

Technological University Dublin Governing Body MINUTES

MEETING 30: Wednesday 23rd March 2022 (08.00 – 11.00)

PRESENT: Mr D Carson (Chair), Dr M Carr, Ms M Cullen [from Item 01.01.30], Ms É Finan (Deputy Chair), Mr J Grant, Ms P Kelly, Ms S O'Shaughnessy,

Electronic Attendance:

Professor D FitzPatrick (President), Ms L Barrett, Ms V Bistany, Dr N Burns, Ms E Carroll, Dr C Duffy, Dr C Larkin, Ms C Clune-Mulvaney, Mr C O'Donovan, Mr M O'Donnell, Ms A O'Toole, Ms M Ryan

APOLOGIES: Dr E Maher, Mr J McCarthy, Mr S Sheridan

IN ATTENDANCE: Ms B Elliott (University Secretary), Dr M Meaney (Registrar & Deputy President), Mr D Murphy (Chief Operations Officer)

INVITED: Agenda Item [23.01/08] – Mr Thomas Stone (Vice-President, Partnerships)
Agenda Item [30/01/08] – Ms Orlaith Mcevoy (Procurement Manager)

SECRETARIAT: Ms Y Cooke

DOCUMENTATION: **Circulated prior to meeting**

1. Draft Agenda Governing Body Meeting 30 (23rd March 2022)
2. Governing Body Membership – External Member Nominee (Memorandum 23rd March 2022)
3. Draft Minutes (Amendments in red) - Governing Body Meeting 28 (9th December 2021)
4. Draft Minutes - Governing Body Meeting 29 (2nd February 2022)
5. Open Items - Governing Body Rolling Action Log (23rd March 2022)
6. Closed Items - Governing Body Rolling Action Log (23rd March 2022)
7. Correspondence to GB – Pension Query Briefing Memorandum (23rd March 2022)
8. Correspondence to GB – Equal Status Acts 2000-2018 Briefing Memorandum (23rd March 2022)
9. Correspondence to GB Chair - Student Accommodation (DFHERIS Letter - 24th February 2022)
10. Correspondence to GB Chair - FOI Request (11th February 2022)
11. TU Dublin Anti-Fraud Policy Memorandum (23rd March 2022)
12. TU Dublin Anti-Fraud Policy - Executive Summary (23rd March 2022)
13. TU Dublin Intellectual Property Policy Memorandum (23rd March 2022)
14. TU Dublin Intellectual Property Policy - Executive Summary (23rd March 2022)
15. TU Dublin Conflict of Interest Policy Memorandum (23rd March 2022)
16. TU Dublin Conflict of Interest Policy – Executive Summary (23rd March 2022)
17. SRMS Briefing Memorandum (23rd March 2022)
18. TUSLA Financial Compliance Statement 2021 - Memorandum (23rd March 2022)
19. TUSLA Financial Compliance Statement 2021 - Executive Summary to ARC (2nd March 2022)
20. TU Dublin Procurement Presentation - Executive Summary (23rd March 2022)
21. University Seal Register (Memorandum 4th March 2022)
22. Strategic Plan Update (23rd March 2022)
23. Presentation Executive Summary – Partnerships and Engagement (23rd March 2022)
24. University Executive Report - (23rd March 2022)
25. Audit and Risk Committee Revised Terms of Reference Memorandum (23rd March 2022)
26. Finance and Property Committee Revised Terms of Reference Memorandum (23rd March 2022)
27. Academic Council Membership (Memorandum 23rd March 2022)
28. Academic Council Report - Meeting 15 (23rd March 2022)
29. ARC Report - Meeting 23 (2nd March 2022)
30. FPC Report - Meeting 11 (4th March 2022)
31. NC Report - Meeting 3 (17th February 2022)

