



SRUC Chair Election Rules

Introduction

The following rules have been prepared in accordance with the requirements of the Higher Education Governance (Scotland) Act 2016 (the Act). The Act requires that the governing body of a higher education institution (in the case of SRUC, this is “the Board”) is to include the position of a Senior Lay Member (in SRUC, the Senior Lay Member is “the Chair”).

The appointment of the Senior Lay Member is conducted through three stages:

1. Advertisement and application process
2. Interview
3. Election and appointment

The following procedures and rules will be the basis for the drafting of further information and communications regarding the process for appointment of the Chair to students, staff, applicants and candidates.

Selection Committee

1. Where a vacancy in the position of Chair of the Board of SRUC arises, the Board shall delegate to the Remuneration and Appointments (R&A) Committee the authority to establish a Selection Committee (“the Committee”) drawn from the membership of the R&A Committee and, if required, from the Board.
2. The Selection Committee shall include in its membership at least one member of staff, one student and the Principal and Chief Executive. The members of the Committee shall normally be members of the R&A Committee (as outlined in their remit), but upon recommendation by the R&A Committee additional members may be appointed to the Committee from the Board or from outside SRUC. Only individuals who have declared that they shall not seek candidacy for the vacancy may be members of the Committee.
3. The Selection Committee shall be chaired by the Chair of the R&A Committee, unless they wish to be considered for the role of Chair, in which case the Board

shall decide who, from among its members who do not wish to be considered for the role, shall chair the Committee.

4. The sitting Board Chair shall take no part in the election process for the new Chair.

5. The Selection Committee shall have responsibility for:

(i) Devising the relevant criteria with respect to the position of Chair, which must include the availability, skills and knowledge that the Committee consider necessary or desirable to exercise the functions of Chair and command the trust and respect of other members of the Board, and of the staff and students of the SRUC.

(ii) Ensuring the efficiency and fairness of the process for filling the vacancy.

(iii) Publishing anonymised data relating to the protected characteristics, as listed in section 149(7) of the Equality Act 2010, of the applicants, the applicants invited to interview, and the applicants entitled to stand as candidates in an election for the position.

(iv) Advertising the vacancy sufficiently to attract applications from a broad range of candidates and in accordance with the requirements set out in the Act.

(v) Interviewing those applicants who have been assessed by the Committee to meet the relevant criteria for the position.

(vi) Declaring whether those applicants who have been interviewed have satisfactorily demonstrated that they meet the relevant criteria.

Eligibility

6. Any person, including existing Board members is eligible to be appointed as Chair except:

- Students of SRUC and former students of SRUC for a period of one year since they ceased to be a student or any further student who has been excluded by SRUC.
- Members of staff of SRUC and former members of staff for a period of one year since they ceased to be a member of staff or any former member of staff who had been dismissed by SRUC.
- Anyone who is employed, is a student or a member of a governing body or a senior governance committee in any other Higher Education Institution.

- Anyone who is unable to meet the requirements for a charity trustee as determined by the Office of the Scottish Charity Regulator.

7. Applicants who are invited to interview may also be invited to meet with the Principal and members of the senior management, with academic staff and with students. Applicants who are invited to interview may also request to have informal discussions with the sitting Chair.

8. Applicants who have satisfactorily demonstrated to the Selection Committee that they meet the relevant criteria are entitled to stand as candidates in an election for the position of Chair. An election shall only take place in the event that there are two or more candidates. If only one appointable candidate is identified following an open recruitment process for position of Chair, then the Committee may invite any of the non-executive Board members to participate in the election, providing they also meet the agreed relevant criteria.

9. In the event that there is only one candidate, a new appointment process shall be commenced with the same Selection Committee. The remaining candidate shall be entitled to stand for election without further interview.

Election and Election Rules

10. The Company Secretary shall act as the Returning Officer for the election. If for any reason the Company Secretary is unavailable, the Committee will appoint a Returning Officer. The Returning Officer will be responsible for managing the electoral process, including the arranging of the announcement of candidates and their election statements, arrangements for voting and the electoral roll, the application of the election rules herein, including with regard to the content of election statements, considering complaints raised in relation to the conduct of campaigning and the election itself, imposing sanctions as appropriate.

11. The election shall take place using electronic voting. The Committee shall have authority to engage appropriate external organisations to assist in any aspects of the election process.

12. Those eligible to vote in the election are the members of the governing body, the staff and students of SRUC. No person shall be entitled to cast more than one vote. Each vote cast in the election carries equal weight.

13. The candidate who secures a simple majority of the total number of votes cast shall be declared the winner. In the event of a tie, the winner shall be determined by lot in a manner to be decided by the Returning Officer.

14. The candidate who wins the election shall be appointed as Chair for a period of three years and shall be eligible for re-appointment for a second term of three years, subject to approval by the Board on the recommendation of the Remuneration and Appointments Committee.

15. Election processes and rules are set out in paras 16 – 36 below. **By entering the election, all candidates undertake to abide by the rules and processes.**

16. The election will be conducted through electronic voting via a secure online voting system. Voting will be open for a prescribed period. The Committee will determine the dates of the election period. Where a change of circumstances occurs which in the opinion of the Returning Officer renders the voting period insufficient to enable a representative vote to be obtained under the special conditions prevailing at the time, the Committee may agree to extend the said voting periods as they consider necessary.

17. Proxy voting is not permitted. Where a member of the electorate is unable to vote electronically, SRUC will, if requested, make reasonable arrangements for the elector to have access to facilities to cast their vote, in a manner and timeframe approved by the Returning Officer.

18. The validity of any election shall not be affected by any defect in the procedure in carrying out such an election or infringement of these Election Rules unless:

(i) on the application of a candidate or an individual designated as a candidate's representative made to the Returning Officer, or (ii) at the instigation of the Returning Officer where they become aware of such a potential defect in the procedure or any potential infringement of these Election Rules, and after due enquiry, considers that a defect or infringement has had or may have an adverse impact on a fair and free election. In those circumstances the Returning Officer will make such arrangements and/or apply such sanctions as the Returning Officer considers reasonable and proportionate to remedy and/or to provide redress for the harm caused by the procedural defect or infringement of these Election Rules. Such arrangements and sanctions may include but are not limited to, permitting all or some candidates to provide additional materials to the electorate, pausing or suspending the election, extending the election period, rescheduling the election, rejecting campaign expense claims, disqualifying candidates and/or declaring the election to be invalid.

19. If for any reason there is a substantive delay in an election taking place, for example, owing to there being only one candidate or an election having to be re-run, and where this results in the period of office of the incumbent Chair ceasing before a successor is appointed, the SRUC Vice-Chair will undertake the role of Chair until a successor is appointed.

20. Where more than one applicant is deemed by the Committee to meet the criteria to stand for election and has confirmed their intention to stand as a candidate an election will be arranged. If only one candidate meets the criteria for election or the number of candidates in the election, either prior or during the process, subsequently falls to below two then, in accordance with the Act, the election will be postponed until the election can be held with more than one candidate standing (and the vacancy will be re-advertised). The remaining candidate will continue to be entitled to stand as a candidate in the subsequent rearranged election without further interview.

21. The following guiding principles will underpin the election; elections should be free and fair; campaigning should be positive and respectful; campaigns should not be intrusive and rule breaches should be dealt with by corrective rather than punitive measures where appropriate.

22. SRUC will make available on its website to all electors the names of the candidates, and should candidates wish, their photograph and an election statement which will be limited to 500 words. Statements will be approved by the Returning Officer prior to publication. In addition, candidates will be required to provide short biographical details. An online hustling for candidates to address students, staff and Board members will be organised by SRUC. Any other campaigning activity and reimbursable expenses will be regulated through rules agreed by the Committee.

23. Any complaints concerning the conduct of the election or allegations of infringements of election rules should be referred to the Returning Officer. The Returning Officer has full discretion to respond to alleged breaches of rules including the imposition of sanctions, up to and including, candidate disqualification. An election may be declared null and void, in which case a new election will be initiated.

Date and Terms of Appointment

24. The elected Chair will be appointed to The Board with effect from April 2026.

25. Remuneration and other terms are summarised in the candidate pack. The person appointed shall be subject to The Board's terms and conditions of appointment and regulate his or her conduct in accordance with the highest standards of governance.

Guidance and Rules on the Conduct of Candidates in Senior Lay Member Elections

26. Campaigning may only be undertaken during the period specified by the Returning Officer. No campaigning should be undertaken by candidates until they have been notified of that period permitted by the Returning Officer.

27. Rules for Hustings (in person and on-line opportunities) will be confirmed to successful candidates.

28. A breach of the rules may result in the disqualification of a candidate.