

MINUTES OF MEETING OF THE GOVERNING BODY

HELD ON TUESDAY 28 FEBRUARY 2023 AT 10.00 A.M.

VIA TEAMS & BOARDROOM, T.K. WHITAKER BUILDING

PRESENT IN THE BOARDROOM

Mr. Patrick W. Malone, Chairman
Dr. Diarmuid O’Callaghan President (joined at 10:28)
Mr. Fergus Grimes (joined at 10:28)
Cllr. Clifford Kelly
Ms. Anna Shakespeare
Mr. Bill Sweeney

PRESENT VIA TEAMS

Ms. Aprilanna Barker
Ms. Amanda-Jane Gainford
Cllr. Nick Killian (left at 10:28)
Dr. Fiona Lawless (joined at 10:28)
Ms. Brenda McGeeney
Mr. Aidan McKenna
Ms. Isabell Murphy
Cllr Damien O’Reilly
Ms. Sadie Ward McDermott

APOLOGIES

Ms. Marianne Lyons
Ms. Niamh Fallon
Mr. Eddie Maguire

IN ATTENDANCE IN THE BOARDROOM

Mr. Hugh Nolan, Vice President Finance, Resource and Diversity / Secretary to Governing Body (joined at 10:28)
Ms. Irene McCausland, Vice President for Strategy, Communications & Development (“VP SCD”) – Agenda Point 8 joined at 11.00 a.m. and left at 11.30 a.m.

The meeting commenced at 10:01 a.m. without members of the executive present.

G.302.1 Discussion without the Executive present

Meeting without the Executive present took place and no minute was recorded of this agenda item.

The President, Secretary, Fergus Grimes and Fiona Lawless joining the meeting at 10:28 when agenda point 1 had concluded.

Declarations of Interest

None identified.

The Chair reminded members they could identify a possible conflict of interest at any stage during the meeting.

G.302.2 Minutes of Meeting G.301 held on 31 January 2023

The minutes of the Governing Body held on 31 January 2023 were approved.

Proposed by: Bill Sweeney

Seconded by: Clifford Kelly

G.302.3 Matters Arising

None.

G.302.4 Executive Board's Report

The President provided an overview of the Executive Board's Report drawing member's attention to numerous items.

Personnel Report

Recent appointments were noted and confirmed.

G.302.5 Annual Governance Statement for the year ended 31 August 2022

The Secretary to the Governing Body provided an overview of the Annual Governance Statement for the year ended 31 August 2022, as included in member's meeting packs.

The Secretary explained the difference between the Annual Governance Statement and the Corporate Governance Statement. The FAR Chair advised Governing Body the Annual Governance Statement is coming forward today based on the approval of FAR committee.

Following a discussion, the Governing Body approved the Annual Governance Statement.

Proposed by: Clifford Kelly

Seconded by: Aidan McKenna

G.302.6 Finance & Audit Risk Committee (FAR)

Minutes of Meeting M.229 dated 24 January 2023

The minutes of the Finance, Audit & Risk Committee, M229 dated 24 January 2023 were noted.

Verbal Update of Meeting M.230 dated 21 February 2023

The FAR Chair provided a verbal update of the main points arising from the meeting on Tuesday, 21 February 2023. The FAR Chair noted the substantial progress made in implementing the Sustainability Plan and wished to acknowledge the work of all staff on the actions and sub actions. The President referred to this work as being fundamental to correct an imbalance between income and pay costs.

FAR Self-Assessment for the year ended 31 August 2022

The Secretary noted some minor areas where additional process may be required and referred to the HEA Act as a guidance to strengthen these areas.

Governing Body noted the report.

The meeting was temporarily suspended due to a fire alarm from 10:52 to 10:58

Institute Annual Report for the year ended 31 August 2021

The Institute is required to publish an Annual Report as outlined by the THEA Code of Governance. The Annual Report is a summary of activities that took place throughout the year in question and reflects the various achievements by the schools, functions, departments etc. It details the various programmes that have been validated, graduation statistics, significant events, outputs of Student Services etc. The enclosed report covers the period 1 September 2020 to 31 August 2021.

The Secretary wished to express his thanks to Ms. Terese Dunne for collating this information.

The Governing Body approved the Institute Annual Report for the year ended 31 August 2021.

Proposed by: Anna Shakespeare

Seconded by: Sadie Ward McDermott

FAR Annual Report for the year ended 31 December 2022

In line with the terms of reference the FAR Committee are formally writing to the Governing Body outlining a summary of work completed in the prior year (1 January 2022 to 31 December 2022).

The FAR Chair wished to note the significant contribution by members of the committee and their attendance at a large number of meetings prior to the period under review.

The GB Chair acknowledged the work completed and described it as being not only expansive but comprehensive. Mr. Aidan McKenna wished to convey his thanks to the Executive on supporting the committee carrying out their work including a significant suite of reporting.

Governing Body noted the FAR Annual Report.

G.302.7

Governing Body Self-Assessment for both 2020/21 and 2021/22 and a follow-up on the Athrú Report

The Secretary provided an overview of the information used to compile this report to include two separate assessments, refer below, along with an external report commissioned for the period 2018 to 2020.

The Governing Body completed their first (for the duration of their term) self-assessment in August 2021, for the period from April 2020 to August 2021. A report was compiled at that time by the Secretary and presented to Finance, Audit & Risk in October and November 2021. This was followed up with a memo to Finance, Audit & Risk on 12 July 2022. A second self-assessment was completed by Governing Body for the period 1 September 2021 to 31 August 2022. 10 responses were received from members (vs. 12 in 2020/21).

The enclosed report has been prepared by the Secretary and reviewed on two separate occasions by the FAR Committee (December 2022 & January 2023). The Executive did not attend the FAR meeting when this was being discussed, to ensure any matter could be discussed openly.

The FAR Chair provided an overview of each of the 11 recommendations. He also noted a disappointing response rate and acknowledged significant reminders had been sent to members to complete the survey.

Following the discussion, the Governing Body adopted the Self-Assessment Report and recommendations therein.

Proposed by: Sadie Ward McDermott

Seconded by: Anna Shakespeare

G.302.8 Land and Buildings Committee Meeting

Ms. Irene McCausland, Vice President for Strategy, Communications & Development (“VP SCD”) joined the meeting at 11:00 for this agenda item.

Verbal Update of Meeting dated 14 February 2023

The VP SCD and Chair of Land & Buildings provided a verbal update on numerous capital matters arising from the meeting on Tuesday, 14 February 2023.

Ice Dome

The VP SCD shared a copy of a confidential draft working document outlining the main points of a possible lease with an interested party of the Ice Dome lease.

Q&A session followed.

Agreement to extend Campus Development Plan (2011-2022) to the end of 2023.

Campus Development Plan (2011 – 2022)

The VP SCD provided an overview of the work currently underway and outlined the need for an extension to allow adequate time to consult, draft and agree a new Campus Development Plan.

Space utilisation, inclusive campus, sustainability and the need to be more digitally enabled will be core of the new development plan. Mr. Aidan McKenna queried the need to include the entire estate [DKIT Sport, Ice Dome etc.,] and how these can be

leveraged as part of future Institute strategic plans. The VP SCD confirmed the new campus development plan will reflect the matters raised by Mr. Aidan McKenna.

The Governing Body agreed to the extension of the Campus Development Plan to the end of 2023.

Proposed by: Clifford Kelly
Seconded by: Anna Shakespeare.

VP SCD left the meeting at 11:30

G.302.9 TU Project Governance & Oversight Committee

Minutes of Meeting TUSG19 held on 30 November 2022

These minutes were noted by Governing Body.

Strategic Direction /Presentation by the President

The President made a presentation to Governing Body following consultation and agreement on the strategic direction of the Institute by the Executive Board during a meeting on 8 February 2023.

The Chair noted the confidential nature of this presentation and asked members to ensure discussions today remain private.

Q&A session ensued.

Proposal for Governing Body members to vote to accept the four options presented and discussed by the President:

Proposed by: Clifford Kelly
Seconded by: Damien O'Reilly

Voted in favour: 13
Against: 0
No response when called: 1

G.302.10 Governing Body Transitional & Nominations Sub-Committee

Draft discussion document from a THEA Working Group on the impact of the HEA Act 2022 on the membership of Governing Bodies for Technological Universities and Institutes of Technology

The Secretary provided an overview of the sectoral work completed to-date resulting in the document being circulated to members prior to the meeting.

Once these have been agreed on a sectoral level by the Minister each Institute of Technology / Technological University will need to develop localised procedures that will again require Ministerial approval.

The Secretary asked the Governing Body to nominate 5 members (a minimum of two males and two females) in order to form a Transition and Nomination committee.

Nominations as follows:

- Nominee: Bill Sweeney
Proposed by: Clifford Kelly
Seconded by: Sadie Ward McDermott
- Nominee: Anna Shakespeare
Proposed by: Patrick W. Malone
Seconded by: Fergus Grimes
- Nominee: Clifford Kelly
Proposed by: Bill Sweeney
Seconded by: Fergus Grimes
- Nominee: Sadie Ward McDermott
Proposed by: Patrick W. Malone
Seconded by: Fergus Grimes
- Nominee: Aidan McKenna
Proposed by: Sadie Ward McDermott
Seconded by: Bill Sweeney

The Chair of Governing Body would be an attendee of the Transition and Nomination sub-committee.

A request by the nominees was made for these meetings to be held outside normal hours.

G.301.11 Seal
The Governing Body noted the seal on leases.

G.301.12 AOB
None.

Meeting concluded at 12:27

Patrick W. Malone Chairman

Date