



SRUC BOARD MEETING

Thursday, 11th September 2025
Elmwood Golf Course, with Teams option
11:30–15:20

STATUS

Approved by SRUC Board, 11th December 2025

DISTRIBUTION

SRUC Board
ELT
SFC
SRUC website (approved version, redacted as appropriate)

PRESENT

David Bell (Interim Chair), Dr Mia Aitchison, Jamie Baker, Simon Cunningham, Prof Sir Peter Downes, Jarlath Flynn, Julie Fortune, Dr Katrina Hayter (via Teams), Alex House, Kes Juskowiak, Margaret Khnichich, Fiona Larg (Items 25.42 to 25.49.01), Oliver Mundell, Andrew Peddie, Prof Wayne Powell, Dr Neil Robertson, Schaun Shirkie, Prof Michael Smith (via Teams)

IN ATTENDANCE

- Gabriella De Oliveira – Assistant Company Secretary (minutes)
- Andrew Kirkness – Chief Financial Officer
- Gavin Macgregor – Chief Operating Officer
- Fiona Mackay – Director of Campus and Estates (for Item 25.51.02, via Teams)
- Dr Christine Milburn – Director of Strategic Delivery and Growth
- Prof Jamie Newbold – Provost and Deputy Principal
- Wendy Smith – Chief People Officer (via Teams)
- Devon Taylor – Company Secretary
- Dr Mary Thomson – Vice Principal
- Tom Maxwell – Chief Communications Officer

25.42 WELCOME AND APOLOGIES

Noted that:

- a) A private session for the Board members had been held prior to the Board meeting. The former Chair, Linda Hanna, left following the private session.
- b) The former Chair had resigned effective of the 10th September 2025 due to personal reasons.
- c) David Bell had been appointed as Interim Chair following approval from the Board via email on 5th September 2025. This followed an endorsement by the Selection Committee who had met on the 3rd September to consider applications. The Board had previously delegated (via email on 7th August) the appointment process to the R&A Committee (who created the Selection Committee). The Board formally ratified the appointment and welcomed the new Interim Chair to the meeting.
- d) Apologies were received from Craig Davidson.
- e) The newly elected SRUCSA Co-Presidents, Alex House and Schaun Shirkie, were welcomed to their first SRUC Board meeting.
- f) The new Board Health and Safety Champion, Kes Juskowiak, was announced and they were welcomed to their first Board meeting in this role.
- g) The Interim Chair requested that the Board's thanks be given to staff and students at the Elmwood Campus for the warm welcome and interesting tour prior to the meeting.

25.43 REGISTER OF INTERESTS, CONFLICT OF INTERESTS, HOSPITALITY AND GIFTS REGISTER

Noted that:

- a) Dr Neil Robertson declared they were a member of the Elmwood Golf Course. *[Assistant Secretary's note: This conflict had been formally declared at their appointment and included in the Declaration of Interest published on the SRUC website.]*
- b) No further conflicts were raised.

- c) The Committee were reminded to contact the Company Secretary with any updates to the Register of Interests or Hospitality Register.

25.44 MINUTES

25.44.01 MINUTES OF MEETING HELD ON 12 JUNE 2025

Noted that:

- a) Ref Item 25.26, point e): The minute will be amended to reflect that the EIS letter had not been received as of yet and recommended that it be taken forward outside of the meeting by the Company Secretary and the author of the letter.

Action: DT

- b) The minutes were approved as an accurate record of the meeting subject to minor amendments.

25.44.02 ACTION LOG

Noted that:

- a) The Action Log and associated updates were provided. Members noted that actions are added to the Action Log following the approval of the draft meeting minutes. Discussed how to reflect the role of the sub-committees in addressing actions to avoid duplication and facilitate delegation.
- b) The Company Secretary provided an update on Ref Action Item 1209202411, List of decisions. Three sources had been identified which could provide the requested information – i.e. a list of decisions made at executive level which fell below the threshold which items came to the Board. These were: purchase orders, purchase tenders, capital and projects board, and ELT meetings. A draft tracker had been started and would continue to be populated and brought to the Board.

25.45 MATTERS ARISING

Noted that:

- a) That there were no further matters arising that were not covered elsewhere on the agenda.

25.46 CHAIR'S UPDATE

Noted that:

- a) The Interim Chair addressed the Board and attendees, stating it was an honour to step into the role. In doing-so they highlighted recent and upcoming activities at an institutional and sectoral level.
- b) The Interim Chair praised the tour of Elmwood House and Elmwood Golf Course and in particular had welcomed the opportunity to speak to staff on-campus.

25.47 PRINCIPAL AND GROUP CHIEF EXECUTIVE'S UPDATE

PAPER NO: 713

Noted that:

- a) The Principal and Chief Executive welcomed the new Board members to the meeting and expressed their appreciation to SRUC staff who had been involved in the tour of Elmwood House.
- b) The Principal and Chief Executive highlighted particularly notable aspects of his update. In doing-so they highlighted their attendance of an event celebrating the Queen's Anniversary Prize in London on 10th September 2025, and members further noted that SRUC was one of the few institutions that had been singled out for praise in speeches at the event.
- c) The Government had announced a 3 month pause in the Research Excellence Framework (REF) 2029 process to review its funding allocation, but that SRUC's intention remained to finalise the approach to REF 2029 on the original timeline.

- d) The sectoral and environmental challenges facing SRUC and the Scottish Education Sector were highlighted in the report, as well as the importance of financial resilience and local and regional reach in delivering impact.
- e) The written report provided an update on international student recruitment performance and in considering the report members noted that the next intake of international students would account for less than 10% of the total SRUC student population. Members went on to discuss the wider benefits of recruiting a diverse range of students.
- f) The Board discussed the unique specialised services and education provision offered by SRUC. They emphasised using these attributes to drive progress and maximise the diversity of available income streams.

25.48 STRATEGY

25.48.01 BOARD STRATEGY DAY PROGRAMME

PAPER NO: 714

Noted that:

- a) The programme was created in collaboration with the former Chair of the SRUC Board, the Chair of the Strategic Performance Committee, and the Executive Leadership Team (ELT) with a strong focus on workshops.
- b) The Board confirmed its support for the Vision, Mission, and Purpose statements at its previous meeting and that the Strategy Day would focus on the identification of strategic priorities.
- c) The Director of Strategic Delivery and Growth acknowledged the ambitiousness and intensity of the day's programme, however the importance of progressing work on the Strategy to 2030 and the underpinning key performance framework by the end of the calendar year was also noted.
- d) Stakeholder engagement and consultation had been built into the process leading to finalising the Strategy to 2030.

25.48.02 ELMWOOD COLF COURSE **CONFIDENTIAL, CLOSED BUSINESS**

Noted that:

- a) The Interim Chair reminded the Board of the potential conflict of interest advised by Dr Robertson in relation to this item. The Board agreed that he should nevertheless remain in the meeting for the discussion.
- b) The paper outlined the financial performance, history, and governance arrangements relating to Elmwood Golf Course. The paper also set out a number of potential options for the future of the course and approval was sought from the Board to commence a process by which these options would be explored.
- c) Significant work had been done to improve the financial performance of the golf course since September 2024 but noted despite best efforts, it remained a loss-making venture and agreed that alternative options needed to be explored.
- d) The Board discussed and acknowledged the importance of incorporating community engagement into the process.
- e) The golf course was not required for any current golf course management courses and as such should the golf course be sold it would not negatively impact the teaching and learning experience.
- f) The potential reputational impact of each of the options were discussed. It was noted it would be preferable if the golf course were to be sold as a going concern.
- g) SRUC's obligations relating to its charitable status were highlighted and discussed. The Company Secretary advised that the F&E Committee were satisfied at their meeting on 20th August 2025 that the recommended options were within these parameters.

The Board approved:

- h) The recommendation that the Chief Operating Officer and the Director of Commercial Estates & Services be asked to explore options for the future of the Elmwood Golf Course, and confirmed the expectation that any

resulting recommendations should be brought to the Board for final decision.

Action: GM/FM

25.49 RISK AND ASSURANCE

25.49.01 RISK REGISTER AND UPDATE **CONFIDENTIAL, CLOSED**

BUSINESS

PAPER NO: 716

Noted that:

- a) The paper was presented by the Chief Operating Officer who provided an overview of the Risk Register including revisions made since its last approval in May 2025.
- b) Sectoral-wide risks relating to pay settlements had increased, the controls for which were included in the Risk Register.

25.50 FINANCE

25.50.01 END OF JUNE TO DATE AND FINANCIAL PLANNING

CONFIDENTIAL, CLOSED BUSINESS

PAPER NO: 717

Noted that:

- a) The Chief Financial Officer highlighted three key areas of the report: Performance at P15, ongoing Going Concern assurance and the delivery of the Financial Recovery Plan (FRP).
- b) The Chief Financial Officer confirmed for the Board that SRUC was in a good position in relation to the provisional P16 position. The cash position was noted to be materially stronger than had been forecast in the FRP. The cash position had been accounted for month on month and was in-line with the forecast.
- c) It was further confirmed that through engagement with external auditors around the audit process, no new exposures were identified and that no factors had been identified that would cast doubt over SRUC's ability to continue as a going concern.

- d) Timings of particular savings in relation to management accounts and accounts relating to Agrecalc were highlighted.
- e) The Chief Financial Officer advised that variance to the agreed pay award remained a significant risk, however they were content with the current financial position.
- f) Previously reported work towards securing a bank facility remained ongoing and that the Finance & Estates Committee continued to receive updates.
- g) The Chief Financial Officer advised there were opportunities for growth in the areas of international student recruitment and the importance of being awarded the university college title in this regard.
- h) The Board were invited to:
 - Note the improved financial position to June and continued delivery against FRP commitments.
 - Take assurance from strengthened cash performance, enhanced reporting discipline, and early external audit engagement on going concern.
- i) The Board endorsed the forward focus on proactive financial planning, ELT-led monthly reviews, and sustained delivery of efficiencies and savings.

