

**MINUTES OF MEETING OF THE GOVERNING BODY**

**THURSDAY 20 MARCH 2025 FROM 10:00am**

**IN THE GATEWAY HOTEL, DUNDALK**

**Participants:**

Prof. Thomas (Tom) Collins    Chair  
Dr. Diarmuid O'Callaghan    President  
Ms. Ann Marie Lacey  
Ms. Antoinette Rourke  
Mr. Bill Sweeney  
Ms. Ciara O'Shea  
Dr. Fatima Hamroush  
Dr. Fiona Lawless  
Mr. Fergus Grimes  
Mr. Gerard O'Brien  
Dr. Jennifer Brennan  
Mr. Patrick W. Malone  
Prof. Paul Moynagh  
Mr. Richard Hanlon  
Mr. Tommy Fanning  
Ms. Tobi Bewajii

**Apologies:**

Ms. Anna Shakespeare  
Ms. Holly Lambe-Sally

**Attending:**

**All agenda points:**

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

**Attending for Agenda Item 5:**

Mr. Stuart Quinn                  Financial Analyst joined at 10:40 and left at 11:00.

**Attending for Agenda Item 5j:**

Ms. Irene McCausland          Vice President of Strategic Planning, Communications and  
Development joined the meeting at 10:40 and left at 11:06.

**Declarations of Interest**

None.

Meeting with all attendees present commenced at 10:42.

**G.320.1 Meeting without the Executive Present**

The THEA Code of Governance stipulates the Governing Body should meet at least twice without members of the Executive present. This extends to any member who is employed by the college along with student nominees.

The Governing Body members met without the Executive present. No minutes were taken. It commenced at 10:01 and finished at 10:42.

**G.320.2 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: Jennifer Brennan**

**Seconded by: Richard Hanlon**

**G.320.3 Matters Arising**

Legal Matter

The President provided an update on the legal matter discussed at the previous Governing Body meeting.

**G.320.4 President's Report  
Executive Board's Report & Personnel Report**

The President's Report is deferred to the next meeting in May.

Recent appointments were noted by Governing Body.

**G.320.5 Finance Committee**

a) Minutes of Meeting F004 held on 19 November 2024

The Minutes of Meeting dated 19 November 2024 were noted.

The Finance Committee Chair provided a verbal update of the main points arising from the meeting on 11 March 2025.

b) Terms of Reference

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

The Finance Committee adopted the Terms of Reference at their meeting on 11 March 2025 and recommend for approval by Governing Body.

The Governing Body approved the Terms of Reference.

**Proposed by: Mr. Bill Sweeney**

**Seconded by: Mr. Tommy Fanning**

c) Programmes and Budgets 2025

The President and the Financial Analyst walked through the programmes and budgets highlighting key areas or trends.

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The President outlined the Institute has prepared an annual budget for the current financial year and following two financial years on a consolidated basis. These annual budgets are due to be returned to the HEA today 20 March.

The President informed the members this is followed up by an annual review meeting with a team from both DkIT and the HEA attending. The meeting is scheduled for Monday 7 April.

Discussion took place following brief and Q&A ensued.

The Chair referenced student numbers and the importance and the President outlined this part of the Executive function and is reviewed on a regular basis.

The Finance Committee adopted Programmes & Budgets Report and recommend for approval by Governing Body.

The Governing Body approved the Programmes and Budgets 2025.

**Proposed by: Mr. Gerard O'Brien**

**Seconded by: Mr. Tommy Fanning**

d) DkIT Sport Limited Financial Statements for the year ended 31 August 2024

The uploaded financial statements have been approved by the Board of Directors of DkIT Sport. These financial statements are consolidated into the Institute's financial statements.

The Finance Committee noted the financial statements and recommend for noting by Governing Body.

The Governing Body noted the DkIT Sport Limited Financial Statements.

e) DkIT Connect DAC Financial Statements for the year ended 31 August 2024

The uploaded financial statements have been approved by the Board of Directors of DkIT Connect DAC. These financial statements are consolidated into the Institute's financial statements (currently being audited by the C&AG).

The Finance Committee noted the financial statements, and recommend for noting by Governing Body.

The Governing Body noted the DkIT Connect DAC Financial Statements.

f) Letter of Representation C&AG: Appendix A – Cover Letter; Appendix B – Letter of Representation

The letter of representation is a written statement signed by the President and Governing Body Chair that confirms the accuracy and completeness of the financial statements.

The Finance Committee approved the Letter of Representation, and recommend for approval by Governing Body.

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The Governing Body approved the Letter of Representation C&AG: Appendix A – Cover Letter; Appendix B – Letter of Representation.

**Proposed by: Mr Bill Sweeney**

**Seconded by: Ms. Jennifer Brennan**

g) Bank Mandate

The uploaded memo details changes to the bank mandate. Signatories in Panel A have changed due to the change in Governing Body membership.

The Finance Committee adopted the enclosed document and recommend for approval by Governing Body, effective from 01 April 2025.

The Governing Body approved the Bank Mandate presented.

**Proposed by: Mr. Tommy Fanning**

**Seconded by: Ms. Antoinette Rourke**

h) Memo re Cash Deposits with AIB

A memo has been included in member's packs on 'rolling' deposit with AIB for terms of 90 days. These funds were reinvested in December 2024, and again in March 2025, in line with the guidance of the Treasury Policy, for a term of a further 90 days at the interest rate prevailing at that time with AIB.

The Finance Committee noted this memo and recommend to the Governing Body for noting.

The Governing Body noted the memo re cash deposits with AIB.

i) Finance Committee Annual Report 2024

The Finance 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 Finance Committee approved the Finance Annual Report and recommend for approval by Governing Body.

The Governing Body approved the Finance Annual Report.

**Proposed by: Ms. Jennifer Brennan**

**Seconded by: Mr. Gerard O'Brien.**

j) Tender

A tender report and recommendation from the design team for the South Building Roof, Laboratory refurbishment & M&E Services Upgrade Works was uploaded prior to the meeting.

Ms. Irene McCausland, Vice President of Strategic Planning, Communications and Development provided a verbal brief on the tender following Land and Building committee meeting.

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The Finance Committee approved the tender and recommend for approval to the Governing Body.

The Governing Body approved the Tender.

**Proposed by: Ms. Jennifer Brennan**  
**Seconded by: Prof. Paul Moynagh**

#### **G.320.6**

#### **AOB**

##### Memo from the Secretary to the Governing Body.

The Secretary to the Governing Body acknowledged Mr. Bill Sweeney being a member of Governing Body for two full terms. During that time period he has provided significant input to the work of the Governing Body and relevant subcommittees. On behalf of DkIT and Governing Body, the Secretary to the Governing Body acknowledged this work to date. The Chair concurred with the sentiments.

Due to Mr Sweeney's term finishing on 31 March 2025, the Secretary to the Governing Body is proposing the following updates to the membership of the Audit, Risk & Compliance Committee and the Finance Committee:

##### Audit, Risk & Compliance subcommittee (ARC)

- Mr. Richard Hanlon is the new Chair as agreed by the ARC subcommittee and Governing Body
- Ms. Paula McCaul be invited to join as a Governing Body member.
- Mr. Bill Sweeney be invited to join the ARC subcommittee as external expert (for a term of 4 years).

The Governing Body approved the above proposals to the Audit, Risk & Compliance Committee.

**Proposed by: Mr. Gerard O'Brien**  
**Seconded by: Ms. Ann Marie Lacey.**

##### Finance subcommittee

Mr. Richard Hanlon to join the Finance subcommittee in his role as Chair of ARC subcommittee.

**Proposed by: Ms. Ciara O'Shea**  
**Seconded by: Ms. Ann Marie Lacey.**

Mr. Sweeney wished to convey his appreciation to his Governing Body colleagues and staff at DkIT during his time on the Governing Body.

The Chair thanked Mr Sweeney for his contribution to the Governing Body during his term of office and is delighted that his wisdom will continue in the Institute.

##### Bereavements

Recent bereavements were noted at the meeting and a minute's silence held.

##### Next Meeting

Tuesday 27 May 2025 at 10:00 a.m.

Meeting concluded at 11:10 a.m.

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**Break**

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**G.320.7     Strategy Workshop**

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A strategy workshop between Governing Body and Executive Board members took place from 11:30 to 17:00.

**Prof. Thomas Collins**  
**Chair of the Governing Body**