

MINUTES OF MEETING OF THE GOVERNING BODY

HELD ON TUESDAY 7 NOVEMBER 2023

Via TEAMS & BOARDROOM, T.K. WHITAKER BUILDING

PRESENT VIA TEAMS IN THE BOARDROOM

Mr. Patrick W. Malone	Chairman
Dr. Diarmuid O'Callaghan	President
Mr. Fergus Grimes	
Cllr. Clifford Kelly	
Dr. Fiona Lawless	(joined at 10:09)
Ms. Marianne Lyons	
Mr. Bill Sweeney	

APOLOGIES

Ms. Amanda-Jane Gainford
Ms. Isabell Murphy
Ms. Sadie Ward McDermott

PRESENT VIA TEAMS

Ms. Aprilanna Barker	(joined at 10:11)
Cllr. Nick Killian	(joined at 10:06)
Ms. Brenda McGeeney	
Ms. Anna Shakespeare	(left at 10:49)

IN ATTENDANCE IN THE BOARDROOM

Mr. Hugh Nolan	Vice President for Finance, Resource and Diversity/ Secretary to Governing Body
Ms. Sile O' Donnell	Independent HR Facilitator (joined at 10:06 and left at 10:49)
Ms. Irene McCausland	Vice President for Strategic Planning, Communications & Development (joined at 11:30 and left at 12:40)

Meeting commenced at 10:04.

Declarations of Interest

Members expressed their potential conflict of interest in relation to the Appointment of a Governing Body for DkIT given a number had submitted an application.

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

Due to member's availability the Chair requested Agenda Point 7 and 8 be brought forward to be discussed first.

Ms. Sile O'Donnell (Independent HR Facilitator) joined at 10:06 to discuss the following item.

G.308.7

Transition & Nominations Committee ("T&N")

Minutes of Meeting T&N 007 dated 26 September 2023

The Minutes of T&N Committee (T&N 007) dated 26 September 2023 were noted.

The Transitions & Nominations Chair provided a verbal update of the main points arising from a meeting on 16 October 2023.

Ms Shakespeare drew members attention to perceived conflicts of interest and advised Governing Body members that the subcommittee were scrupulous in relation to proper governance and how decisions were arrived at. Any member that declared a conflict of interest left the meeting for the relevant portion of the agenda.

Memo to Governing Body re the Position of Chairperson, External Members and Internal Members of Governing Body

Ms. O'Donnell walked members through the above memo in detail outlining the need for a balance of skills, competencies, gender and regional representation. The need for skills and competencies to be evidenced in applications (as detailed in the Candidate Briefs) was also stressed to members. The principles and stages of the short-listing process were also explained in detail to members.

Ms. Shakespeare drew attention of members to the large number of applicants who expressed an interest in supporting DkIT.

A query was raised on the extension of the deadline for applicants by the Chair of Governing Body. The Secretary advised members the extension was decided and agreed by the Transition & Nominations Committee given the number of applicants two days before the close of the process. This was communicated via the Institute's website and LinkedIn.

Dr. Fiona Lawless queried the number of existing members appointed to the new Governing Body. The Secretary and Ms. O'Donnell advised this was again based on skills and competencies and the need for an orderly handover of corporate knowledge and memory.

Ms. Shakespeare reminded members for the absolute requirement for confidentiality and requested no notifications or otherwise are sent to any applicant in advance of the Secretary corresponding with them.

The Governing Body approved the memo and the shortlisting principles set out.

Proposed by: Brenda McGeeney

Seconded by: Clifford Kelly

Appendix A – Summary of the applications received, shortlisted and those recommended for appointment

The Secretary tabled the above summary at the meeting and detailed the total number of applications, numbers disqualified / not-shortlisted, shortlisted and appointed.

The Governing Body noted the above.

Appendix B (1) – Recommendation from the Transition & Nominations Committee of External Members to be appointed to the Governing Body

The appendix was tabled by the Secretary at the meeting.

Paddy Malone	term ending 16 December 2024
Anna Shakespeare	term ending 31 March 2025
Bill Sweeney	term ending 31 March 2025
Jennifer Brennan	term ending 6 November 2026
Ann Marie Lacey	term ending 6 November 2026
Richard Hanlon	term ending 6 November 2026

The Governing Body approved the above appointments.

Proposed by: Clifford Kelly

Seconded by: Nick Killeen

Appendix B (2) – Recommendation from the Transition & Nominations Committee of the Chairperson to be appointed to the Governing Body

The appendix was tabled by the Secretary at the meeting.

Prof. Thomas Collins	term ending 6 November 2027
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The Governing Body approved the above appointment.

Proposed by: Brenda McGeeney

Seconded by: Nick Killian

Appendix B (3) – Recommendation from the Transition & Nominations Committee of an Internal Member to be appointed to the Governing Body

The appendix was tabled by the Secretary at the meeting.

Ciara O'Shea	term ending 6 November 2027
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The Governing Body approved the above appointment.

Proposed by: Bill Sweeney

Seconded by: Clifford Kelly

Appendix C – Possible Gender Split

This appendix was tabled at the meeting. This appendix details the potential gender split on the income Governing Body. Two outcomes have been forecasted given Ministerial Nominees (3) have not yet been communicated to the Institute.

The Governing Body noted the above.

Ms Sile O'Donnell and Ms Anna Shakespeare left the meeting at 10:49.

G.308.8

Future Staff & Student Members

Schedule of incoming Governing Body members by election

The Secretary provided an overview of the staff elected by the various processes (as previously approved by the Governing Body).

Students:

Eoin Clarke	term ending 30 June 2024
Holly Lambe Sally	term ending 30 June 2024
Mark Lee	term ending 30 June 2024

Academic – Gender non-specific:

Antoinette Rourke	term ending 6 November 2027
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Academic – Male:

Pat McCormick	term ending 6 November 2027
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Academic – Female:

Dr. Fiona Lawless	term ending 31 March 2025
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Non-academic:

Fergus Grimes	term ending 31 March 2025
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The Governing Body approved the above appointments.

Proposed by: Bill Sweeney

Seconded by: Clifford Kelly

G.308.1

M307 Minutes of the Meeting of 3 October 2023

The minutes of the Governing Body of the 3 October 2023 were approved.

Proposed by: Bill Sweeney

Seconded by: Clifford Kelly

G.308.2

Matters Arising

None.

G.308.3.1

Executive Board Report

Personnel Report

Recent appointments were noted.

G.308.4

Finance & Audit Risk Committee (FAR)

Minutes of Meeting M.F. 236 dated 26 September 2023

The minutes of the Finance, Audit & Risk Committee, M.F. 236 dated 26 September 2023 were noted.

The FAR Chair also provided a verbal update of the main points arising from meeting on 31 October 2023.

Institute Risk Register

The Institute Risk Register was last reviewed by Governing Body on 29 November 2022. Since that date the Governing Body has approved an updated Risk Management Policy (3 October 2023).

In line with the schedule of review laid down in the Risk Management Policy an updated Risk Register (and Risk Acceptance Forms) were reviewed, and recommended for approval by Governing Body, by the FAR Committee on 31 October 2023.

The Governing Body approved the Risk Register in line with the recommendation from FAR.

Proposed by: Clifford Kelly

Seconded by: Fergus Grimes

Fixed Asset Disposals

Assets are disposed of on an ad-hoc basis by the Institute; obsolescence being the main reason for disposal. The schedule of disposals details assets, identified as having been disposed of between April 2023 and August 2023.

The Governing Body approved the fixed asset disposals (both schedules included in member's pack), in line with the recommendation from FAR.

Proposed by: Fergus Grimes

Seconded by: Clifford Kelly

Draft Statement on System of Internal Controls

The VP FRD presented this document to the FAR Committee on 31 October 2023. The FAR Committee adopted the Draft Statement of System on Internal Control and recommended it for approval by the Governing Body.

The Governing Body approved the Statement of Internal Control, in line with the recommendation from FAR, and include this statement within the financial statements.

