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SCOTTISH RUGBY UNION LIMITED

**MINUTE OF MEETING OF THE BOARD OF SCOTTISH RUGBY UNION LIMITED
HELD AT 11AM ON THURSDAY 22 JULY 2021**

MEETING HELD BY AV TELECONFERENCE

Present:

John Jeffrey	(JJ)	Chairman
Ian Barr	(IB)	President
Shona Bell	(SB)	Chief People and Engagement Officer
Julia Bracewell	(JB)	Independent Non-Executive Director
Mark Dodson	(MD)	Chief Executive
William Gardner	(WG)	Council Nominated Non-Executive Director
Andrew Healy	(AH)	Finance Director
David McMillan	(DMcM)	Independent Non-Executive Director (<i>to conclusion of item 6</i>)
Malcolm Offord	(MO)	Council Nominated Non-Executive Director
Bob Richmond	(BR)	Council Nominated Non-Executive Director
Lesley Thomson	(LT)	Senior Independent Non-Executive Director

In Attendance:

[REDACTED – NAME OF INDIVIDUAL]	()	[REDACTED – NAME OF FIRM]
Robert Howat	(RH)	General Counsel & Company Secretary
Colin Rigby	(CR)	Vice-President (<i>Observer</i>)
[REDACTED – NAME OF INDIVIDUAL]	()	(<i>Minute Taker</i>)

1. Introduction & Opening Remarks

ACTION

The Chairman noted that a quorum was present and opened the Meeting.

Congratulations were offered on behalf of Scottish Rugby to the five Scottish players due to be involved in the first Test match between the British and Irish Lions and South Africa.

The Chairman then noted that the order of the Meeting may deviate slightly from the previously circulated agenda, in order that related topics were grouped together for ease of discussion. Due to the volume of business, the time allowed for the Meeting had been extended.

2. Action List

2.1 From Meeting of 20 May 2021

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- (i) *Appointments of Trustees* - Council had met, with the President and other nominees recusing themselves from the Council's meeting whilst the matter was discussed. The Council had reaffirmed the appointments to the Trust.
- (ii) *External body to be appointed to comment on processes for inclusion and diversity* - Further work on inclusion and diversity commitments would be discussed at the next SWDI Committee meeting. An external provider was being engaged to carry out research into how Scottish Rugby was perceived externally from an inclusion and diversity perspective. Another external partner was being considered to provide race awareness and unconscious bias training for Academy players.
- (iii) *Membership Roll to be updated* – all changes had been made.

2.2 From Meeting of 6 June 2021

- (i) *Haddington Motion - Appropriate support to be put in place for Legal and Governance Team* - conversations had taken place with members of the Legal and Governance Team. The Company Secretary and General Counsel offered his thanks for the support the team had received.
- (ii) *CPEO to obtain external legal opinion* – external legal advice in connection with the AGM motions had been split in two parts – the first dealing with the motions submitted by GHA and Glasgow Hawks, and the second dealing with the Haddington motion. The Haddington motion element had been instructed and received separately by the Chief People and Engagement Officer, to avoid potential conflict of interest for members of the Legal Team.

3. Minutes of Previous Meetings

The Minutes from the Board's Meetings of 20 May and 6 June 2021 had previously been approved by the Board by separate resolution, electronically. These had since been published on the Scottish Rugby website.

4. People**4.1 People Matters**

The Chief People and Engagement Officer referred to her People and Engagement Board Report, which was taken as read. The following points were highlighted:

- (i) *Strategy* – the launch and communication of the new Strategy Plan was continuing both internally and externally. Online webinars had been delivered to clubs, and a copy of a club Q&A document had been included in the Board papers for reference.

A number of questions had been answered during the online webinars, with all remaining questions being followed up and answered in full after the event. Council representatives had been asked to collate any additional follow-up questions, which would be answered as soon as possible. After the AGM, workshops would take place with Scottish Rugby's own people to ensure that everyone understood their own roles in delivering the Strategy Plan.

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- (iii) *High Performance strategy* – work was being carried out with colleagues in the High Performance department to ensure that it aligned with the new Strategy Plan.
- (iv) *Rugby For Life* – there was an increased focus on wellbeing and how the Rugby For Life programme could be further strengthened in that regard. A dedicated welfare role would be embedded into each of the professional teams, reporting into the Managing Director of each team.
- (v) *Option 3* – the Chief People and Engagement Officer referred to her Report and the Finance Report. Further information about the organisation’s progress against Option 3 would be discussed later in the Meeting.

