G. 327

MINUTES OF MEETING OF THE GOVERNING BODY

TUESDAY 26 MAY 2026 @ 10:00

BOARDROOM, T.K. WHITAKER BUILDING & MS TEAMS

Participants:

Prof. Thomas (Tom) Collins	Chair
Dr. Diarmuid O'Callaghan	President
Ms. Ann Marie Lacey	
Ms. Ciara O'Shea	
Dr. Fatima Hamroush	
Mr. Gerard O'Brien	
Ms. Madeleine Thornton	
Mr. Martin Long	
Mr. Patrick W. Malone	
Ms. Paula McCaul	
Mr. Pat McCormick	
Mr. Tommy Fanning	

Online

Mr. Richard Hanlon
Prof. Paul Moynagh
Ms. Antoinette Rourke left the meeting at 10:55 a.m.

Apologies:

Ms. Anna Shakespeare
Dr. Jennifer Brennan
Ms. Tobi Bewaji

No response:

Ms Rosheen Hornby

Apologies Executive Board:

Dr Edel Healy
Dr Breda Brennan
Dr Patricia Moriarty
Prof Fergal McCaffery

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

Agenda Item 3 Only:

Dr Sheila Flanagan	Executive Board joined at 10:10 left at 11:20
Ms Irene McCausland	Executive Board joined at 10:10 left at 11:20

Meeting commenced at 10:00 a.m.

Declarations of Interest

None

G.327.1 Draft Minutes of Meeting (G.326) dated 19 March 2026

The Draft Minutes of Meeting G.326 held on 19 March 2026 were approved.

Proposed by: Ms Ann Marie Lacey
Seconded by: Mr Tommy Fanning

G.327.2 Matters Arising

DkIT IP Policy

The Governing Body agreed at previous meeting that the DkIT IP Policy would be brought forward to this meeting following a further review. Ms Madeleine Thornton requested an amendment to Clause 17 to include ADR (Alternative Dispute Resolution).

The Governing Body adopted the DkIT IP Policy at their meeting on Monday 23 March pending updates. The Governing Body noted the updated edits to the DkIT IP Policy presented at the meeting.

G.327.3 Advancing DkIT QUB Partnership – Governance oversight

The President provided a verbal update and walked through the presentation on strategic opportunities associated with the DkIT and Queen's University Belfast partnership.

Q&A discussion followed the presentation.

The Governing Body thanked the President and colleagues for the informative update.

Dr. Flanagan outlined the agreed process:

i. An academic due-diligence review must be undertaken (a once-off exercise).
ii. Programmes must then be converted into the language and framework of the QQA.
iii. A validation process will follow, using a risk-based approach.

Dr Flanagan noted that we are an established education provider. The deadline for submitting the due-diligence documentation is 08 June, after which it will be forwarded to the relevant Queen's University Education Committee and subsequently to the Queen's Senate.

The Chair suggested that the Governing Body and Queen's Senate could meet to support alignment and oversight.

The Chair also wished to acknowledge the valuable input from the Executive, noting their contribution to progressing this work.

Dr Flanagan and Ms McCausland left the meeting at 11:20.

G.327.4 President's Report & Personnel Report

The President walked members through the President's Report, drawing attention to the most pertinent aspects.

The President gave an overview of recent appointments and progressions across the Institute which the Governing Body noted.

The Chair suggested the need to review the current format of reporting Personnel Appointments and will liaise with the President in relation to this.

G.327.5 Audit Risk Committee (ARC)

Mr Richard Halon, ARC Chair provided a verbal update on Audit Risk & Compliance (ARC) meeting dated 05 May 2026.

a) <u>Minutes of Meeting ARC 10 dated 17 February 2026</u>
The minutes of meeting ARC10 dated 17 February 2026 noted.

b) <u>Charities Governance Code Compliance Record for the year ended 31 August 2025</u>
The Governing Body 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.
The ARC Committee adopted the draft Charities Governance Code Compliance Record for the year ended 31 August 2025, and recommend for approval by Governing Body, subject to any queries or clarifications.

The Governing Body approved the Charities Governance Code Compliance Record for the year ended 31 August 2025.

Proposed by: Ms Ciara O'Shea
Seconded by: Mr Paddy Malone

c) <u>Terms of Reference Amended</u>
The amended Terms of Reference was approved at ARC meeting for recommendation for approval by Governing Body, subject to any queries or clarifications.

The Governing Body approved the amended Terms of Reference.

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

G.327.6 Finance Committee

Mr Paddy, Malone, Finance Chair provided a verbal update on Finance meeting dated 19 May 2026.

a) Minutes dated F10 dated 10 March 2026
The Finance Minutes dated 10 March 2026 noted.

b) Financial Statements for the year ended 31 August 2025 and Memo
The Finance Committee approved the Financial Statements for the year ended 31 August 2025, for signing by the Chair and the President.

The Governing Body approved the Financial Statements for the year ended 31 August 2025.

Proposed by: Mr Patrick Malone
Seconded by: Ms Ann Marie Lacey

c) Corporate Procurement Plan
The Corporate Procurement Plan was revised in October 2025 and approved to be adopted by the Executive as a working document pending clarification on certain areas. The main changes reflected at that time related to Green Public Procurement. The Plan has been further updated based on feedback from operational review with budget holders.

The Governing Body approved the Corporate Procurement Plan, based on the recommendation of the Finance Committee.

Proposed by: Ms Paula McCaul
Seconded by: Mr Gerry O'Brien

d) Purchasing Card Policy
The Purchasing Card Policy is a set of guidelines and procedures to be applied when authorising and undertaking purchases using the purchasing card.

The Governing Body approved the amendments to the Purchasing Card Policy, based on the recommendation of the Finance Committee.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

e) Tenders
The Finance Committee approved the following tenders and recommend for noting at Governing Body subject to any queries or clarifications.

- Provision of "Managed Security Services"
Procurement of security services for both the Institute (2/3rds) and DkIT Sport (1/3rd) was advertised on etenders using the Office of Government Procurement (OGP) Framework Competition for "Managed Security Services". The current provider of the service, Securway at Risk (SAR) security was recently purchased by the successful company MCR Outsourcing Ltd. A 46.7% increase in hours provided to DkIT Sport was authorised by the Estates Manager / Directors of DkIT Sport, given gaps in previous service provision.

- Landscaping and Maintenance Contract
  Procurement of "Landscaping and Maintenance Contract" for both the Institute and DkIT Sport was advertised on the Government etenders procurement website. The current provider, McKeever Landscaping Ltd, was the successful tenderer.

- Chemical imaging system, using laser direct infrared molecular imaging technology for microplastics (approval via email from the President and Chair). The procurement of "Detection and analysis apparatus – Chemical imaging system, using laser direct infrared molecular imaging technology, for microplastics" was published on the Government etenders procurement website. This equipment is funded via Higher Education Research Equipment Grant. Agilent Technologies Ireland Ltd was the successful tenderer.

- Civil/Structural Consulting Services for the construction of a centre for Craft Apprenticeship Provision was awarded to Taylor and Boyd.

- Mechanical & Electrical Consultant Design Service for the construction of a centre for Craft Apprenticeship Provision was awarded to Delap and Waller.

The Governing Body noted the Tenders presented by the Finance Committee listed above.

f) Terms of Reference
The Terms of Reference are those adopted by the Finance Committee and approved by the Governing Body in March 2025. In line with the Terms of Reference these should be reviewed on an annual basis.

The Finance Committee reviewed and adopted the Terms of Reference and recommend for approval by Governing Body.

The Governing Body approved the Terms of Reference.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

g) Finance Annual Report
The Finance Committee Annual Report details the activities of the Committee for the calendar year 2025. This report is intended as a summary and not to detail all discussions that took place. It supplements the minutes of the meetings (as presented to and noted by Governing Body).

The Finance Committee approved and recommend for noting by Governing Body, subject to any queries or clarifications.

The Governing Body noted the Finance Annual Report.

h) Fixed Assets Disposal Report
Fixed Assets are disposed of on an ad-hoc basis by the Institute; obsolesce being the main reason for disposal.

The Finance Chair provided an update on the schedule of assets, identified as being disposed, between September 2025 and April 2026.

The Finance Committee adopted the report and recommend for adoption at Governing Body, subject to any queries or clarifications

The Governing Body adopted the Fixed Assets Disposal Report.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

i) Petty Cash Policy
This Petty Cash Policy details the guidelines and procedures in place for the operation of the petty cash system within the various functional areas holding petty cash floats.

The Finance Committee adopted the policy and recommend for approval by Governing Body, subject to any queries or clarifications.

The Governing Body approved the Petty Cash Policy.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

j) Lodgement Policy
This Lodgement Policy details the guidelines and procedures for operating the cash lodgement system in all DkIT Departments.

The Finance Committee adopted the policy and recommend for approval by Governing Body, subject to any queries or clarifications.

The Governing Body approved the Lodgement Policy.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

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G.327.7 EDI Committee

a) Minutes of Meeting ED015 dated 04 November 2025
The Minutes of Meeting ED015 dated 04 November 2025 noted.

b) Terms of Reference
The EDI Committee reviewed the enclosed Terms of Reference at their meeting on the 24 April 2026 and recommend for approval by the Governing Body, subject to any queries or clarifications.

The Governing Body approved the Terms of Reference.

Proposed by: Mr Pat McCormick
Seconded by: Mr Gerry O'Brien

G.327.8 Land & Buildings Committee

Ms Ann Marie Lacey, Land & Buildings Chair provided a verbal update on Land & Buildings Committee meeting held on the 27 April 2026.

a) Minutes of Meeting No. 41 dated 23 February 2026
The Minutes of Meeting No 41 dated 23 February 2026 noted.

b) Energy Policy
The L&B Committee reviewed the Energy Policy at their meeting on the 27 April 2026 and recommend for noting by Governing Body, subject to any queries or clarifications.

The Governing Body noted the Energy Policy.

The President highlighted that the wrapping of the building is included in HEA Capital; however, we have not received any update regarding funding approval. Due to the delay in obtaining funding approval, our costs will now be out of alignment. We have experienced a two-year delay awaiting approval for the wrapping of the building.

G.327.9 HEA

- Letter dated 30 March 2026 re. Review of the Governance, Oversight and Rationale for Subsidiaries, Foundations and Trusts.
- Forvis Mazars Report
- Response Template

In 2025 the HEA commissioned Forvis Mazars consultants to carry out a Review of the Governance, Oversight and Rationale for Subsidiaries, Foundations and Trusts (the "Review"). The aim of the Review is to support good practice, and to stimulate improvements, where appropriate.

A summary report of the Review which sets out findings and recommendations was circulated prior to the meeting. In summary, the Review noted good practice relating to corporate governance oversight and financial reporting in respect of subsidiaries, foundations and trusts. High levels of compliance with Public Procurement Guidelines and with the Public Spending Code, which are requirements under the State Code, were also noted.

At sectoral level, some inconsistent practices were found in respect of Risk Management and Internal Audit. The frequency of reviews to assess the ongoing requirement for subsidiaries, foundations and trusts also varied. Additionally, shortcomings were identified in the matters of documented policies and institutional reviews of subsidiary strategic plans.

The President reported this review is being undertaken at executive level.

The Governing Body noted the documents.

G.327.10 Appointments to Governing Body

The President informed the Governing Body the three Student Union representatives finish their term on the 30 June 2026.

The Chair enquired if this was Gerry's last meeting. Gerry indicated at the time that he expected to attend the next meeting; however, it was subsequently noted that there is no meeting scheduled for June, making this his final meeting.

The President proposed the following student union representatives to Governing Body for one year period commencing 01 July 2026 finishing on the 30 June 2027:

Tobi Bewaji	Student Union President
Rosheen Hornby	Student Union Vice President of Welfare & Equality
Kshitiz Mittal (Kayzee)	Student Union Vice President for Student Engagement

The Chair requested Kshitiz Mittal (Kayzee), Student Union Vice President for Student Engagement be invited to the next Governing Body meeting.

The Governing Body ratified the above appointments.

Proposed by: Mr Pat McCormick
Seconded by: Ms Paula McCaul

G.327.11 Academic Council Minutes

Minutes of Meeting No. 203 dated 20 February 2026
The Academic Council Minutes No. 203 dated 20 February 2026 noted.

Minutes of Meeting No. 204 dated 24 April 2026
The Academic Council Minutes No. 204 dated 24 April 2026 noted.

G.327.12 Governing Body Self-Assessment

The THEA Code of Governance (appendix N) Questionnaire was circulated to Governing Body by email on the 06 May 2026. The Governing Body were asked to complete the self-assessment questionnaire independently online by the 20 May 2026.

The Chair suggested that this item be discussed at the June meeting, as the results were only updated during today's meeting.

G.327.13 Annual Report

The Annual Report for 2024/2025 was approved by Governing Body subject to minor edits to be undertaken.

Proposed by: Ms Ciara O'Shea
Seconded by: Mr Martin Long

G.327.14 HEA 2026 Budget and Accountability Report Higher Education Institutions

The Governing Body noted 2026 Budget and Accountability report Higher Education Institutions.

G.327.15 AOB

Email dated 27 April 2026 Approval sought to communicate with the HEA re proceeding to planning permission for National Centre for Apprentice Provision on site.

The Governing Body members confirmed approval by email for the Institute to communicate with the HEA re proceeding to planning permission for National Centre for Apprentice Provision on site.

The Governing Body noted approval for minutes for this meeting.

Bereavements:

Recent bereavements noted followed by a minute's silence:

Meeting concluded at 12:00

G.327.16 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.

No minute was taken of this meeting.

Prof. Thomas Collins
Chair
Governing Body