Proposed by: Paddy Malone

Seconded by: Nick Killian.

Draft Financial Statements for the year ended 31 August 2023

The VP FRD presented these draft financial statements to the FAR Committee on 31 October 2023 and addressed any queries members raised. The FAR Committee adopted the financial statements and recommended them for approval by the Governing Body.

Governing Body noted the deficit was less than previously anticipated however staff costs relative to income were not aligned with sector. The President and Secretary agreed this was the most significant contribution to the current deficit and future projected deficits.

The Governing Body approved the draft financial statements, in line with the recommendation from FAR.

Proposed by: Fergus Grimes
Seconded by: Clifford Kelly

FAR Workload

The Secretary provided a summary of the agenda points discussed by the FAR Committee during the 12 months ended 31 August 2023.

The FAR Committee considered the proposal of splitting the Committee into two; Finance Committee and Audit, Risk & Compliance Committee. It is envisaged the Committees would meet on alternative months between September and July with circa 4 meetings of each committee (ideally a total of 8 meetings per year). Although there may be some cross over of members it is not envisaged all members would sit on both committees.

The Governing Body recommend this proposal to the incoming Governing Body (for consideration) when constituting subcommittees.

Proposed by: Clifford Kelly
Seconded by: Bill Sweeney

The VP SCD joined the meeting at 11.30 for the following item.

G.308.5

Land and Buildings Committee

Minutes of Meeting L&B31 dated 29 September 2023

The Minutes of Land and Buildings Committee L&B31 dated 29 September 2023 were noted.

The Land & Buildings Chair provided a verbal update of the main points arising from the meeting on Tuesday, 31 October 2023.

Decision Gate 3 – North Roof & Façade

The VP SCD walked members through the most pertinent elements of the document. This document was further to Decision Gate 2B, as approved by Governing Body in April 2023.

The Governing Body approved Decision Gate 3, in line with the recommendation from Land & Buildings and the FAR Committee.

Proposed by: Paddy Malone
Seconded by: Clifford Kelly

G.308.6

Update on the Strategic Planning & New HEA Compact Process

The VP SCD provided members with an overview of the progress made to date in drafting a new Strategic Plan for the period 2024 – 2028.

The VP SCD also provided members with an overview of the NEW HEA Compact Progress. This will be an important consideration when drafting a new strategic plan.

The President drew members attention to high level strategic priorities. These priorities were aligned to various national policies, national development plan, DkIT's prime position as an anchor within the region and indeed its previous strengths engaging with industry.

Further cooperation with the FE Sector and the attributes of our graduates were noted as significant achievements to date and blocks to build on going forward. Engaging with students was also discussed given the change in student behaviours and what may be referred to as the "covid hangover". The design of the Strategic Plan and the supports around delivering this plan are currently being discussed by the Executive and via consultations with staff. The need for both the values and mission to be student focused was agreed by all.

University designation was also discussed in detail and members welcomed the Institute's ambitions outlined in the strategic plan.

Governing Body noted this update.

The VP SCD joined the meeting at 12.40 for the following item.

G.308.9 Academic Council

Minutes of Meeting 188 dated 20 June 2023

The Minutes of Academic Council Meeting No 188 dated 20 June 2023 noted.

308.10 AOB

None.

308.11 Conclusion of the current term of the Governing Body

Cllr. Clifford Kelly noted this was his final Governing Body meeting after 32 years and wished to convey his enjoyment and satisfaction in serving as both a member and chair of the Governing Body (previously the Board of Management). Cllr. Kelly spoke of the various Presidents over the years and recalled some of the major events during his term of service. He thanked all those who made his terms both enjoyable and productive.

Mr. Bill Sweeney congratulated Clifford and noted both his wisdom and good judgement. Numerous other members echoed the comments of Mr. Sweeney.

The President thanked those members whose term had come to an end acknowledging their immense input to the Institute.

Mr. Paddy Malone noted this would be his last term as Chair of the Governing Body and also wanted to acknowledge the work of the all members.

Meeting concluded at 12:52.

Patrick W. Malone
Chairman

Date: