

MINUTES OF MEETING OF THE GOVERNING BODY

TUESDAY 25 FEBRUARY 2025 @ 10:00

VIA MS TEAMS AND BOARDROOM

Participants in the Boardroom:

Prof. Thomas (Tom) Collins	Chair
Dr. Diarmuid O'Callaghan	President
Mr. Bill Sweeney	
Ms. Ann Marie Lacey	
Ms. Antoinette Rourke	
Dr. Fatima Hamroush	
Mr. Fergus Grimes	
Dr. Fiona Lawless	
Mr. Gerard O'Brien	
Ms. Holly Lambe-Sally	
Mr. Patrick W. Malone	
Mr. Tommy Fanning	
Ms. Tobi Bewaji	Left the meeting at 10:41

Participants Online via TEAMS

Ms. Ciara O'Shea	
Dr. Jennifer Brennan	Joined the meeting at 10:20
Prof. Paul Moynagh	
Mr. Richard Hanlon	

Apologies:

Ms. Anna Shakespeare

Attending:

All agenda points:

Dr. Edel Healy	Secretary to the Governing Body
Ms. Valerie Ward	President's Office

Agenda point 3:

Dr. Sheila Flanagan	Vice President for Academic Affairs & Registrar joined the meeting at 10:23 and left at 10:47.
Mr. Ger O'Driscoll	Human Resources Manager joined the meeting at 10:23 and left at 10:47.

Meeting commenced at 10:02.

Declarations of Interest

None.

At the outset of the meeting the Chair welcomed Dr. Edel Healy, Secretary to the Governing Body to her inaugural meeting.

G.319.1 Minutes

Draft Minutes of Meeting G318 held on 28 January 2025

The Draft Minutes of Meeting G318 held on 28 January 2025 were approved.

Proposed by: Mr. Fergus Grimes
Seconded by: Mr. Tommy Fanning

G.319.2 Matters Arising

None.

G.319.3 President's Report

President's Report & Personnel Report

The President walked members through the President's Report, drawing attention to the most pertinent aspects. He acknowledged the work of staff across the Institute in the preparation of a number of recent reports to relevant external bodies. A brief discussion took place around the additional security initiatives which have been introduced on campus.

Legal Matter

The Vice President for Academic Affairs & Registrar and HR Manager joined the meeting at 10.23 a.m. to provide a verbal update on a legal matter and left at 10:47 a.m. Due to confidentiality and the legal matter is ongoing, no further minute was taken.

Recent appointments and progressions across the Institute were noted by the Governing Body.

G.319.4 Audit, Risk & Compliance Committee

a) Minutes of Meeting ARC005 dated 22 October 2024

The Minutes of Meeting dated 22 October 2024 were noted.

The Audit, Risk & Compliance (ARC) Chair provided a verbal update of the main points arising from a meeting on 24 February 2025. He made reference to a number of IT reports which were given to the ARC regarding substantial work ongoing in IT services.

b) Annual Governance Statement for the year ended 31 August 2024

The Annual Governance Statement requires DkIT to confirm compliance or otherwise with a series of reporting requirements arising from the Code of Practice for the Governance of State Bodies as expressed by the sectoral codes of governance, and other items which form part of the HEA's expectation of best practice and governance in the higher education sector (government circulars, legislation, etc.).

The ARC Committee adopted the Annual Governance Statement for the year ended 31 August 2024 and are now recommending it for approval by Governing Body.

The Governing Body approved the Annual Governance Statement for the year ended 31 August 2024.

Proposed by: Mr. Paddy Malone
Seconded by: Mr. Tommy Fanning

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- c) Charities Governance Code Compliance Record for the year ended 31 August 2024
All Governing Body members with the exception of the President, staff and student members of the Institute are deemed to be Trustees for the purposes of the Charities Act 2009.

The Institute have self-classified as a complex charity based on the guidelines provided by the Charities Regulator. Complex charities are required to reflect best practice for entities with high levels of income and/or complex organisational and funding structures and/or significant numbers of employees. These additional standards are clearly identifiable in the attached document.

The ARC Committee adopted the draft Charities Governance Code Compliance Record for the year ended 31 August 2024, and recommend for approval by Governing Body.

A number of external Board Members have been receiving surveys from the Charities Regulators and requested guidance in their capacity as trustees. The President's office shall review and respond to the members.

The Governing Body approved the Charities Governance Code Compliance Record for the year ended 31 August 2024.

Proposed by: Mr. Fergus Grimes
Seconded by: Mr. Gerard O'Brien

- d) Protected Disclosures – PDA1 – Reporting to DEPR 2024. Protected Disclosure Annual Report 2024

The Institute are, in line with recent updates to legislation, required to report to DEPR on any protected disclosure received in any one calendar year. The enclosed PDA1 is this return. Finally, the Institute are also required to publish a Protected Disclosure Annual Report on the Institute's website, this has also been included in member's packs.

The ARC Committee adopted the Protected Disclosures PDA1 and now recommending it for approval by Governing Body.

The Governing Body approved Protected Disclosures PDA1 Reporting to DEPR and the Protected Disclosure Annual Report 2024.

Proposed by: Mr. Tommy Fanning
Seconded by: Dr. Fatima Hamroush

- e) Audit, Risk & Compliance Committee Annual Report 2024

The ARC Committee Annual Report details the activities of the Committee for the calendar year 2024. This report is intended as a summary and not to detail all discussions that took place. It supplements the minutes of the various meetings (as presented to and noted by Governing Body).

The ARC Committee are recommending the Annual Report to Governing Body for noting. The Governing Body noted the annual report. The Chair acknowledged the work of the Chair and ARC.

- f) Internal Audit Plan 2024 - 2026

Deloitte presented the Draft Internal Audit Plan 2024-2026 at the ARC Committee on the 24 February 2025 and recommend for approval by Governing Body.

The Governing Body approved the Internal Audit Plan 2024-2026.

Proposed by: Mr. Paddy Malone
Seconded by: Dr. Fiona Lawless

g) ARC Terms of Reference

The enclosed Terms of Reference are those adopted by the Committee and approved by the Governing Body in February 2024. In line with the Terms of Reference these should be reviewed on an annual basis.

The ARC Committee reviewed the enclosed Terms of Reference at their meeting on 24 February 2025 and recommend them for approval by Governing Body. The Governing Body approved the ARC Terms of Reference.

Proposed by: Mr. Paddy Malone
Seconded by: Mr. Gerard O'Brien

h) Chair of ARC Committee

The term of the current ARC Chair comes to an end on the 31 March 2025. The Governing Body considered a replacement for the position of Chair. The Governing Body approved the appointment of Richard Hanlon as ARC Chair. The Chair acknowledged the work of the outgoing Chair Bill Sweeney.

Proposed by: Mr. Paddy Malone
Seconded by: Ms. Antoinette Rourke

Mr. Richard Hanlon thanked the ARC Committee and Governing Body for approving his appointment to take on the role of Chair of the ARC Committee. Mr. Richard Hanlon complimented the outgoing ARC Chair on his role and leadership and is keen to continue the exemplary work carried out by the outgoing ARC Chair and commented he would be a great resource to the ARC committee.

G.319.5 Land & Building Committee

Ms. AnnMarie Lacey, Chair L&B Committee notified EB of both sets of Minutes for noting.

Minutes of Meeting L&B35 dated 10 June 2024

The Minutes of Meeting dated 10 June were noted.

Minutes of Meeting L&B36 dated 25 November 2024.

The Minutes of Meeting dated 25 November were noted.

G319.6 Governance Ireland

Draft GB Evaluation Report

The President briefed members and asked them to consider the draft report of the '*External Evaluation of the Governing Body of DkIT*' prepared by Governance Ireland and offer any preliminary feedback to the Secretary to the Governing Body by email following the meeting, in particular regarding technical inaccuracies by the 4th March 2025. The Chair suggested meeting the President to review and will revert back to the Governing Body. The draft report was adopted by Governing Body subject to amendments which may be required subject to feedback. It shall be tabled at the May meeting of Governing Body for further discussion

G.319.7 AOB

- The President reminded members of the next Governing Body meeting followed by an all-day strategy session on the 20 March 2025. The all-day session will be in the Gateway Hotel

(formerly the Crowne Plaza Hotel) from 10:00 to 17:00.

- Mr. Paddy Malone advised members about a cross border conference is taking place on 4 March.
 - Ms. Ciara O'Shea advised members of an International Women's Day event taking place on the 7th March 2025.
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Meeting concluded at 11:26 a.m.

Prof. Thomas Collins
Chair of the Governing Body

Date: