





## The governance structure

5.

9. dZ]• %o Á}μο• o•} ••]•š Ç OE À] Á]vP šZ OE u]š } ( ^ ]• {} μ• o OE o Ç } v %o OE } (]š u l]vP š]À]šÇ v }uu OE ] o u v Ç }šZ OE Z]PšZ]QE ]v ūš]šμš]}vv Ç]μo o]À]Pp} š]À]šÇ μv OE ]v OE šμOE v {}OE POE vš (μv ]vP v šZ}š]Z]QE %o μE&Z}(%o Z&Z Xš ^Zh } OE Á}μo OE u ]v OE •%o}vPz o]}v}OEš Áv•μOE]Z]P•šOE š } i š]À • }(š•o)b( %o ZOE μ•]v •• μš šZ]• Á}μo oo}Á šZ •μ •] }v ]š• }OE OE •%o}v•] ]o]šC B(Z]•uZ QEP] Á]•μš]}vD•} u v šZ š •] OE ()OE •š (( š} μv OE•š v ÁZ š μ•]v •• Á • šZ OE •%o OE μ ]vP μ%Zo] š]}v } ( %o %o OE• v μv OEš ]všC }À OE }μvš

#### Recommendations to the governance structure

1. Clarify and simplify the governance status of SAC Commercial by
  - a. Consider making SAC Commercial a trading subsidiary of SRUC rather than a ~~subsidiary~~ of SAC Corporate Trustee Ltd
  - b. Clarify the remit of SAC Commercial so that it focuses on its core role of profit making commercialisation

#### The role of the Board and its committees

10. }šZ } OE v •š (( u u OE• OE l v š} u l šš OE μ• } ( ) ]vv ÁÁ Ç• } ( Z OE v ••yvP ŠZ A%o OEš]• v ]À OE•]šÇ OE}μv š o X •šOE š P] } OE Z t• šZ OE •] OE}o • ] ]vP ÁZ š v • Z]À ~]vOQW]V]R vš OEoš P] voo P o o C u}v]š}OE]vP ÁZ šZ OE šZ}• P} o• OE ]vP Z]À V v U ]( šZ Ç OE v}šU μv OE•š v ]vP ÁZÇX v ÁZ š v • š} Z v
11. v (( š]À } OE u μ•š ŠZ B•}( )OEš %š]}v š} ]š• u š]vP š]u P v • š} v•μQES ŠZμš • ]š• šd]mu]š}v šZ}• u š]À]QE]v v š]u (OE u • šZ š u š šZ v • } ( šZ μ•]v ••X d} ••]•š Á]š } OE P v • OE •%o o] & }DEš} ū•\$jsv OE•&}OE D}v]š}OE]vP WOE} POE %o OE ( )OEš}v • u]o š OE P š•• vW &%o OEDE} ( )QE]P X]•}v •Z} P v OE o o C }u ( )OE•š v %o %o OE• ( )OE v}š]vP •Z}μo }v o ]OE μu•š v •X } OE u Ç o•} Z À š P ]QE]C }vOE]šC P ]• μ••]ÀZ OE OEoÀ] Á•OE}OE •š OE• Á}μo Z o%o( μo }v u u šš OE• šZ š Á]oo }u l š} šZ } OE ( )OE ( )v o ]•}v X š l %o o μOE]vP v}OE u o } OE u š]vP• }OE ]v • %o OE š Z Á
12. ^Zh ]• vP P ]v u i}À OE OEšC ]P( ]š• μ•]v •• š šZ u}u v } ( šZ}• / •%o}l š} v}š šZ š šZ š]u]vP } ( )OE u š]vP• Á]šZ μ•]v •• v ••X /š u Ç Z o%o( μo šZ OE ( )OE ]( )v•]



of education, research and change management to support staff on the development of advice to the Board on the new strategic goals and performance frameworks used to support their progress that will be required to implement the new strategic plan

- c. Review the membership and terms of reference of the Remuneration and Nomination Committees, as required by the Scottish Code of HE Governance
- d. Support the development of the Academic Board and review what the Board requires from in order to support the Board's strategic role

## The role of staff and their governance processes

16. '}}ÀŒvv]••vš]ooҪ%œšvŒ•Z]‰œšÁv}Œ  
ÁZ}•µ‰œ‰}ŒšăZ•ҪœX•v‰œ}••••šo]•Z]v}Œ  
ZÀ}v•]Œo]u‰œš}všZ•šdZŒZ(P)PÀv]Œ)vvšX  
ZvP u]vP•š•v}Œ•š((]v^Zh v]šÁ•oœµœ)vF  
•v]}Œšu]•v•µœšZ řšZҪ‰œšZ]œ‰œš]v v•µœ]v  
P}ÀŒvv pñšQŒÁXšš}v•µœšZš•š((µvœ•šv ÁZ  
P}š}šZ}Œ}Œ]š(U]š•ÁZš]•uššœ}œšZ•v]  
^}u}({šZ ZvP•µ‰œ‰}ŒššZ]•oŒ}œš vµvšš]v  
œ‰œ‰}XEPŠXšZµ•v(Œ'µvҪ}({}œvvvšu]šœšœ  
‰œ‰œ‰}•}({X P v•
17. KšZœ]u‰œ}Œšvš}všœ]µš}œ•š}•šœ}vP P}ÀŒvvœ  
d]PZšv]všœ‰œ‰}•}všv‰‰œ•‰œ}À}šZҪšZ(C  
(}µ•u}Œ}v ÁZššZ}Œv••š}~]Uu}v]š}Œ  
šZ]v({}Œuš}]vœ'µ]Œ({}ŒšZšš•I  
Ào}‰œo vœ}({}Œµ•]v••šZšv•µœ•]•µ••]v•  
š}oo}Á‰œ‰œ}ŒvP P u vš]v•šœšP]•]•]v•U  
•šo‰Zœ({}Œu v(Œ'µœÁ]œIœ•}({šZš‰œu}š}Œ  
u uœ•š}šœI‰œ}Pœ••š}Áœ••šœšP]šP{}œ•œ  
Zµ‰œš•[}({~š]šœššXµ}v]šœœ•‰œ}Pœ••š}Áœ•]š•P  
‰œ({}Œu v u šœ]•}({ÁZšUœ•šZœšZ]vÀ•‰œv]vP  
œÀ]ÁZ]vÁP]š]•}v•
18. dZ•ZvP•Á]oošIš]uš} ]vµš]š]•oœ(Œ}u  
}œu uœvšœ‰œ] }µšÀo}‰]vPšZ]•‰‰œ}Z X
19. ^Zh]•µœœvšoҪœœµ]š]vPv Á}u‰œvҪI'Àœvv  
Z•v]u‰œšvšœ}o]v‰œ}u}š]vP P})PÀ]šœœvšv  
šZҪµvœ•šv]šXt}œI])vœ]œ‰œ‰œšZvPš}šZ Z]œ  
}({šZ]œP}Àœvvœ•‰œ‰œ‰œ]À]•U•š]‰œ}œšš} ]v]À]

u u ØE • v ØE } • š (( ) v Z } Á š } • š • µ %o %o } ØE š P } } P } Á ØE v  
• Ç • š u • v %o ØE } • • • X

20. / šm Ç o • } Z o % } ( μμον OE % ) v š Z AE ] • š ] v P ^ š š u v š } ( WOE ] u A  
( } OE u o o ] • š } ( š Z OE • % ) v • ] ] o ] š ] • o P š Ç š Z } OE  
Z o % ( μμοιωμ Ç š Z • š v OE OE • % ) v • ] ] o ] š ] • } ( š Z WOE ] v ] %  
À ] • š Z } OE } v u š š OE • } ( U( ] OE v P μω % ] OE Ç % OE ] š P v } u Ç •  
v • μ OE ] v P • Ç • š u • OE ] v % o Á ] š Z ] v š Z } OE P v ] • š } v š }

Recommendations on the role of staff and their governance processes

5. Provide a template, support and training for staff who submit papers to the Board and its committees to ensure they understand the new roles and terms of reference and have a clear strategic purpose for their papers
  6. As far as possible, work with the Board to plan ahead the Board and committee calendars of business

Z Á] Á v • | ( | } v š Z ]OE } v š OE] µ Š} vµ š Ÿ Á • X]oo• •

22. d Z ^ } š š]•Z}({})}, ' } Á OE v v OE ' µ]OE • š Z š OE } ÁOE u u  
(µoo ]v µ š]}v š Z š OE (o š• š Z v • } ( š Z µ•]v •• v  
]v ]Á] µ o U }‰‰ } OE š µ v]š] • (} OE } v P}]v P Á o }‰ u v š v  
Ç OE Š} ]• µ•• Š Ÿ Š]OE] µ š]}v v Á o }‰ u v š Á]š Z š Z Z ]  
u‰ Z •]• ]•‰ µ š }v v•µ OE]v P š Z •š µ v š } OE u u OE U P]  
•µ ( [ ] } v P } ]v P }‰‰ } OE š v š OE ]v P š} oo} Á š Z u š} u |  
} v š OE] µ š]}v • ' µ] I Ÿ Ç •‰ }••] o

23. /v ]š]}v š} OE Á] v P •µ‰‰ } OE š (} OE š Z •š µ v š u u OE U  
P]Á v š} Z} Á š} •µ‰‰ } OE š š Z •š (( u u OE } ( š Z } OE X  
o }v P OE š v µ OE ]v Á Z] Z š} u l OE Ÿ Š OE ]•µ Š] Ø U š Z v •š Z ]OE  
Á OE Ç } š Z OE Ÿ Z OE Ÿ OE (} OE Ÿ Ÿ P Ø] Á OE (µ o } v •] OE š]}v š  
]š u AE Ÿ Š Z ± } š]}v \$}( š š] } š (( u v OE

[• μ••] } v Á] š Z UšZ %o ZE ŠOE} ( OE P μ o OE OE À] Á %o OE} ••U ÁZ  
šZ ]OE À o }%o u v š Z Ç OE X dZ]• o•} oo} Á• šZ Z ]  
À o }%o u v š ]• u š]vP šZ •μ ••] } v %o) OE v v P]•o•} • } ( š  
OE •μ o š ]%oP%o OE]Pš u ÁvšZ •š ((U •šμ v š• v AE ŠX OE v o •š |

#### Recommendations on the contribution of individual board members

10. Support the development and contribution of the staff and student board members through tailored and comprehensive induction, ongoing support, including from the Governance Secretariat and, in the case of student members, support to ensure they can contribute as quickly as possible.
11. Review board member induction, training and development, including regular discussion with them of their contribution and development plans to maximise their contribution to strategic board decision making.
12. Develop a Board engagement plan that ensures staff understand the work of the Board and brings enables and requires all board members to take part in systematic engagement with staff, students and external stakeholders. This should reflect the development needs of individual members and also the strategic requirements of the Board as part of its ongoing succession planning.

## Conclusion

28. } OE u u OE•š } ( z À š l v %o OEš ]v šZ]• OE ÁP ÁR ]v v }  
u v v OE ŠZ o o } v OE v v š•Z]• Á]•P v }uu]šu vš }OE μ]o ]v  
%o OE } OE u ]vP P}À OE v v μošμ OE X dZ]• OE À] Á }μv •šOE  
%o OE } ••• •]Pv š} v•μ OE P} } P}À OE}v Áv • }o•%šo] (v μ• }v  
OE } uu v š] }vPv š} •μš%o } OEš o }%o ( v•š OE }R PÀ OE v v  
μošμ OE } ( }vš%o OE }À•u v š X
29. W } o o Ç ^ } o μ š] }Àv •OEšZ} w Z h\$ } OE šZ ]OE Z o %o] v vš Z• μ %o%o } P6 šš ] } v  
} ( šZ ]%o OE š