25.51 GOVERNANCE

25.51.01 SRUCSA UPDATE

PAPER NO: 718

Noted that:

- a) The regular update from SRUCSA was presented by the Co-Presidents.
- b) Key issues raised from student feedback to the SRUCSA Co-Presidents were highlighted, in particular a number relating to cost of living increases. The Board were sympathetic to the financial challenges facing students and were keen to explore opportunities for support. Reflections of responsible engagement and the active campus plan were noted in the report.

25.51.02 HEALTH & SAFETY REPORT

PAPER NO: 719

Noted that:

- a) The Director of Commercial Estates & Services joined the meeting via Teams for this item.
- b) The recruitment drive to appoint a Health and Safety officer had been unsuccessful in finding a suitable candidate and would be revisited urgently.
- c) The procurement process for the Health and Safety software management system was forecast to be finalised by mid-October 2025.
- d) The breadth of activity of Health and Safety functions and responsibilities both on SRUC campuses and other third-party owned locations were recognised.

25.52 ACADEMIC UPDATE

PAPER NO: 720

Noted that:

- a) The increase in recruitment figures for rUK and Scottish-domiciled students were reported. With regard to the latter, the forecasted numbers were within the tolerance past which there would be a risk of financial clawback from the Scottish Funding Council.
- b) Almost half of the Scottish-domiciled students were from rural areas. The Board further noted this aligned to SRUC's mission of supporting rural students, and that SRUC will support students' progression to professional pathways.
- c) The student registration period was monitored on a daily basis to ensure early flagging of any withdrawals and to facilitate engagement with students on-campus with a view to improving student retention.

25.53 BOARD AND COMMITTEE REPORTS

25.53.01 COMMITTEE REPORTS

PAPER NO: 721

- a) F&E Committee:

- a. The Chair outlined the key points from the F&E meeting of 20th August 2025, noting substantial items were on the main Board agenda.
- b) A&R Committee:
 - a. The Interim Chair noted the Chair of the A&R Committee left after Item 25.48 and opened the Board to comments on the minutes.
 - b. The Chief Financial Officer advised that SRUC had been successful in closing down actions identified by the auditors.
 - c. The Chief Financial Officer confirmed that year-end accounts would be brought to the December SRUC Board meeting for sign-off.
- c) R&A Committee:
 - a. The Interim Chair (formerly R&A Chair for the meeting of 13th August 2025) updated the Board on member extensions.
 - b. The Interim Chair advised that the R&A Committee would review previous applications for Board membership with a view to addressing the vacancies on the Board ahead of the December meeting of the Board.
 - c. The Company Secretary advised that the Chair election process was expected to be completed by March 2026 and advised of the process.
 - d. The Board noted the current Interim Chair had stepped away from the role of Chair of the R&A Committee to avoid conflicts of interest, and a committee would be convened to identify a new Interim R&A Chair.
- d) Strategic Performance Committee:
 - a. The SPC Chair outlined key discussions at the meeting, namely addressing the Strategy Day, a deep-dive of the Research excellence Framework (REF) and a Learning and Teaching update.
 - b. The SPC Chair praised the work and presentation of the Learning and Teaching update – the Board noted that there was clear progress in student feedback to the new teaching approach. It was emphasised this was a key measure that would assist in future student recruitment.
 - c. The Board noted accreditation of the School of Veterinary Medicine by the RCVS as a critical objective.
- e) Student Liaison Committee:
 - a. The SLC Chair advised that there have been no meetings since a report was supplied to the Board in June 2025. It was noted that the committee was working to organise Autumn meetings in Fife and would liaise with the governance office to share the minutes once available.

25.53.02 SRUC INNOVATION AND VENTURES BOARDS PAPER NO: 722

Noted that:

- a) The joint SRUC Innovation Ltd and SRUC Ventures Ltd meeting was held at RAVIC in Inverness and included a tour of the facilities and meeting staff.
- b) The Interim Chair was impressed by the presentation given by the Head of Veterinary Diagnostic Services at the meeting, however noted that funding received has remained static against inflation.
- c) The Vice Principal advised of the necessity for commercial diagnostics to become completely self-sustaining. The procurement process was noted as forecasted to be finalised by mid-October 2025.

25.54 ITEMS FOR INFORMATION/ANNUAL REPORTS

Noted that:

- a) There were no new items for information or annual reports beyond those included elsewhere on the agenda.

25.55 ANY OTHER BUSINESS

Noted that:

- a) The Vice Principal provided a brief update on Eurofins and trials – the impact of work completed in the past year has been positive and visible

25.56 DATES OF FUTURE MEETINGS – 2025

24th September 2025 – Strategy Day
11th December 2025 – SRUC Board

Gabriella De Oliveira
Assistant Company Secretary
September 2025