

SCOTTISH RUGBY LIMITED  
SC132061

MINUTES OF MEETING OF THE BOARD OF SCOTTISH RUGBY LIMITED  
HELD ON 27 MARCH 2025 AT 14:05

AT SCOTTISH GAS MURRAYFIELD, BOARDROOM AND BY TEAMS

**Present:**

John McGuigan	(JM)	SRL Chair & Independent Non-Executive Director
Shona Bell	(SB)	Chief People & Engagement Officer
Ruth Davidson	(RD)	Independent Non-Executive Director (Until Item 4.4)
Frank Mitchell	(FM)	Independent Non-Executive Director (Until Item 5)
Mike Soutar	(MS)	Independent Non-Executive Director
Chris Stewart	(CS)	Independent Non-Executive Director
Alexandra Whelan	(AW)	Independent Non-Executive Director (By Teams)
Stephen White	(SW)	Independent Non-Executive Director
Alex Williamson	(APW)	Chief Executive

**Attending:**

Oliver Colling	(OC)	Interim CFO
Robert Howat	(RH)	Company Secretary & General Counsel
Charlie Simpson	(CS)	Head of Business Development (Item 4.3)
Gerry Devine	(GD)	Head of Stadium Operations (Item 4.4)
Graham Vance	(GV)	Security Manager (Item 4.4)

Apologies: None

**ACTION**

**1. INTRODUCTION**

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

There were no apologies.

MS advised that he had recently been appointed to the UK Board of Trade. This was not thought likely to give rise to any conflict of interest in future but if a conflict or potential conflict did arise, it would be declared and MS would recuse himself from involvement in that matter.

The Chair recorded his appreciation to Navin Singh, Chief Commercial Officer of Six Nations for the confidential briefing provided to SRL Board members earlier in the day on the recent 6 Nations media deal. AW had recused herself from that briefing.

**2. MINUTES OF PREVIOUS MEETING**

The Minutes of the SRL Board Meeting of 30 January 2025 were **APPROVED**.

Following discussion, the Minutes of the SRL Board Meeting held on 15 March 2025 were **APPROVED**.

APW updated the Directors on actions taken following the Meeting on 15 March. Feedback was also provided by several Directors on related conversations.

APW confirmed that additional communications with colleagues would follow once the initial stages of the proposals had progressed further. There had been some early conversations with various leaders within the organisation meantime.

### 3. ACTION LIST

RH referred to the Action List.

The majority of items on the list had been completed. A number had been delegated to the relevant Board Committees and several amber items related to year-end had been carried forward until then.

### 4. KEY TOPICS

#### 4.1 CEO Overview

APW updated the Board on a number of areas, under reference to a series of slides, with the following key points noted:-

- **Men's Six Nations** – considered to be a success from a financial and operations perspective. Rugby outcomes were commented on later in the Meeting.
- **Internal Meetings** – APW had met in person with colleagues in most departments – discussions had been largely positive, displaying good energy and with a number of questions asked, including about resource levels.
- **CCO Recruitment** – Olaf Gueldner had been appointed and was due to start on 9 April.
- **CFO Recruitment** – the process continued, with further interviews shortly and the potential for a candidate to be in place by June. Recommendations on a preferred candidate would follow. SW, as Chair of the Audit & Risk Committee, would meet the preferred candidate before any recommendation was finalised. Diversity of candidates had been a challenge, notwithstanding the instructions given to the external agency and the approach adopted.
- **Murrayfield Stadium Concerts** - approval for a variation to the stadium licence had recently been granted by Edinburgh City Council increasing the limit to 12 concert nights per year. The outcome improved the future functionality and potential economic performance of the stadium and demonstrated the positive relationship and co-operation being created between Scottish Rugby and Edinburgh City Council.
- **Centenary Celebrations** - now commenced, with the event on the preceding Friday well received. A key focus for the year would be the Autumn Test match with New Zealand.
- **Hospitality** - conversations would begin with Elinor in early April about the approach to hospitality, including hospitality sales and improving service and performance. The Russell Partnership were assisting to help validate service delivery.

- **Board and Executive Team – Board & Executive Effectiveness** - the Executive and Board were now well positioned to operate in a more effective and engaged way. Some reorganisation of the Executive Team was needed to improve levels of accountability and authority, as well as providing a leadership shift organisation-wide.

A new Scottish Rugby Leadership Team (SRLT) structure was being created. It was likely that the Director of Stadium Operations and Director of High Performance Rugby would attend Board Meetings regularly, with other Executives when required.