DOCUMENTATION:**Circulated prior to meeting**

32. A1 Biography - Dr Margaret Cullen (23rd March 2022)
33. A2 Pension Query Correspondence to Governing Body
34. A3 Equal Status Acts 2000-201 Correspondence to Governing Body
35. B1 TU Dublin Anti- Fraud Policy (23rd March 2022)
36. B2 TU Dublin Intellectual Policy (23rd March 2022)
37. B3 TU Dublin Conflict of Interest Policy (23rd March 2022)
38. B4 SRMS Support Documents
39. B5 TUSLA Financial Compliance Statement 2021 (23rd March 2022)
40. B6 Electronic Approval - Appointment of GB FPC Chair (Circulated 14th December 2021)
41. B7 Electronic Approval - Insurance Renewal 2022 Recommendation (Circulated 16th December 2021)
42. B8 Electronic Approval - Procurement for GP Services (Circulated 16th February 2022)
43. B9 Electronic Approval - Procurement for Small & Minor Works Framework (Circulated 16th February 2022)
44. B10 Electronic Approval - Minor amendments to Approved TU Dublin AGS 2021 (Circulated 25th February 22)
45. B11 Electronic Approval - HEA and TU Dublin Oversight Agreement 2022 (Circulated 25th February 2022)
46. B12 TU Dublin Procurement Presentation (23rd March 2022)
47. C1 Presentation - Partnerships and Engagement (23rd March 2022)
48. D1 GB ARC Terms of Reference with tracked changes (ARC Approved - 2nd March 2022)
49. D2 GB FPC Terms of Reference with tracked changes (FPC Approved 4th March 2022)
50. D3 AC Approved Minutes - Meeting 14 (1st December 2022)
51. D4 AC Approved Minutes - Meeting 13 (6th October 2021)
52. D5 ARC Approved Minutes - Meeting 22 (14th January 2022)
53. D6 ARC Approved Minutes - Meeting 21 (17th November 2021)
54. D7 ARC Approved Minutes - Meeting 20 (12th November 2021)
55. D8 FPC Approved Minutes - Meeting 10 (16th December 2021)
56. D9 FPC Approved Minutes - Meeting 9 (12th October 2021)
57. D10 EDIC Approved Minutes - Meeting 8 (23rd September 2021)

DOCUMENTATION:**Circulated at the meeting**

No documentation was tabled at the meeting

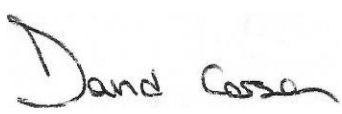
REF	ITEM	DECISION
Section A – Standard Items		
30.01.01	<p>WELCOME AND INTRODUCTION The Chair welcomed everyone to the meeting.</p> <p>a) Governing Body External Member Nominee Appointment – TU Act 2018, Section 2(1)(e) Governing Body approved the appointment of Ms Margaret Cullen, external member nominee, summarised in the Memorandum of 23rd March 2022 as circulated. This appointment was with immediate effect. The Chair welcomed and introduced Ms Cullen to the meeting.</p> <p>b) Apologies The Chair noted members' apologies for this meeting.</p> <p>c) Meeting Agenda The Agenda for the meeting, as had been circulated, was approved and adopted.</p> <p>d) Declaration of Conflicts of Interest The Chair noted there were no conflicts of interest declared by members present.</p>	<p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: É Finan Seconded: J Grant</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: S O'Shaughnessy Seconded: J Grant</p> <p style="text-align: center;">NOTED</p>
30.01.02	<p>APPROVAL OF MINUTES</p> <p>a) The draft Minutes of the twenty-ninth meeting of the Governing Body held on 9th December 2021, as had been circulated were approved.</p> <p>b) The draft Minutes of the thirtieth meeting of the Governing Body held on 2nd February 2022, as had been circulated were approved.</p>	<p style="text-align: center;">APPROVED Proposed: J Grant Seconded: É Finan</p> <p style="text-align: center;">APPROVED Proposed: J Grant Seconded: É Finan</p>

REF	ITEM	DECISION
Section A – Standard Items		
30.01.03	<p>MATTERS ARISING</p> <p>a) <u>Governing Body Draft Meeting Action Logs (Open and Closed) Update</u> Governing Body noted that the consolidation of similar log items would be incorporated in the next iteration of the Meeting Action Logs.</p>	NOTED
30.01.04	<p>CORRESPONDENCE TO GOVERNING BODY</p> <p>a) <u>Pension Query (18th November 2021)</u> Governing Body noted correspondence received on 18th November 2021, summarised in the Memorandum of 23rd March 2022, as circulated.</p> <p>b) <u>Equal Status Acts 2000-2018 Query (4th January 2022)</u> Governing Body noted correspondence received on 4th January 2022, summarised in the Memorandum of 23rd March 2022, as circulated.</p>	NOTED NOTED
30.01.05	<p>CORRESPONDENCE TO GOVERNING BODY CHAIR</p> <p>a) <u>DFHERIS Letter – Student Accommodation (24th February 2022)</u> Governing Body noted correspondence received on 24th February 2022, from the Minister of Further and Higher Education, Research, Innovation and Science, Simon Harris T.D., in relation to student accommodation solutions. This item would be covered under the University Executive Report, <i>Agenda Item [30.01.09(1)]</i>.</p> <p>b) <u>FOI Request (11th February 2022)</u> Governing Body noted a FOI request received on 11th February 2022, which is being processed through the normal internal University protocols and procedures, and in line with FOI legislation.</p> <p>The University Secretary confirmed that this was the only Governing Body FOI request received.</p> <p>Governing Body also noted that a FOI training session would take place at a future Governing Body meeting.</p> <p>The Chair stated that correspondence addressed to the Chair, Governing Body and/or members should be passed on immediately. It can then be decided how such correspondence is best addressed.</p> <p>The Chair reminded members of their responsibilities regarding confidentiality and due process in relation to the content of Governing Body's papers and discussion of same at their meetings.</p>	NOTED NOTED NOTED SECRETARIAT NOTED NOTED
Section B – Approval and Compliance Items		
30.01.06	<p>APPROVALS</p> <p>1. TU DUBLIN POLICIES Governing Body noted that a draft Schedule of TU Dublin Policies is currently being compiled. This Schedule will be reviewed as policies evolve, are refined and benchmarked to meet best working practice.</p> <p>Governing Body noted that operational procedures are an executive function while policies will continue to be approved by the Governing Body. Changes in operational procedures must be in line with the approved policy in place.</p>	UNIVERSITY SECRETARY NOTED NOTED

REF	ITEM	DECISION
Section B – Approval and Compliance Items		
30.01.06	<p>APPROVALS</p> <p>1. TU DUBLIN POLICIES</p> <p>a) <u>TU Dublin Anti-Fraud Policy</u> Governing Body noted the following documents as circulated to members:</p> <ol style="list-style-type: none"> 1) TU Dublin Anti-Fraud Policy Memorandum (23rd March 2022) 2) TU Dublin Anti-Fraud Policy – Executive Summary 3) TU Dublin Draft Anti-Fraud Policy <p>Governing Body approved the draft TU Dublin Anti-Fraud Policy.</p> <p>b) <u>TU Dublin Intellectual Property Policy</u> Governing Body noted the following documents as circulated to members:</p> <ol style="list-style-type: none"> 1) TU Dublin Intellectual Property Policy Memorandum (23rd March 22) 2) TU Dublin Intellectual Property Policy – Executive Summary 3) TU Dublin draft Intellectual Property Policy <p>Governing Body approved the draft TU Dublin Intellectual Property Policy.</p> <p>c) <u>TU Dublin Conflict of Interest Policy</u> Governing Body noted the following documents as circulated to members:</p> <ol style="list-style-type: none"> 1) TU Dublin Conflict of Interest Policy Memorandum (23rd March 2022) 2) TU Dublin Conflict of Interest Policy – Executive Summary 3) TU Dublin Draft Conflict of Interest Policy <p>Governing Body approved the draft TU Dublin Conflict of Interest Policy subject to a number of amendments and to be presented to Governing Body in a revised policy.</p> <p>2. TU DUBLIN PROCUREMENT CONTRACT <u>Student Record Management System (SRMS)</u> Governing Body noted the following SRMS documents as circulated to members:</p> <ol style="list-style-type: none"> 1) SRMS Briefing Memorandum (23rd March 2022) 2) <u>SRMS Support Documents</u> <ol style="list-style-type: none"> i) Governing Body Briefing Document (23rd March 2022) ii) Request for approval to HEA & DFHERIS (24th February 2022) iii) SRMS Business Case to DPER (24th February 2022) iv) Requisition for approval (Expenditure Requirements) v) Presentation to Governing Body FPC (4th March 2022) <p>The Executive confirmed that the HEA, DFHERIS and DPER are aware that the SRMS proposal has not been approved by TU Dublin Governing Body.</p> <p>Governing Body agreed that the Executive is to provide additional SRMS documentation to Governing Body to include:</p> <ol style="list-style-type: none"> a) <u>Procurement</u> Summary report detailing the procurement compliance for this project from the TU Dublin Procurement Manager. b) <u>Financials</u> Cash flow analysis to support the funding of this project. c) <u>Resources</u> Further details on the implementation costings relating to the external resources. 	<p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: J Grant Seconded: A O'Toole</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: A O'Toole Seconded: C Duffy</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: C Larkin Seconded: A O'Toole</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">AGREED</p>

