



G. 323

MINUTES OF MEETING OF THE GOVERNING BODY

TUESDAY 25 NOVEMBER 2025 @ 10:00

BOARDROOM, T.K. WHITAKER BUILDING & MS TEAMS

Participants:

Prof. Thomas (Tom) Collins Chair
Dr. Diarmuid O'Callaghan President
Ms. Anna Shakespeare
Ms. Ann Marie Lacey
Ms. Antoinette Rourke joined at 10:16
Ms. Ciara O'Shea
Dr. Fatima Hamroush
Mr. Gerard (Gerry) O'Brien
Ms. Madeleine Thornton
Mr. Patrick W. Malone
Mr. Richard Hanlon
Mr. Pat McCormick

Online Teams:

Dr. Jennifer Brennan joined at 09:55 and left at 11:40
Ms Paula McCaul joined at 10:13 and left at 11:32
Mr. Tommy Fanning joined at 11:21 and left at 11:40

Apologies:

Mr. Martin Long
Prof. Paul Moynagh
Ms. Tobi Bewaji

Not in attendance:

Ms. Rosheen Hornby

Attending:

All agenda points:

Ms. Caroline Pigott Secretary to the Governing Body and Vice President for Finance & Corporate Affairs ("Secretary" / "VP FCA")
Ms. Valerie Ward President's Office

Meeting commenced at 10:01.

Declarations of Interest

None.

G.323.1 Draft Minutes of Meeting (G322) dated 30 September 2025

The Draft Minutes of Meeting G322 held on 30 September 2025 were approved.

Proposed by: Ms. Ann Marie Lacey
Seconded by: Mr. Richard Hanlon

Draft Minutes of Special Meeting (SPGB) dated 18 November 2025

The Draft Minutes of Special Meeting held on 18 November 2025 were approved.

Proposed by: Ms. Ciara O'Shea
Seconded by: Mr. Gerry O'Brien

G.323.2 Matters Arising

None

G.323.3 President's Report & Personnel Report

The President provided a verbal update on recent events following the briefing to Governing Body on Tuesday 18 November. The Heads of Agreement will establish the formal framework for the strategic partnership between Queen's University Belfast and DkIT is currently being drawn up, with the target operational date being 30 September 2026. A number of working groups had been established under Executive leadership, and their membership has now been broadened to include staff from across the Institute. The President along with colleagues attended a number of meetings yesterday, with DFHERIS in relation to legislative requirements and with TUI in their Head Office. The President advised the members that he is scheduled to attend a meeting in Queen's University Belfast tomorrow.

The Chair thanked the President for the briefing last week – nice to have good news and acknowledged there will be challenges along the way.

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

G.323.4 Audit, Risk & Compliance (ARC)

The Audit Risk & Compliance (ARC) Chair provided a verbal update of the main points arising from meeting on Tuesday 28 October 2025, referencing the attendance of Deloitte, the Internal Auditors.

Minutes of Meeting ARC008 dated 02 September 2025

The Minutes of Meeting ARC008 dated 02 September 2025 noted.

a) **Child Protection – Child Safeguarding Statement and Child Protection Risk Assessment**
DkIT, in-line with legislative requirements, has developed a policy, statement and risk assessment for vulnerable people. The Committee comprises of members across both the academic and professional functions, chaired by Dr. Edel Healy. Designated Liaison People are also in place across the Institute.

The ARC Committee adopted the Child Safeguarding Statement & Child Protection Risk Assessment and recommend for approval by Governing Body. The Governing Body approved the Child Safeguarding Statement and Child Protection.

Proposed by: Ms. Ciara O'Shea

Seconded by: Mr. Gerry O'Brien

b) Garda Vetting Policies Staff & Students

The ARC Chair provided the Governing Body with an overview of the updated policy.

The ARC Committee approved the policies at their meeting on 28 October 2025 for recommending to the Governing Body for noting. The Governing Body noted the Garda Vetting Policies for Staff and Students.

c) Data Protection Policy V2.3

The ARC Chair provided the Governing Body with an overview of the updated policy.

The ARC Committee approved the policies at their meeting on 28 October 2025 for recommending to Governing Body for noting. The Governing Body noted the Data Protection Policy.

d) Staff Code of Conduct Policy V3

The ARC Chair provided the Governing Body with an overview of the updated policy.

The ARC Committee approved the policies at their meeting on 28 October 2025 for recommending to Governing Body for noting. The Governing Body noted the Staff Code of Conduct Policy.

e) Statement on System of Internal Controls for the year ended 31 August 2025

The Governing Body is responsible for ensuring an effective system of internal control is maintained and operated in the Institute.

The ARC Committee discussed at their meeting and requested that the template used for the section relating to internal review of financial controls should be modified to reflect best practice and for more evidence-based responses.

Both the ARC Committee and Finance Committee adopted the Statement on System of Internal Controls for the year ended 31 August 2025 for recommendation to Governing Body for approval. This statement is encompassed within the draft financial statements.

The Governing Body approved the Statement of System of Internal Controls.

Proposed by: Ms. Anna Shakespeare

Seconded by: Ms. Ciara O'Shea

f) Annual Report for the year ended 31 August 2024

The Annual Report is a summary of activities that took place throughout the year in question and reflects the various achievements of schools, functions, departments etc. It also details the various programmes that have been validated, graduation statistics, significant events etc.

The ARC Committee approved the Annual Report for the year ended 31 August 2024 for recommendation to Governing Body for noting. The Governing Body noted the Annual Report.

The ARC Chair outlined that the ARC Committee will do a deep dive on the Risk Register and will include in 2026 calendar.

AI was raised as a key risk by a Governing Body member. The President informed the Governing Body that a President's Working Group has been established that spanned across the Institute.

The Policies approved will be uploaded to the intranet.

G.323.5

Finance Committee

The Finance Chair recapped on a number of items discussed at the meetings listed below.

a) Minutes of Meeting F008 held on 23 September 2025

The Minutes of Meeting F008 held on 23 September 2025 noted.

Minutes of Meeting F008.1 held on 23 October 2025

The Minutes of Meeting F008.1 held on 23 October 2025 noted.

The Finance Chair provided a verbal update of the main points arising from a meeting on 20 November 2025.

b) Draft Financial Statements for the year ended 31 August 2025

In line with Section 16 of the Institute of Technology Acts draft financial statements should be furnished to the Comptroller and Auditor General by 30 November 2025 (within 3 months of year-end). The VP FCA presented the enclosed draft financial statements to the Finance Committee on 20 November 2025.

The Finance Chair walked the Governing Body through key elements of the draft financial statements and matters raised during discussions of this item at their meeting. The Finance Chair acknowledged the work the VP FCA, Financial Analyst and Finance Manager.

During the meeting the Secretary to the Governing Body was alerted as to the likelihood of a supplementary budget of €1.1 million for DkIT for the year ended 31 December 2025. This equates to €0.733 million to be reflected in the draft financial statements for year ended 31 August 2025. The draft financial statements can only be updated on receipt of official notification via the HEA's letter of allocation.

In light of the information outlined above, the Governing Body approved the Draft Financial Statements as presented, for the year ended 31 August 2025, in line with the recommendation from the Finance Committee.

Proposed by: Mr. Richard Hanlon
Seconded by: Ms. Ann Marie Lacey

c) Bank Mandates

The enclosed memo details changes to the bank mandate. Signatories in Panel B have been proposed for changing due to upcoming retirement of current HR manager and appointment of new HR Manager, start date to be confirmed.

The Finance Committee approved the Bank Mandate changes at their meeting on the 20 November 2025 for recommendation to Governing Body for noting. The Governing Body noted the changes to the Bank Mandate.

Mr. Pat McCormick wished to acknowledge the support of Mr Ger O'Driscoll, HR Manager who is retiring in December 2025. Mr. Paddy Malone and Governing Body concurred, acknowledging the stewardship and guidance provided by Ger to all in DkIT and nationally within the sector.

G.323.6

EDI Committee

Updated Gender Identity and Expression Policy

The EDI Chair provided a verbal briefing on the Gender Identity & Expression Policy which outlines DkIT's formal commitment to recognise and support an individual's right to make a statutory declaration of their preferred gender. The Policy is that all students of the Institute community experience a positive inclusive environment where every student is treated with dignity and respect.

The EDI Committee approved the Updated Gender Identity & Expression Policy and recommended for noting at Governing Body. The Governing Body approved the Updated Gender Identity and Expression Policy.

Proposed by: Ms. Ciara O'Shea
Seconded by: Mr. Pat McCormick

G.323.7

Charities Regulation

The Secretary provided a verbal brief on the documents presented for this meeting listed below.

a) Memo

Memo to Governing Body in relation to implications for charity trustees of DkIT of Charities (Amendment) Act 2024. Following the legal advice received, each member of the DkIT Governing Body is now regarded as a charity trustee of DkIT.

b) Legal

Legal advice was sought at a sector level from Arthur Cox, as to the implications for charity trustees, of the Charities (Amendment) Act 2024.

As a follow on from approval of the Financial Statements, the Governing Body noted its responsibility, as charitable trustees, to maintain an appropriate level of reserves consistent with the Institute's charitable purpose and long-term sustainability.

Governing Body members noted the annual requirements relating to completion of Charities Governance Code Compliance Record Form and Annual Report.

It was agreed that the Secretary to the Governing Body would coordinate the provision of training on charities regulation for all members of the Governing Body.

G.323.8

Land & Buildings Committee

The Land & Buildings Chair provided a verbal update of the main elements arising from meeting on 21 October 2025 encompassing property matters; land encroachment with traffic and cycle lanes by Louth County Council; South building refurbishment works and upgrading of Labs. Awaiting approval from HEA in relation to funding for works required to the North Building. Plans will be brought to L&B meeting for further discussion. The HEA will be contacted on a number of issues raised at the recent L&B meeting.

Minutes of Meeting L&B 39 dated 19 May 2025

The Minutes of Meeting L&B39 dated 19 May 2025 noted.

G.323.9

Climate Action Road Map

The President outlined the Climate Action Roadmap sets out how DkIT will achieve emissions reductions to 2030. The roadmap is required to be reviewed and updated annually to reflect any latest available data. The Executive Board approved the updated Climate Action Roadmap 2025. Governing Body approval is sought.

Proposed by: Ms. Antoinette Rourke

Seconded by: Ms. Paula McCaul

The Chair requested a presentation on Climate Action at a future meeting of Governing Body.

The Institute's requirements under Corporate Sustainability Reporting Directive was raised and will be reviewed by the Secretary.

G.323.10

Seal

The President advised the Governing Body of the use of the Institute's seal since the date of the last Governing Body meeting. The Governing Body noted the seal.

G.323.11

Academic Council Minutes

Academic Council Minutes No. 201 dated 26 September 2025

The Academic Council Minutes No. 201 dated 26 September 2025 noted. The President reminded Governing Body there is a folder on Teams for Academic Council details.

G.323.12

AOB

No matters raised.

Bereavements

Recent bereavements noted and a minute's silence took place.

The Chair wished to thank everyone for their work in relation to GB meetings. He wished everyone best wishes for the remainder of the year and New Year.

The Chair recorded his best wishes to Mr. Ger O'Driscoll on this retirement at the end of 2025.

Date of next meeting:

The next meeting will be 27 January 2026.

Meeting concluded at 11:40.

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