24.</li> <li>• As at the end of March 2024, the year-end free reserves are forecast to be █████, a fall from █████ at FY23 year end.</li> </ul>	

It was noted that in principle the Board would not approve financial recognition of staff performance in a projected deficit year, however due to the exceptional circumstances that BUCS has faced over the last year, an exception may be made for FY24. Consideration is needed by the executive on how any finance utilised staff recognition is split across the staff. [REDACTED]

The Board were asked to approve additional capital expenditure of £24k, to replace digital hardware. It was noted that this spend is essential, however will decrease the free reserves figure. The Board **APPROVED** additional capital expenditure of £24k.

The Board were asked to approve the proposed minimum free reserves level of £550k. Discussion noted that although BUCS is not currently achieving this figure, activities over FY26 and FY27 should support achievement of this target. The Board **APPROVED** an increase of the minimum free reserves level to £550k.

### Budget

The Board were presented with four summary budgets for FY25 (including a range of models for staff pay increments, and for additional posts relating to the strategic outcomes included in the BUCS strategy), and projected budgets for FY26 and FY27, for consideration. It was noted that the budgets presented are realistic, as opposed to stretch. It was highlighted that where external funding contracts are guaranteed over multiple years these have been included in proposed budgets, however staff positions covered by that is not guaranteed have been included in BUCS spend, which upon renewal of contracts will result in additional budget relief. [REDACTED]

[REDACTED] It was noted communication will be needed to inform members on the lack of guaranteed incremental salary rise for BUCS staff which most HE sector staff are eligible for

Discussion noted that whilst the additional positions included in the proposal are not budgeted to incur cost until FY26 and would address lack of existing skillset within the BUCS executive, the Board were not able to approve the recruitment of the position's inclusion in the budget. It was noted that when WR is in post, his opinion on the need for the proposed positions would be welcomed and that additional project delivery costs should be considered.

It was highlighted that commercial income targets not being met poses a significant risk to BUCS and consideration was given to this during the Board decision making. Discussion provided confidence to the Board on the projected targets being delivered due to agreements in the pipeline and the work that JC has undertaken with the commercial team.

It was requested that benchmarking of BUCS salaries against NGB's and similar sector organisations is undertaken. Discussion also noted that at present due to the difference between BUCS salaries and external organisations, the culture of BUCS and additional benefits of working for BUCS needs to be addressed.

The Board requested income growth, operating days, and staff costs as a % of turnover be developed as a finance KPI.

It was noted that whilst BUCS is not currently in a structural deficit, there is a risk of this if BUCS overcommits to delivery.

Action: 13/05/24: [REDACTED]

Action: 13/05/24: AVS to include income growth, operating days, and staff costs as a % of turnover as finance targets to be reported on.

Action: 13/05/24: MK to undertake a salary benchmarking exercise for BUCS staff positions and report findings to the Board.

Action: 13/05/24: MK to undertake a review of the BUCS benefits package.

Action: 13/05/24: MK to work with SLT to review the PDR and remuneration process.

Action: 13/05/24: AVS to present final proposed budget to Board at the next meeting.

<p>Discussion focussed on the remuneration for BUCS staff, the need for improvement of the process and the link between remuneration and staff appraisals. It was noted that in FY23 salaries were not increased in line with inflation. Importance was noted on the analysis of the data presented to the Remuneration Committee and the need for EDI consideration when breaking down the data.</p> <p>AVS left the meeting.</p>	
<p><b>Governance Update</b>        Discussion noted the benefit of the effective operation of the Governance and Nominations committee and the constructive check and challenge this is providing the executive.</p> <p>The Monday system was talked to and the benefits of this both to governance and the wider organisation explained. The digitisation of governance will support improved compliance and efficiency of operation across BUCS. As the build in the system develops, the Board will have greater visibility of information through digital dashboards.</p> <p>Areas of priority for the Governance and Compliance team were noted as safeguarding, development of a people plan, development of a stakeholder engagement strategy and expansion of the governance review beyond the sub-committees of the Board.</p>	
<p><b>Board Terms of Reference</b>        No comments were received on the circulated Board Terms of Reference. The Board <b>APPROVED</b> the Board Terms of Reference.</p>	<p><b>Action: 13/05/24: JM to update document tracker with approved Board Terms of Reference.</b></p>
<p><b>Governance and Nominations Committee Terms of Reference</b>        An amend was noted to include reference to the Child Protection in Sport Unit (CPSU) where safeguarding is referenced.</p> <p>Subject to the CPSU being referenced, the Board <b>APPROVED</b> the Governance and Nominations Committee Terms of Reference</p>	<p><b>Action: 13/05/24: JM to add reference to CPSU in Governance and Nominations Committee Terms of Reference.</b></p> <p><b>Action: 13/05/24: JM to update document tracker with approved Governance and Nominations Committee Terms of Reference.</b></p>
<p><b>Board Composition Assessment</b>        It was noted that RJ would work with AB to complete the trustee assessments due to her tenure.</p> <p>The Board <b>APPROVED</b> the composition assessment framework and approach.</p>	<p><b>Action: 13/05/24: Governance and Compliance Team to build the composition assessment survey.</b></p> <p><b>Action: 13/05/24: Governance and Compliance Team to share introduction to the composition assessment information.</b></p> <p><b>Action: 13/05/24: Governance and Compliance Team to send the composition assessment</b></p>