REF	ITEM	DECISION
Section B – Approval and Compliance Items		
30.01.06	<p>APPROVALS</p> <p><u>Student Record Management System (SRMS) cont/d.</u></p> <p>d) <u>Governance</u> Regular progress reports to be provided to Governing Body and the GBFPC by the Executive which will include both internal and external governance group reports.</p> <p>e) Diagram of the governance structures for the overall oversight of this project</p> <p>f) Membership of the TU Dublin SRMS project oversight group to include external member(s).</p> <p>Governing Body agreed to delegate authority to the Chairs of the GB, ARC and FPC to consider and review the additional SRMS documentation listed, and provided this support documentation meets their satisfaction, an electronic circulation supporting their recommendation of the SRMS proposal will be circulated to Governing Body members for approval.</p> <p>3. TUSLA FINANCIAL COMPLIANCE STATEMENT 2021 Governing Body noted the following TUSLA documents as circulated to members:</p> <ol style="list-style-type: none"> 1) TUSLA Financial Compliance Statement 2021 Memorandum (23rd March 2022) 2) TUSLA Financial Compliance Statement 2021 Executive Summary to ARC 3) TUSLA Draft Financial Compliance Statement 2021 <p>Governing Body approved the TUSLA draft Financial Compliance Statement 2021.</p> <p>4. GOVERNING BODY ELECTRONIC APPROVALS Governing Body noted the following electronic approval requests circulated to members and confirmation of approvals received.</p> <p>a) <u>Appointment of Chair to GB Finance & Property Committee</u> Electronic approval was received by 16th December 2021 as requested in the Memorandum circulated to members on 14th December 2021.</p> <p>b) <u>Insurance Renewal 2022 Recommendation</u> Electronic approval was received by 22nd December 2021 as requested in the Memorandum circulated to members on 16th December 2021.</p> <p>c) <u>GP Services Procurement Contract 2022</u> Electronic approval was received by 18th February 2022 as requested in the Memorandum circulated to members on 16th February 2022.</p> <p>Governing Body noted that there is active discussion ongoing in relation to providing GP Services on the Blanchardstown and Tallaght campuses.</p> <p>d) <u>Construction Minor Works Framework</u> Electronic approval was received by 18th February 2022 as requested in the Memorandum circulated to members on 16th February 2022.</p> <p>e) <u>Minor Amendments to Annual Governance Statement 2021</u> Electronic approval was received by 28th February 2022 as requested in the Memorandum circulated to members on 25th February 2022.</p> <p>f) <u>TU Dublin and HEA Oversight Agreement 2022</u> Electronic approval was received by 28th February 2022 as requested in the Memorandum circulated to members on 25th February 2022.</p>	<p style="text-align: center;">AGREED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">APPROVED Proposed: J Grant Seconded: A O'Toole</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p>

REF	ITEM	DECISION
Section B – Approval and Compliance Items		
30.01.07	<p>COMPLIANCE</p> <p>1. <u>TU Dublin Procurement Presentation</u> Governing Body noted that this item would be deferred to the next meeting on 11th May 2022.</p> <p>2. <u>University Seal Register (Memorandum 4th March 2022)</u> Governing Body noted the Memorandum from the Chief Operations Officer (4th March 2022), confirming documents to which the TU Dublin seal had been applied during the period 7th October 2021 to 4th March 2022.</p>	<p>NOTED</p> <p>NOTED</p>
Section C – Strategic Items		
30.01.08	<p>1. STRATEGIC PLAN UPDATE Governing Body noted the Strategic Plan Report as had been circulated to members. The President updated members on the current status of the Strategic Plan.</p> <p>2. UET PRESENTATION – PARTNERSHIPS AND ENGAGEMENT The Chair welcomed Mr Thomas Stone (Vice-President for Partnerships) who joined the meeting for this item, and invited him to brief members on this presentation. Following discussion the Chair thanked Mr Thomas Stone for his presentation and stated that this was a two way process and requested Governing Body members to support this function and if opportunities arose in their area to make the University Executive aware of them.</p>	<p>NOTED</p> <p>NOTED</p> <p>NOTED</p>
Section D – Executive and Committee Reports		
30.01.09	<p>1. UNIVERSITY EXECUTIVE REPORT Governing Body noted the University Executive Report as had been circulated to members.</p> <p>2. COMMITTEES TERMS OF REFERENCE</p> <p>a) <u>Audit and Risk Committee (ARC) Revised Terms of Reference</u> Governing Body approved the ARC Revised Terms of Reference as circulated to members.</p> <p>b) <u>Finance and Property Committee (FPC) Revised Terms of Reference</u> Governing Body approved the FPC Revised Terms of Reference as circulated to members.</p> <p>3. COMMITTEES MEMBERSHIPS</p> <p>a) <u>Academic Council (AC) Membership</u> Governing Body approved the appointment of Mr Stephen Sheridan, Academic Council student member nominee, detailed in the Memorandum of 23rd March 2022 as circulated to Governing Body members. This appointment was with immediate effect.</p> <p>b) <u>Governing Body Committees Membership</u> Governing Body noted that this matter was still under review and that the Governing Body Chair would update members on this item at their next meeting.</p> <p>4. COMMITTEE REPORTS</p> <p>a) <u>Academic Council (AC)</u> Governing Body noted the:</p> <p>i) AC Meeting Report of 23rd March 2022.</p> <p>ii) Minutes of the fourteenth AC meeting held on 1st December 2021.</p> <p>iii) Minutes of the thirteenth AC meeting held on 6th October 2021</p>	<p>NOTED</p> <p>APPROVED Proposed: C Larkin Seconded: A O'Toole</p> <p>APPROVED Proposed: P Kelly Seconded: J Grant</p> <p>NOTED</p> <p>NOTED</p>

REF	ITEM	DECISION
Section D – Executive and Committee Reports		
30.01.09	<p>b) <u>Audit and Risk Committee (ARC)</u> Governing Body noted the:</p> <ul style="list-style-type: none"> i) ARC Meeting Report of 2nd March 2022. The ARC Chair also updated members on the ARC meeting held on 10th March 2022. ii) Minutes of the twenty-second ARC meeting held on 14th January 2022. iii) Minutes of the twenty-first ARC meeting held on 17th November 2021. iv) Minutes of the twentieth ARC meeting held on 12th November 2021. <p>c) <u>Finance and Property Committee (FPC)</u> i) Governing Body noted the: ii) FPC Meeting Report of 4th March 2022. iii) Minutes of the tenth FPC meeting held on 16th December 2021. iv) Minutes of the ninth FPC meeting held on 12th October 2021.</p> <p>d) <u>Equality, Diversity and Inclusion Committee (EDI)</u> Governing Body noted the: i) Minutes of the eighth EDIC meeting held on 23rd September 2021)</p> <p>e) <u>Nominations Committee (NC)</u> Governing Body noted the following: i) The NC Chair's update from the meeting held on 18th February 2022.</p>	<p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p>
Section E – Standard Items		
30.01.10	<p>1. ANY OTHER BUSINESS The following matters were noted under this item.</p> <p>a) <u>Update on Governing Body Self-Assessment Review</u> The Chair informed members that the annual Governing Body Self-Assessment Review which is being facilitated by Deloitte would commence at the end of March.</p> <p>b) <u>TU Dublin Risk Register</u> Governing Body noted that the University Secretary was working with Deloitte to finalise the draft TU Dublin Risk Register. This draft document is scheduled to be presented to the UET for their feedback and review, and will be submitted to the Governing Body as soon as this process is completed.</p> <p>2. MEETINGS</p> <ul style="list-style-type: none"> a) Members noted that the next Governing Body External Members only meeting is scheduled to take place on Wednesday, 6th April 2022 from 8.00-9.30am b) Members noted that the next Governing Body meeting is scheduled to take place on Wednesday, 11th May 2022 between 8.00-11.00am <p>The Chair thanked members for their attendance and participation.</p> <p style="text-align: center;">  SIGNED _____ DATE: 11th May 2022. David Carson, Chair. </p>	<p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p>