

Meeting commenced at 10:04.

Declarations of Interest

Nil

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

G.304.1 Draft Minutes of Meeting G303 held on 21 March 2023.

The draft minutes of the Governing Body of the 21 March were approved.

Proposed by: Fiona Lawless

Seconded by: Bill Sweeney

G.304.2 Matters Arising

None.

G.304.3.1 Executive Board Activity Report

The President advised the enclosed report is best described as an Executive Board Activity Report. He also referenced sectoral work underway on President/CEO Reports in order for them to have a more strategic focus. To this end the President will revert back to the Governing Body with a sample suggestion at a future meeting. Members welcomed this approach.

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

Personnel Report

Recent appointments and progression noted by Governing Body.

G.304.4 Finance & Audit Risk Committee (FAR)

Minutes of Meeting M.231 dated 14 March 2023

The minutes of the Finance, Audit & Risk Committee, M.231 dated 14 March were noted.

The FAR Chair provided a verbal update of the main points arising from the meeting on Tuesday, 18 April 2023.

Draft Financial Statements for the year ended 31 August 2022

The draft financial statements were last presented to both the FAR Committee and Governing Body in November 2022, prior to being submitted to the C&AG for audit.

The FAR Chair and VP FRD provided an overview of the adjustments to the accounts since the last draft was prepared and advised these had been discussed at the recent FAR Committee. The Chair brought members attention to the concept of going concern and it was appropriate to prepare the financial statements on this basis. The VP FRD advised 'clearance' from the C&AG had not yet been received and there may be some additional adjustments.

The VP FRD wished to draw members attention to the timelines financial statements were prepared and would like to acknowledge the work of the Finance team. Members concurred.

Proposed by: Fergus Grimes
Seconded by: Fiona Lawless

Draft Letter of Representation for the year ended 31 August 2022

The Letter of Representation is a standard formal declaration by the Governing Body and President outlining compliance across key areas such as internal controls, fraud, accounting records etc. It also provides confirmation of values on the Institute's balance sheet (cash balances, stocks, capital commitments etc.). It is signed by both the President and Chair of the Governing Body.

The Governing Body approved the Letter of Representation, in line with the recommendation from FAR.

Proposed by: Damien O'Reilly
Seconded by: Sadie Ward McDermott

Draft Internal Audit Plan 2023

Deloitte attended the recent FAR meeting to provide an overview of the scheduled internal audits for 2023. The programme of audits is based on the size and complexity of the Institute's operation, this has been set at three audits per year.

The Governing Body approved the audit plan, in line with the recommendation from FAR.

Proposed by: Patrick W Malone
Seconded by: Anna Shakespeare

Bank Account Review

The Institute engaged Crowleys DFK to carry out a review of and provide an opinion on the operation of a number of identified bank accounts. These accounts were not operating in line with the standard procedure for Institute Bank Accounts. The FAR Chair provided an overview of the report and also advised the Governing Body of Crowleys attendance at the recent FAR meeting.

The Governing Body approved the enclosed report, in line with the recommendation from FAR.

Proposed by: Sadie Ward McDermott
Seconded by: Aidan McKenna

Tender Report for Audio Visual Equipment

The Executive are currently seeking the approval of a tender for audio visual equipment.

The Governing Body approved the tender, in line with the recommendation from FAR.

Proposed by: Aidan McKenna
Seconded by: Fiona Lawless

G.304.5 Land and Buildings Committee Draft Minutes of Meeting L&B27 dated 7 March 2023

The Minutes of Land and Buildings Committee L&B27 dated 7 March 2023 were noted.

The Land & Buildings Chair provided a verbal update of the main points arising from the meeting on Wednesday 19 April 2023.

Decision Gate 2 re North Roof & Boiler House

The VP SCD gave a presentation on the background to the document that requires approval.

Following this, a discussion took place and the committee approved the document:

Decision Gate 2 Overview Report – HEA Request to Proceed to Tender re: North Roof & Boiler House

Proposed by: Patrick W Malone

Seconded by: Bill Sweeney

G.304.6 Transition & Nominations Committee (“T&N”) Minutes of meetings T&N001 & T&N002.

The minutes of the Transition & Nominations Committee Meetings held on the 15 March and 4 April 2023 noted.

Presentation on the Structure of the New Governing Body

The Secretary provided member with a presentation on the structure and future terms of office of the new Governing Body. The presentation outlined the role of the Transition & Nominations Committee along with those members who will be elected by a cohort of staff and students. A questions and answers session ensued.

The Secretary advised members of the need to leverage networks within the region in order to ensure the regional remit of the new Governing Body is achieved. The ability to engage with Chambers of Commerce, County Councils and other such public/private organisations would be key in recruiting new members.

The role of historical nominating entities was also discussed. On the basis nominating entities may not have a nominee, future members may not be supported by their employers (workload, time allowances etc.). Numerous members concurred with this and it was an unintentional consequence of the new legislations and may be beneficial to make this observation to the HEA. The T&N Chair advised he would draft correspondence to share with members for input on these unintentional consequences before forwarding to the relevant Government Department/Agencies.

Terms of Reference

The enclosed Terms of Reference were drafted in line with work underway on a sectoral level and the role the committee would need to play in executing the Procedures for the Appointment of a Governing Body for DkIT.

The Governing Body approved the Terms of Reference for the Transition & Nominations Committee.

Proposed by: Anna Shakespeare
Seconded by: Sadie Ward McDermott

Procedures for the Appointment of a Governing Body for DkIT

The Secretary provided an overview of the procedures and the process followed in developing same.

A questions and answers session followed with some discussion on the terms of office of new Governing Body members.

The Governing Body approved the Procedures for the Appointment of a Governing Body for DkIT, in line with the recommendation from Transition & Nominations Committee, and requested the Secretary to submit these to the Minister for his approval.

Proposed by: Anna Shakespeare
Seconded by: Sadie Ward McDermott

Draft Regulations for the appointment of Academic Staff Members to Governing Body

The draft regulations circulated are standard across the sector and document the clarification of the “eligibility” criteria for staff members to be nominated, in line with the 1994 IoT Act.

The Governing Body approved the enclosed regulations, in line with the recommendation from the Transition & Nominations Committee.

Proposed by: Anna Shakespeare
Seconded by: Aidan McKenna

Draft Regulations for the appointment of Non-Academic Staff Members to Governing Body

The draft regulations circulated are standard across the sector.

The Governing Body approved the enclosed regulations, in line with the recommendation from the Transition & Nominations Committee.

Proposed by: Anna Shakespeare
Seconded by: Bill Sweeney

Correspondence from DFHERIS

The above correspondence was noted.

G.304.7

AOB

Bereavements

Recent bereavements noted and a minutes silence held.

Meeting ended at 12.23.

Patrick W. Malone Chairman

Date: