

**MINUTE OF QUARTERLY MEETING OF THE SCOTTISH RUGBY COUNCIL
HELD BY MICROSOFT TEAMS
AT 5.00PM ON MONDAY 18 JULY 2022**

Present:

Ian Barr	(IB)	President
Colin Rigby	(CR)	Vice-President
Alistair Forsyth	(AB)	Borders Representative
Bobby Frazer	(BF)	National 3 Representative
Bob Richmond	(BR)	North Regional Representative
Eric Hugh	(EH)	National 2 Representative
Gordon Thomson	(GT)	Premiership Representative
Hazel Swankie	(HS)	Midlands Representative
Ian Rankin	(IR)	Co-opted Representative (Pro14)
Jim O'Neil	(JON)	Glasgow South Regional Representative
John Halliday	(JH)	Co-opted Representative (Rugby Europe)
Jonathan Anderson	(JA)	Schools Representative
Kenneth Knott	(KK)	Referees Representative
Murdo Gillanders	(MG)	Edinburgh Regional Representative
Willie Gardner	(WG)	Glasgow North Regional Representative

In Attendance:

Angela McCracken	(AMc)	Senior Solicitor & Council Secretary
Hilary Spence	(HS)	Chief Financial Officer
Mark Dodson	(MD)	Chief Executive Officer
Robert Howat	(RHt)	General Counsel & Company Secretary

Apologies:

Gavin Hastings	(GH)	Co-opted Representative (British and Irish Lions)
Gerry Tosh	(GTo)	National 1 Representative

1. Introduction**ACTION**

The President noted a quorum was present and opened the Meeting. He welcomed the invited guests.

The President highlighted that the National 1 Representative was unable to attend due to ill-health and wished him well on behalf of the Council.

2. Quarterly Review of Board Matters**2.1 CEO and Chairman Update**

The CEO provided the Council with an update, the following points were noted:

The CEO outlined the company's financial position and noted that it was trading well. [REDACTED – COMMERCIALY SENSITIVE].

- In relation to the global season, it was noted that conversations were ongoing, and progress was being made. **[REDACTED – COMMERCIALLY SENSITIVE]**.

[REDACTED – COMMERCIALLY SENSITIVE].

[REDACTED – COMMERCIALLY SENSITIVE].

- He noted a question had been received in relation to the consultation that was undertaken in reaching the Women's Strategy. It was highlighted that there had been consultation throughout the process. Gemma Faye attended a Council Meeting and also met many Council Members directly and through forums.

The CEO invited questions. The following points were noted:

- In relation to a question asked about URC fixtures, it was noted that Edinburgh and Glasgow would likely have Saturday fixtures again next season. **[REDACTED – COMMERCIALLY SENSITIVE]**.

The fixture list was expected soon but had taken some time as some teams in the league do not have primacy over their ground so need to await confirmation of their permitted use.

- **[REDACTED – COMMERCIALLY SENSITIVE]**.
- **[REDACTED – COMMERCIALLY SENSITIVE]**.

The President thanked the CEO for his update.

The CEO left the Meeting at 5.30pm

2.2 *Finance Update*

The CFO provided the Council with an update, the following points were noted:

- The audit process was currently ongoing and initial estimations suggested that the organisation would be around the £58 million turnover mark. A prudent attitude had been adopted in revenue recognition.
- It was noted the organisation had recovered from Covid better than initially envisaged.
- It was noted that the private equity investment was trying to be recognised in the accounts in as simple a way as possible.

REDACTED FOR PUBLICATION

- The CEO flagged that the organisation was subject to exceptional costs especially utilities and they needed to be compensated for somewhere in the budget.

During questions the following points were noted:

- In response to a question on the delay of the accounts, the CFO noted that the schedule for laying the accounts before the members, as set out in the Bye-Laws was extraordinarily short. The CFO offered to host an information session with the membership ahead of the AGM to walk them through the summary accounts.

The CFO left the Meeting at 5.50pm.

2.2 *Regulatory and Company Secretary Report*

The General Counsel referred to his report which was taken as read and the following points were highlighted:

- An amendment to the Council's AGM motion had been submitted and would be discussed and voted upon at the AGM. He encouraged the Council to consider their stance on the amendment as they would need to comment upon it at the AGM.
- It was noted that the SWDI Board Committee were currently considering the Transgender Policy. It was noted the final policy would have input from interested stakeholder groups.
- It was highlighted that until there was an outcome on the AGM motion and amendment, the National Competition Rules could not be finalised. A sub-Committee of the Board with the President and Vice-President would approve the NCRs at the appropriate time.

During questions the following points were noted:

- In response to a question, it was noted that the NCRs for Schools and Youth would be published on the website in the coming days for consultation. Council Members were asked to encourage their clubs to participate in this consultation process.

The President thanked the Company Secretary for his update.

3. **Rugby Development Update**

The President noted that the Rugby Development Department had submitted a written report which was taken as read. Council Members were encouraged to contact their Rugby Development Representative directly if they had any further questions.

4. **Council Matters for Quarterly Review**

4.1 *Council Member Quarterly Reports*

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The President referred to the circulated Council Member Quarterly Reports, which were taken as read. Council Members were asked to verbally update on matters related to their individual reports.

The National 3 Representative noted that **[NAME REDACTED]** had contacted the National 2 and 3 leagues. The Council were of the view that this was a matter for the relevant clubs to consider and decide upon.

5. Diversity and Inclusion Update

No Diversity and Inclusion issues were raised.

6. Safeguarding Update

No safeguarding concerns were raised.

7. Governance Update

The President provided the Council with an update on the work of SCOG. It was noted that for continuity purposes it would be beneficial to retain the SCOG group, in its current form until the effective date of the governance recommendations.

The Council considered and discussed the rationale for retaining SCOG. It was **AGREED** that SCOG would be kept in place, in its current form until the effective date of the governance recommendations.

The President also updated the Council on the work of the Council's Nominations Committee. The following points were noted:

- The Committee had met to discuss the appointment of an interim chair and the agree upon the process for appointing Custodian Directors to the CLG.
- The Chief People & Engagement Officer and the Council Secretary had been working with the group to assist on drafting relevant job descriptions, skill matrixes and processes.

[REDACTED – COMMERCIALY SENSITIVE].

8. AOB

Under AOB, it was noted that the documentation the clubs were being asked to complete as part of the funding process was particularly onerous and sometimes complicated. It was highlighted that these forms were being completed by volunteers and that should be kept in mind when drafting the relevant forms.

With all business concluded, the President closed the Meeting at 7.45pm

Date of next meeting: 8 August 2022

APPROVED 15 AUGUST 2021