APW asked that each Non-Executive Director provide mentoring support and guidance to a member of the Executive. An indicative list was displayed.

The Directors confirmed their support for the request, with the list to then be fully populated and circulated. **APW**

JM advised that he had spoken with Colin Rigby, as Chair of SRU's Nominations Committee, in connection with the skillset for the proposed appointment by the Custodian Directors of a further Non-Executive to the SRL Board, with this ideally being someone with high performance sports experience.

Conversations had also taken place with the SRU Chair about SRU and SRL Board succession planning, recognising the terms of office of various of the SRL and SRU Board members.

- **High Performance Department**

[ REDACTED – CONFIDENTIAL – PERSONAL DATA ].

- **Six Nations - Rugby Performance**

*Men's Six Nations* - the fourth place outcome was disappointing after the performances delivered and some of the best statistics in the Tournament. A detailed debrief was being conducted by the High Performance Director with the National Team Head Coach and his coaching team.

*Under 20s* - significant positives had been taken from recent performances, with talented players demonstrating good skills. Greater confidence was now on show moving into the World Rugby U20s competition, but with the team facing a difficult pool.

*Women's Six Nations* - off to a good start so far. Some recent issues associated with contract extensions were being dealt with.

- **Pro-Teams - URC** - the Pro-Teams were experiencing mixed fortunes with Glasgow performing well in 2<sup>nd</sup> place and Edinburgh having recently dropped to 11<sup>th</sup> although with only four points separating 5<sup>th</sup> and 11<sup>th</sup> places.

- **World Rugby** - APW had attended the recent Shape of the Game conference. Important topics had been covered but insufficient time had been devoted to financial sustainability. Conversations with World Rugby continued.
- **Six Nations Media Deal & Nations Cup** - Reference was made to the briefing earlier in the day. [REDACTED – COMMERCIALY CONFIDENTIAL]
- **Women's Global Calendar – World Rugby** - conversations continued with World Rugby and Six Nations on levels of future investment in the Women's Game and including discussion about the Celtic Challenge. [REDACTED COMMERCIALY CONFIDENTIAL]
- **EPCR** – [REDACTED - COMMERCIALY CONFIDENTIAL]
- **Oriam** - plans being made to re-start conversations with Heriot Watt University with a view to establishing a longer term fit-for-purpose home for all of the National and High-Performance needs at Oriam. This was likely to include increased office space, changes to access to the playing facilities and catering. This might also lead to Scottish Rugby's use of the facility becoming a sponsorable asset to assist in supporting facility costs.
- **Murrayfield Stadium and Campus** - dealing with the whole of Murrayfield as one project was a significant task. This was now being split into a stadium element with the current professional adviser team and hospitality consultants, and a separate team looking at the longer-term aspects of campus development and generating a sustainable income stream, with a view to a high-level approach being included within the 2040 Edinburgh City plan.

APW would lead on populating the relevant teams and creating a reporting structure, with support from CS. FM also willing to assist.

- **Funding Working Group**- APW was progressing conversations in scoping a working group to examine a number of opportunities and concepts to create new funding streams, including high-net worth and alumni opportunities, investment funds, institutional and government wealth funds and potential foundation support. The importance of appropriate structures being in place in connection with funding and any potential campus development opportunities was emphasised.
- **Ticketing** - pricing for the Autumn Game (New Zealand) would be [REDACTED – COMMERCIALY CONFIDENTIAL]

Sales of the new membership schemes were progressing well.

- **Visible Differences** - a number of ideas were being considered for sponsor support and to improve the visual and customer experience within the main bowl including relocating screens to free up seats, earlier opening, extending pre-match, half-time and post-match entertainment, improvements to toilet provision, and bringing hospitality sales in-house.

Replacement of the main pitch was part of the capital expenditure programme – an approval request would follow.

It was suggested that better content and messaging on the existing screens would also benefit the customer experience.

APW was thanked for his update.

#### 4.2 [ NAME REDACTED – COMMERCIALY CONFIDENTIAL ] – Approval Request

A paper had been provided seeking approval to proceed to conclude Heads of Terms and thereafter a long form contract with [NAME REDACTED – COMMERCIALY CONFIDENTIAL ] based on the terms outlined in the paper.