There followed a period of questions in relation to feedback on aspects of the Strategy Plan, during which the Super 6 competition was discussed.

There had been some concerns raised amongst clubs in relation to the Super6 competition, particularly following news that some of the franchises had been placing adverts for overseas players due to a perceived shortage of local talent. The President noted a feeling amongst some clubs that if there was not enough local talent to fill the Super 6 teams, then an expansion of the competition to Super 8 or beyond seemed counter-productive.

The importance of finishing the first Super6 season was noted, in order that KPIs from that season could be examined. It was felt that this would ultimately show the benefits of the competition to the wider game.

The Chief Executive explained that a number of myths regarding the competition needed to be addressed:

- (i) the number of non-Scottish qualified players playing in the competition this coming season was actually slightly less than the previous season.
- (ii) Scottish Rugby’s communications team was providing support to the clubs in order to improve their communications and marketing. Attendances had increased significantly, hospitality revenues had risen and quality of play improved.
- (iii) An extensive package of broadcasting would be on offer for the new season, including televised matches on Friday evenings and Sundays, and an additional highlights show.

Overall, it was felt that one season was too little time to measure the true value of the competition, but that it would prove its worth as time progressed.

4.2 *Safeguarding*

The Chief People and Engagement Officer referred to her Report, which was taken as read, with no questions posed.

4.3 *Communications, Media and External Affairs*

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The Chief People and Engagement Officer referred to the communications section of her Board Report.

A communications plan leading up to the AGM had been included in the Meeting papers for reference. The President and the Chairman had issued a joint communication stating the Board and Council's position on the motions submitted for the AGM. This communication had been distributed widely via the Clubhouse Comms newsletter.

The Chief People and Engagement Officer thanked everyone who had contributed to the preparation of the draft Annual Report, which it was felt provided a clear explanation of the organisation's financial position, the four point plan for reset and recovery post-pandemic, and governance matters. Work continued in preparing the document for distribution, pending approval of the financial statements.

4.4 *Option 3 Progress and Outcomes*

SB, MD, AH, RH and [REDACTED – NAME OF INDIVIDUAL] recused themselves from the Meeting, as employees having a personal interest in the outcome of the discussions.

The Board then discussed the organisation's progress against Option 3, and whether the criteria which had previously been set for employees (including players and coaches) who had agreed to salary reductions during the 20/21 financial year to receive some additional reimbursement of those reductions had been satisfied.

[REDACTED – NAME OF INDIVIDUAL] gave a short presentation on progress against the Option 3 budget. It was noted that the proposed reimbursement was partial, relating to the period from 1 January 2021 to 31 May 2021 only and that no discretionary bonus awards were being made for the financial year even although many employees had worked well beyond their contractual obligations in order to support the organisation during the year. After some discussion, it was unanimously agreed that the proposed partial reimbursement of salary reductions be made.

SB, MD, AH, RH and [REDACTED – NAME OF INDIVIDUAL] re-joined the Meeting.

The Chairman confirmed that the additional salary reimbursements previously identified as part of the consultations and agreements reached with employees would be made. It was hoped that this would be seen by employees as a positive development, reflecting the strong financial position the organisation had managed to achieve following the pandemic and a recognition of the contribution they had made.

4.5 *Health and Safety*

The Chief Executive referred to the Health and Safety section of the Commercial Report, which was taken as read with no questions posed.

5 **Business**

5.1 *CEO Update*

The Chief Executive referred to his AGM paper which had been circulated to the Board ahead of the Meeting, and which was taken as read.

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The Chief Executive confirmed that he had met with the Chairman, President and Vice-President to discuss arrangements for the AGM. There was a clear preference and desire to hold an in-person meeting due to the nature of the business to be dealt with. It was clear from discussions with and advice from the Chief Medical Officer that although an in-person meeting on 14 August was lawful, it would still pose health risks to attendees and employees due to continuing infection rates.

A solution had been discussed and was proposed, whereby the Annual Report and Accounts be produced and circulated as normal ahead of 14 August, but that the Meeting be adjourned until 26 September, when the public health vaccination programme would be further advanced, and less risk attached to an in-person meeting.

If circumstances changed for the worse or restrictions were re-imposed, the meeting could still be held online, so as not to delay matters further, although it was hoped that this could be avoided. The adjournment would also allow the President and Vice -President some time to make progress on governance matters before updating the members ahead of the resumed AGM date.