	<p>survey to the Board for completion.</p> <p>Action: 13/05/24: All to complete the composition assessment survey.</p>
<p><b>BUCS Subscription Fee Working Group Terms of Reference</b></p> <p>Discussion focused on the purpose of the group and the method for determining the subscription fee options. It was agreed that the working group would provide information and insight in a scoping session, following which the BUCS executive will present options for the working group to scrutinise before a recommendation is brought to the Board for approval prior to AGM. Conversation noted the challenges with the current calculation method and the impact that a delay in HESA figure publication will have in FY25.</p> <p>It was agreed that the working group needs presence from the BUCS executive at each meeting, with a representative from SLT, governance and finance present.</p> <p>It was noted that reference to affiliation fee needs replacing with annual subscription.</p> <p>The Board <b>APPROVED</b> the Subscription Fee Working Group Terms of Reference.</p>	<p>Action: 13/05/24: BUCS to ensure staff resource is provided to support the subscription fee working group.</p> <p>Action: 13/05/24: SBM and AVS to establish the impact of the delay in HESA figure publication.</p> <p>Action: 13/05/24: JM to make amends to replace affiliation fee with annual subscription.</p>
<p><b>Chairs Business</b></p> <p>No business was raised.</p>	
<p><b>Any Other Business – Commercial Development</b></p> <p>RJ credited the work of the commercial team on the ADHB partnership pilot and noted the work of JC in this area.</p> <p>The requirement to increase the commercial income generation, highlighted in the budget discussion, was acknowledged. Three options were proposed to the Board on how BUCS approaches the required commercial growth and development to achieve these ambitious targets:</p> <ul style="list-style-type: none"> <li>• Continue with current approach</li> <li>• Follow standard agency support approach (monthly retainer fee plus c.15% commission)</li> <li>• Follow commission-only consultancy approach (higher commission of 20% but no monthly retainer)</li> </ul> <p>A conflict of interest was declared for RJ.</p> <p>[REDACTED]</p> <p>RJ left the meeting temporarily.</p> <p>The Board discussed the proposal, debating each of the three options noting the relative merits and risks associated with bringing in external resource against performance management of the current staff, and the proposed level of commission on option three and the proposal received.</p> <p>The Board were asked to consider the proposals and feedback to WR on this as the direction of travel will be determined by SLT.</p> <p>RJ was re-admitted to the meeting.</p>	<p>Action: 13/05/24: All to consider RJ proposal options and provide feedback to WR.</p>



<p><b>Any Other Business – BUCS Awards</b>          EW talked to the letter from that had been circulated to the Board, noting there was dissatisfaction with the process of deciding change, rather than the outcome. Discussion highlighted the purpose of Advisory Group and acknowledged the importance of the student voice, as well as exploring potential mitigations such as acceptance options for winners. Areas of improvement in BUCS communication with stakeholders were identified.</p> <p>It was noted that the decision to change the awards lies with the executive and was informed by feedback from members and participant statistics within BUCS competition.</p> <p>It was agreed by the Board that JC would write a letter responding to the Student Officers which addresses their concerns.</p>	<p><b>Action: 13/05/24: JC to write a letter in response to the Student Officers.</b></p>
<p><b>Any Other Business – Sports Ranking</b>          AB noted she had been approached by Lord Kamlesh Patel to explore if BUCS would want to support the establishment of a sports ranking system aside from BUCS points. Discussion explored the potential criteria, revenue benefits, benefit to BUCS and resource requirements. The Board were not willing to make judgement without additional information on the proposal and did not deem it a priority.</p>	<p><b>Action: 13/05/24: WR to find out more information about sports ranking proposal.</b></p>
<p><b>Any Other Business – BUCS Conference</b>          It was noted that BUCS conference would be held at Warwick University and the agenda is scheduled to be launched week commencing 13/5/2024.</p> <p>It was noted EW would source Student Officers to support with BUCS awards panels.</p> <p>It was agreed a session with Vice-Chancellors would be best placed at BUCS winter summit rather than conference.</p> <p>It was noted that the Board are encouraged to attend for part of the conference, however this is not mandatory. The agenda will be circulated to support with identifying days for attendance.</p> <p>Thanks was expressed to the executive team for the release of the agenda with the conference tickets.</p> <p>EW left the meeting.</p>	<p><b>Action: 13/05/24: EW to send award panel information to SBM.</b></p> <p><b>Action: 13/05/24: SBM to share the conference agenda with Board, highlighting sessions to prioritise optional attendance at.</b></p>
<p><b>Any Other Business – Chair of National Competitions Group</b>          The Board <b>APPROVED</b> the extension of FK’s tenure as Chair of National Competitions Group for 1yr, to allow collaboration with the BUCS executive to review the terms of reference for the group and implement good governance standards.</p>	
<p><b>Any Other Business – Remuneration Committee</b>          The Board <b>ARROVED</b> the appointment of AB to the BUCS Remuneration Committee. It was confirmed under the current terms of reference AB would act as Chair, however it was noted that these need reviewing.          The committee composition was confirmed as AB, SW and CA, with RJ stepping down following AB’s appointment.</p>	<p><b>Action: 13/05/24: CR to review the Remuneration Committee Terms of Reference.</b></p>
<p><b>Any Other Business – Board Meeting Dates 24/25</b>          It was noted that the proposed date for July 2024 caused attendance challenges.</p>	<p><b>Action: 13/05/24: JM to send a doodle poll to reschedule the July Board meeting.</b></p>

	<b>Action: 13/05/24: All to feedback to JM on projected annual meeting schedule.</b>
<b>Adjournment</b> AB thanked the Board for their contributions and the meeting was closed at 15:33pm.	

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