There would be additional work done to finalise the wording in Heads of Terms, including [ REDACTED – COMMERCIALY CONFIDENTIAL]. An update would be provided once the contract was ready to be signed. **APW**

Following discussion and under reference to the circulated paper, the Board **APPROVED** the recommendation and **AUTHORISED**:

- (i) the Chief Executive to conclude negotiation of the terms and conditions of Heads of Terms and a detailed long-form agreement between the Company and [NAME REDACTED – COMMERCIALY CONFIDENTIAL ]based on the terms set out in the paper; and
- (ii) any 2 Directors, or any Director in the presence of a witness, or any Director and the Company Secretary to sign the resultant Heads of Terms and long form documentation on behalf of the Company.

The Meeting time was extended to 4.30pm, for those able to remain.

#### 4.3 Commercial Opportunities Update

CS was welcomed to the Meeting and updated the Directors on the approach to a series of potential opportunities for revenue generation over the next 3 years, with emphasis on the initial steps of recruiting additional skilled personnel, refocussing culture and building upon existing and new partnerships.

The aspiration was to grow overall commercial revenues by 2028.

Several classes of assets – including stadium, sponsorship and retail - were outlined and discussed.

Investment in additional people was approximately [FIGURE REDACTED – CONFIDENTIAL] in Year 1 (FY25/26) growing to approximately [ FIGURE REDACTED – CONFIDENTIAL ] once revenue streams became positive. The strategy and investment programme would be finalised by the CCO on arrival. In the meantime, the request was to include these outline figures as part of the budget proposals for FY25/26.

OC confirmed that there was no cost impact in the current financial year (FY24/25). The additional [ FIGURE REDACTED] for FY25/26 was anticipated to generate a return of circa [FIGURE REDACTED – CONFIDENTIAL].

It was suggested by Board members that additional opportunities in connection with retail and hospitality may exist beyond those identified.

The Board endorsed the proposed approach and inclusion of the potential additional investment in people for FY25/26 budget planning and review purposes.

In response to questions, it was acknowledged that there was limited reference to revenue generation from data at this stage. CS confirmed this was partially covered within the membership programmes, with some costs set aside to enable a better understanding of data available. The new CCO would play a major part in the expansion of data gathering and subsequent use.

Reference was made to the use of digital boards in the stadium as an additional opportunity and with a query around player support. CS confirmed that player assistance was an integral part of current and new initiatives but may be accompanied by financial considerations due to payment levels elsewhere.

Dealing with the existing contractors such as Elinor and Macron as part of the proposals was emphasised, with APW confirming that the initial steps to be taken included the work with Elinor on hospitality offerings referred to earlier in the Meeting.

CS was thanked for his presentation and left the Meeting.

*RD left the Meeting due to another engagement.*

#### **4.4 Health, Safety and Security Update**

GD and GV were welcomed to the Meeting.

Reference was made to series of slides updating on Health and Safety matters including the following:-

- Refreshed Health & Safety Management Systems
- Improved stewarding
- Crowd management improvements
- Emergency planning and training
- A stronger challenge culture for security purposes
- Counter-terrorism measures and awareness training
- Major issues experienced in 2024 (none)
- Health & Safety statistics by comparison to attendance
- Statistics on arrests, rejections, refusals, medical incidents and hospital transfers
- Key risks and emerging challenges for Health & Safety and Event safety
- Next steps and priorities for 2025.

GD was thanked for the presentation, with appreciation expressed by the Board for the work done by the Facilities and Events Team throughout the season to date.

GV updated Directors on the preparations undertaken within Scottish Rugby for the introduction of the Terrorism (Protection of Premises) Act. It was noted that there was continuing good co-operation between Scottish Rugby and the Security Industry Authority, Police Scotland, Counter-Terrorism policing and other venues in Edinburgh with information sharing through the Safety Advisory Group.

GV was thanked for his presentation and continuing work on stadium security.

*GD and GV left the Meeting. FM left the Meeting due to another engagement.*

**5. REGULAR BUSINESS**

**5.1 Executive Summary Report**

The contents of the Executive Summary were noted, with no questions raised, recognising key points had been discussed earlier in the Meeting. (Items 4.1 and 4.2)

**5.2 Finance Update**

The contents of the February 2025 Management Accounts and forecast were taken as read, with no questions. Further discussion on budget planning was carried forward to the next meeting. **RH,OC**

The Company Secretary was requested to circulate a note after the Meeting to cover any remaining matters. Any routine approvals could be dealt with separately by electronic means. **RH**

**6. AOB**

There was no other business and the Meeting closed at 4.30pm, with thanks to those attending.

**APPROVED BY THE SRL BOARD  
30 APRIL 2025**