The President (as Chair of the Council and of the AGM) confirmed that he supported this proposal.

The directors, in their capacity as the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union, confirmed its support for the proposed approach and adjournment.

The matter would also be discussed with the Council and its endorsement sought.

IB

5.2 *Kit Approval*

The Chief Executive referred to the Commercial Report, which was taken as read, with no questions posed.

The Chief Executive referred to circulated proposals for the National and 7s team kits for season 22/23, which had been produced in conjunction with Macron. It was hoped that the proposed colour schemes would be popular and lead to increased sales.

Approval was sought from the Board on the proposed National and 7s team kit designs for the 22/23 season. These were **APPROVED**.

5.3 *Employment Matters*

[REDACTED – DATA PROTECTION]

6. **Stakeholders**

6.1 *Remuneration Committee*

DMcM, as Chair of the Remuneration Committee, referred to the recent meetings of the Committee. The Committee had also met as scheduled on 20 July to consider the content of the Remuneration Report for inclusion in the 20/21 Annual Report, and for an update on progress on the recent benchmarking work undertaken.

6.2 *Audit & Risk Committee*

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Business arising from the Audit & Risk Committee's meeting on 20 July was dealt with under Item 7 (Finance) and Item 8 (Company Secretary's Report).

6.3 *Council*

6.3.1 *Governance Review Update*

The President referred to a recent meeting of the Standing Committee on Governance, noting that a draft structure document had now been produced by the Committee. This model had been presented to the Council, who were supportive of it being sent to clubs for their initial consultation.

It was confirmed by the President that the document would be presented as a SCOG document, without at this stage having had any Board input. The document had been circulated to the Board shortly in advance of the meeting.

During discussion, the following points were raised and noted :

- (i) Recognising that the document had only recently been circulated and time would be needed to consider the content, the President confirmed that the Board was not being asked to comment on the structure at this point, but would have an opportunity to do so, along with the Council, after the conclusion of the first consultation period with clubs. This was likely to be in the middle of September.
- (ii) There was a request that a costing exercise on the new model was carried out, so clubs could compare any increased or decreased costs associated with the proposed structure.
- (iii) The Chief Executive would be invited to provide his thoughts on whether the model was workable from a practical business perspective.
- (iv) JB advised that she had resigned from SCOG as a result of a potential conflict of interest arising from some of the proposals being put forward and her position as a Director.
- (v) The President was aiming to deliver an update webinar for clubs on 9 August and a consultation period would be likely to begin on or around 16 August. This would last for about three weeks, and so initial feedback would likely be available for the adjourned AGM. This timetable would need to be communicated to the membership at the earliest opportunity. The Council and Board were also due to meet for a joint session in mid-September.
- (vi) In connection with a question around process, the Company Secretary explained that once the consultation process was completed, the members would need to vote at an AGM or SGM on any changes being put forward. Clear roles and responsibilities for the various bodies involved would need to be set out, with new or amended articles of association likely to be required. The Directors would also need to consider duties to the company under any new framework.

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SCOG had now requested additional legal support, with external solicitors now being engaged to assist them with various of the legal steps and work which was needed.

The following timetable was then outlined in relation to the AGM and aspects of governance:

- 23 July – a message would be sent to stakeholders from the President stating that the planned AGM on 14 August would be adjourned until 26 September.
- 31 July – this was the final deadline for sending out the AGM notice for 14 August. This notice would include all of the business of the meeting, both for 14 August and 26 September, including the motions and proposed amendments and the Council and Board’s position on those.
- 9 August – a video would be issued from the President regarding the governance process.
- Annual Report and Accounts would be issued to the membership in accordance with usual AGM timescales, however they would not be laid before the members until the resumed AGM on 26 September.

6.2.2 Code of Conduct

The President referred to the circulated note and advised that prior to the Meeting the Senior Independent Director had provided some comments. The Vice-President would take these back to the Council’s working group for consideration. **CR**

6.2.3 PS6 Committee Report

It was noted that work on the PS6 Committee report had now been completed. A copy of the Committee’s Report had been circulated, accompanied by a request for approval of its recommendations. Those recommendations had already been endorsed by the Council.

Following consideration, the PS6 Committee’s recommendations were **APPROVED**.

DMCM left the Meeting due to a prior commitment.

7 Finance

7.1 Finance Report

The Finance Director referred to the Finance Report, which was taken as read. The contents of the Report reflected the year- end outcomes and contents of the annual accounts.

It was noted that the working capital facilities with Bank of Scotland would be renewed in due course and Board approval would be sought when that needed to be formalised.

7.2 Financial Statements FY 20/21

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Acting in its capacity as the Scottish Rugby Board under powers delegated under the Scottish Rugby Union Bye-Laws, and separately, as the Board of Directors of Scottish Rugby Union Limited in connection with the Company's Financial Statements, the Board then considered the draft 2020/21 Financial Statements.

The detailed Finance Report and related papers circulated, together with an updated version of the draft consolidated Scottish Rugby Union 20/21 Financial Statements and which took account of comments from the recent Audit & Risk Committee meeting, were noted and taken as read.

The draft consolidated SRU 20/21 Financial Statements included Scottish Rugby Union Limited, the Murrayfield Experience Limited and the Thistle Rugby Trust. Copies of the draft accounts for each of these entities had also been included in the papers.

These had been considered by the Audit & Risk Committee at its meeting earlier that week and, subject to some minor non-material amendments (which had now been made), the Audit & Risk Committee had recommended the consolidated 20/21 Financial Statements of Scottish Rugby Union and the 20/21 Financial Statements of Scottish Rugby Union Limited to the Board for approval.

The associated financial statements of The Murrayfield Experience Limited (a wholly owned subsidiary of the Company) and The Thistle Rugby Trust were subject to separate formal approval processes, notwithstanding the consolidation on a group basis.

The Finance Director noted that version 8 of the Financial Statements had been circulated to the Board for review. Some minor updates had been made to that version since then and had been reviewed by the Audit and Risk Committee, who had proposed some further minor updates, which had now been incorporated.

The Finance Director took the documentation as read and noted a significant surplus position for the year of around £10.5m, mainly as a result of monies from Project Pentagon and Scottish Government emergency funding.

It was confirmed that the Company's auditors (PwC) had attended the Audit & Risk Committee meeting and had reported on the outcome of the audit process. They had confirmed that the audit had been conducted satisfactorily with no significant issues arising and had been satisfied that the usual going concern statement could be made, without inclusion of a statement about material uncertainty.

However, in the intervening period the auditors had come back with several queries. Considerable disappointment was expressed given the report provided at the Audit and Risk Committee meeting. While it was thought that all questions had been answered satisfactorily, assurances were being sought from PwC that this was the case and no further points would be raised so that the accounts could be finalised that day. That confirmation was awaited.

Pending that, it was agreed that the Board's review of the draft financial statements should be progressed.

The Company Secretary advised that, in accordance with usual practice and requirements, Letters of Representation were being sought by the auditors for each of Scottish Rugby

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Union and Scottish Rugby Union Limited. Copies of the proposed letters had been circulated in advance of the Meeting.

Directors' attention was drawn in particular to provisions on fraud and related party transactions. It was confirmed that the Audit & Risk Committee had considered the contents and recommended that the Letters of Representation be entered into, and that authority be given to sign the Letters of Representation on behalf of the Directors.

The Senior Independent Director, in her capacity as Chair of the Audit & Risk Committee confirmed this to be the case and that the Audit & Risk Committee had considered specific fraud related questions as part of its own review of the Financial Statements.

No instances or allegations of fraud had been brought to the Committee's attention during the year and each of the Committee members and members of the management team present at the Committee's review meeting had confirmed that they were not aware of any fraud, allegations or instances of fraud or suspected frauds. Similarly, the Audit & Risk Committee members and management team members were not aware of any related party matters other than those already disclosed.

Each of the remaining Board members present confirmed similarly.

Having considered the draft Financial Statements and noted the recommendations of the Audit & Risk Committee, and in exercise of the powers delegated to the Board under the Scottish Rugby Union Bye-Laws in respect of Scottish Rugby Union and separately the powers of the Directors in respect of the Company, it was **AGREED THAT**, subject to receipt of confirmation from the auditors by close of business that day that all outstanding points had been resolved:

- i) the Financial Statements, Explanatory Notes and accompanying Reports of Scottish Rugby Union and Scottish Rugby Union Limited for the financial year ending 31 May 2021 be and are approved and that the Chairman and Chief Executive be and are authorised to sign and the respective Balance Sheets;
- ii) the Company Secretary be and is authorised to sign the Directors' Reports and Strategic Reports on behalf of the Board;
- iii) the Letters of Representation from Scottish Rugby Union and Scottish Rugby Union Limited to the auditors be and are approved, and the Chairman and Chief Executive be and are authorised to sign the same on behalf of the Directors; and
- iv) the distribution of the Financial Statements of Scottish Rugby Union to the members be and is authorised.

However, recognising the time of day and the conditional basis upon which approval had been granted, it was **FURTHER AGREED** as a precaution that if the auditors' confirmation was not received before close of business that day and the condition was not satisfied, a sub-group of three Directors be and is authorised on behalf of the Directors to:

- (i) make any minor typographical amendments and adjustments to the Financial Statements, Explanatory Notes and accompanying Reports of Scottish Rugby Union and Scottish Rugby Union Limited for the financial year ending 31 May 2021 as the sub-group considered necessary and appropriate;

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- (ii) approve, if thought fit, the Financial Statements, Explanatory Notes and accompanying Reports of Scottish Rugby Union and Scottish Rugby Union Limited for the financial year ending 31 May 2021 and to authorise the signature of the respective Directors' Reports, Strategic Reports and Balance Sheets;
- (iii) finalise and, if thought fit, approve the Letters of Representation from Scottish Rugby Union and Scottish Rugby Union Limited to the auditors, and to authorise the signature of the Letters of Representation on behalf of the Directors;
- (iv) authorise the distribution of the Financial Statements of Scottish Rugby Union to the members; and
- (v) undertake such actions and make such additional decisions and execute or authorise the execution of such additional documents as may be necessary to give effect to any of the above.

8 Company Secretary's Report**8.1 Membership Roll Changes****i) Club Merger and Team Name Change**

Dundee HSFP and Dundee Morgan RFC had agreed to merge to form Dundee Rugby and sought conditional approval for the merger and name change subject to evidence being provided that the AGMs of each club giving rise to these decisions had been conducted correctly. In exercise of the powers of the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union, the change to the Membership Roll noted above was **APPROVED** and the Membership Roll was to be adjusted accordingly once adequate evidence had been received.

ii) Change of Team Name

Dundee Ladies had requested a change of name to Dundee Valkyries. In exercise of the powers of the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union, the change to the Membership Roll noted above was **APPROVED** and the Membership Roll was to be adjusted accordingly.

iii) Change of Team Name

Harris Academy FP RFC had entered into an arrangement with Dundee Abertay University which they hoped would enable them to field a 2nd XV. It was proposed that the Harris 2XV be known as Tay Hawks. In exercise of the powers of the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union, the change to the Membership Roll noted above was **APPROVED** and the Membership Roll was to be adjusted accordingly.

iv) Change of Team Name and Status

Mackie Academy had requested a change of name to Mackie RFC and had indicated that they would like to become a Scottish Charitable Incorporated Organisation. In exercise of the powers of the Scottish Rugby Board under the Bye-Laws of the Scottish

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Rugby Union, the change to the Membership Roll noted above was **APPROVED** and the Membership Roll was to be adjusted accordingly.

8.2 *Competition Rules Approvals 21/22 – Super 6 Tournament Rules and NCRs*

The consultation process with regard to the 2021/22 NCRs was underway, with the changes being proposed being more substantial than in previous years, reflecting the need to provide for the implications of Covid-related disruption in the course of the season, the outcome of the season structure consultation and eligibility changes arising from the PS6 Committee Report. Further information regarding the proposals was set out in the Company Secretary's Report.

Approval was sought that delegated authority be provided to a subcommittee of the Board comprising the President, the Chief Executive (whom failing 1 of the other executive directors) and one other non-executive director to approve, in exercise of the powers delegated to the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union (i) the 2021/22 National Competition Rules; (ii) the 2021/22 Schools & Youth Competition Rules; and (iii) the Super 6 Tournament Rules and associated protocols, once the respective consultation processes had been completed. This was **APPROVED**.

8.3 *Anti-Doping Approvals*

Following the launch of UKAD's new UK Anti-Doping Policy in April, approval was sought that in exercise of the powers delegated to the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union, the Board:

- i) Appoint a Board Member to act as its Anti-Doping 'champion';
- ii) Confirm the current Anti-Doping Lead continue in that role; and
- iii) Add "Anti-Doping" as an Agenda item to the September 2021 Board Agenda;

and in each case this was **APPROVED**, with the President agreeing to take on the role as Anti-Doping 'champion'.

8.5 *Discipline Panel, Championship Committee and Championship Appeals Committee Membership 21/22*

The following changes were proposed to the Discipline Panel Membership:

- i) That Sarah Smith be permitted to act as a Discipline Committee Chair; and
- ii) That Ben Cairns leave the Panel, after indicating a desire to stand down due to other commitments,

and in both cases, this was **APPROVED**.

In addition, approval was sought that, in exercise of the powers delegated to the Scottish Rugby Board under the Bye-Laws of the Scottish Rugby Union:

- (i) the membership of the Discipline Panel, as set out in Appendix 1 of the Company Secretary's Report, be approved;

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- (ii) Dougie Belmore be re-appointed as Convenor of the Championship Committee for season 21/22;
- (iii) George Clark be re-appointed as Reserve League Committee Chair for season 21/22;
- (iv) Heather Lockhart be re-appointed as Women's Competition Committee Chair for season 21/22; and
- (v) David Mackie be re-appointed as Championship Appeals Panel Chair for season 21/22 and no change be made to the membership of the Championship Appeals Committee.

These were **APPROVED**.

8.6 *Risk Register*

The Company Secretary referred to the summary Risk Register Report and extracts from the Register highlighting risks allocated to the Board and the higher-level risks on the Register. The Report was taken as read.

It was noted that the full Risk Register was updated regularly and considered by the Audit and Risk Committee throughout the year. It had been examined at the most recent Committee meeting. The key risks for the Board as a whole were flagged before finalisation of the accounts each year.

A full copy of the Risk Register was available for any Director to review.

The Company Secretary then highlighted a number of the key risks relevant to the Board and provided an overview of the changes in risk during the year, emphasising that the Register continued to be dominated by risks associated with the coronavirus pandemic. The overall risk profile arising from the pandemic continued to score at high levels, but these were now beginning to reduce slightly as a result of greater financial stability, gradual easing of Government restrictions and the roll-out of the vaccination programme.

Mention was made of the Board's appetite for risk – this was assumed, in the context of the responsibilities of the organisation, to be relatively low. It was agreed that at a future meeting the Board would devote more time to discussing current risks and its overall attitude to risk.

The Company Secretary then referred to the draft Governance Report which had been included in the circulated papers. This would be incorporated into the 20/21 Annual Report document. The Audit and Risk Committee and Remuneration Committee had reviewed the draft at their meetings earlier that week.

An updated draft was displayed, with changes made as a result of feedback from the Committees identified. The content of the Report was then approved for inclusion in the Annual Report.

8.7 *Updated Audit & Risk Committee Terms of Reference*

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The Company Secretary referred to the circulated papers. Minor administrative amendments had been made to the Audit and Risk Committee's Terms of Reference to reflect the forthcoming arrival of the Chief Financial Officer. These changes were recommended by the Audit & Risk Committee. Board approval was sought for the revised Terms of Reference and for these to take effect from 1 August 2021. This was **APPROVED**.

9 Rugby**9.1 Rugby Development**

The Chief Executive referred to the Rugby Development Report, which was taken as read.

The Chief Executive referred to the recent retirement of Sheila Begbie from her role as Director of Rugby Development. It was noted that Sheila had done an outstanding job in building relationships with clubs and within the Union. A handover with her successor, Gav Scott, had gone well, and he had pulled together a condensed strategy document with specific relevance to clubs. This would be circulated to the Board in due course.

It was suggested that Scottish Rugby could undertake further work on dementia awareness in light of the ageing rugby population, and it was proposed that the SWDI Committee consider this at a future meeting. Scottish Rugby's involvement at rugby memories sessions was highlighted, with the President having attended various sessions. There was a clear desire to provide more help in this area, with the proposal being endorsed.

9.2 Performance Rugby

The Chief Executive referred to the Performance Rugby Board Report, which was taken as read with no questions posed.

10 AOB

The Chairman noted that Willie Gardner was due to retire from the Board as a Council Nominated Non-Executive Director at the time of the AGM. The Chairman expressed his appreciation, and that of the Board, for Mr Gardner's commitment, dedication and contribution to the Board and Scottish Rugby during his period in office as a non-executive director.

With no further business being raised, the Chairman thanked everyone for their input and closed the Meeting.

APPROVED BY THE BOARD

18 AUGUST 2021