

Technological University Dublin Governing Body

MINUTES

MEETING 52: Wednesday 10th July 2024 (10:00 – 13:00)

PRESENT: Dr C Larkin (Chair), Ms M Cooke, Prof John Doran (Interim President), Ms P Kelly, Mr E O’Shea, Ms A O’Toole, Ms S O’Toole, Mr W Johnston,

ELECTRONIC ATTENDANCE: Dr N Burns, Dr M Carr, Ms C Clune-Mulvaney, Ms S A Sherry, Ms L Shoemaker,

APOLOGIES: Mr M Gately, Dr E Maher, Ms A Meya, Mr C O’Donovan, Mr B O’Mhurchú,

IN ATTENDANCE: Mr S Harton (TU Dublin ICFO), Ms M Whelan (TU Dublin Head Strategy and Planning (Head of S&P))

INVITED: Items 52.B.01, 52.C.01, 52.C.03 Dr Mark Henry (TU Dublin Head of Communications & Marketing) (Head of C&M)

SECRETARIAT: Ms M Holden, Ms S Hughes

DOCUMENTATION:


Agenda Item No.	Documentation circulated prior to meeting
52.B.01	Provision of media strategy, planning and buying (implementation) services
52.C.01	Brand Presentation
	Documentation circulated at meeting
52.B.02a	Financial Recovery Plan (FRP)
52.B.02b	BDO Report & Finance Update
52.B.02c	Governance Ireland Report Response/Action Plan
52.C.02	Financial Recovery Communications Plan
52.C.03	Section 64/66 Communications update

REF	ITEM	Decision
Section A – Standard Items		
52.A.01	WELCOME AND INTRODUCTION INTRODUCTION, ATTENDANCE AND APOLOGIES The Chair welcomed everyone and noted apologies for this meeting.	Noted
52.A.02	PROPOSED MEETING AGENDA The agenda for the meeting, as had been circulated, was approved and adopted.	Approved Proposed: M Cooke Seconded: W Johnston
52.A.03	DECLARATION OF CONFLICTS OF INTEREST The Chair noted there were no conflicts of interest declared by members present.	Noted

REF	ITEM	Decision
Section B – Items for Approval		
52.B.01 & 52.C.01	<p>Approval request to enter into contract for the provision of media strategy, planning and buying (implementation) services.</p>	
	<p>The Chair welcomed Dr Mark Henry, Head of Communications and Marketing to the meeting. This item was deferred from the 26th June Governing Body meeting as members requested further information. There was a robust discussion on the contract for the provision of media strategy, planning and buying (implementation) services in parallel with the Brand Strategy (Agenda item 52.C.01).</p>	Noted
	<p>Following the discussion Governing Body noted the following:</p>	Noted
	<ul style="list-style-type: none"> i. It is possible to terminate the contract if provider is not providing sufficient service. ii. It is necessary to have immediate approval to enter into contract, so that the University can run advertisement campaigns in Oct. 2024. iii. The Financial Recovery Plan (FRP) sets out the spend over the next number of years, is aligned with procurement and includes a review mechanism. All aspects of spend will be subject to review. iv. The Contract will contain specific review points regarding spend and a Termination Clause. v. TU Dublin financial systems will have a decision gate at 60% of spend. 	
	<ul style="list-style-type: none"> vi. The expected spend for next 6 months will be [REDACTED] (incl VAT). The FPC Chair requested that this item is tabled at FPC meeting in November/December 2024. vii. It will take several years to see an impact, and this will be monitored. 	Noted
	<p>Governing Body noted that the successful bidder has the following:</p> <ul style="list-style-type: none"> i. Good strategic thinking and a coherent and imaginative approach with a range of proprietary tools. ii. Strong awareness of the Irish Language Act. iii. Membership of Group M with much shared expertise. iv. Evidence that they could use budget most effectively. 	Noted
	<p>[REDACTED]</p>	Noted
<p>The following issues were noted regarding the Brand Strategy:</p> <ul style="list-style-type: none"> i. Governing Body requested consistency regarding taglines, noting that the tagline has changed a number of times to date. ii. [REDACTED] <p>[REDACTED]</p>	Noted	
<p><u>GB members requested the following restrictions and conditions:</u></p> <ul style="list-style-type: none"> A. A maximum expenditure between now and 31st Dec 2024 [REDACTED] The Interim CFO to arrange for this to be locked in as a control in the finance system. 	Noted	

REF	ITEM	Decision
	<p>B. Head of C&M to seek advance approval from Governing Body for further (1st Jan 2025 to 1st July 2025) spend.</p> <p>C. Head of C&M to present the following to Governing Body meeting on 27th Nov 2024:</p> <ul style="list-style-type: none"> a. Further research on the ‘tagline’ b. Strategy/tactical update. c. Conversion and tactical spend to return <p>Governing Body approved the request for TU Dublin to enter into Contract subject to the above restrictions and conditions.</p> <p>The Chair thanked the Head of C&M for his attendance.</p>	<p>Action ³⁶</p> <p>Approved Proposed: W Johnston Seconded: E O’Shea</p> <p>Noted</p>
52.B.02	<p>Response to HEA Letter to re S64 Review 18 June 2024</p> <p>All papers were distributed to members present in hard copy and the chair emphasised the need for utmost confidentiality. The documents were taken back at the end of the meeting. <i>Those attending online had no access to the documents.</i></p>	
52.B.02(a)	<p>Financial Recovery Plan</p> <p>The Interim President, Interim CFO and Head of S&P gave a high-level summary of the paper circulated which included the following:</p> <ul style="list-style-type: none"> • The Financial projections presented were based on the income and expenditure forecasts and derived from the detailed action based on agreed key assumptions. • Income streams include - student enrolments/retention/other income. • Expenditure lines include – pay/non pay costs/capital & other projects • [REDACTED] • Implementation, Monitoring & Reporting arrangements 	<p>Noted</p>
52.B.02(b)	<p>BDO Report & Finance Structure Update</p> <p>The Interim CFO gave brief outline of the BDO Report highlighting the restructure of the Finance Leadership Team, much of which has been actioned and is in place.</p> <p>Governing Body noted the milestones as set out by BDO, some of which have also been achieved.</p> <p>The Governing Body Chair confirmed that the Interim BDO Report will be provided to the HEA as part of the response.</p>	<p>Noted</p>
52.B.02(c)	<p>Governance Ireland Report Response Action Plan</p> <p>Head of S&P summarised the action plan.</p> <p>The Chair noted that some actions are due to be returned in draft format to the 28th August Governing Body meeting for discussion due to the summer break with final documents to follow for the 16th October 2024 Governing Body meeting. Other more complex actions have a later return date into 2025.</p>	<p>Noted</p> <p>Noted</p>

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52.B.02	<p>Governing Body suggested establishing a group consisting of GB and UET members to work with an independent expert to define reserved matters; this could form part of the workshops to be organized by the procured facilitator.</p> <p>It was noted that clarification on reserved matters has already been sought from the HEA and that a response has yet to be received.</p> <p>Reply to HEA Letter to re S64 Review 18th June 2024</p> <p>The Chair read out the draft letter for the benefit of Governing Body members who were online. The wording was discussed, and amendments agreed.</p> <p>Governing Body thanked the Executive for their work and confirmed that they are satisfied with the FRP.</p> <p>Governing Body suggested the following:</p> <ol style="list-style-type: none"> 1. That there would be a change to Management structure with all UET members reporting directly to the President. 2. Greater involvement of Heads of Schools, e.g. through the ALF group meeting more frequently. 3. A Recovery Lead at Director level should be appointed reporting to the President and should attend all GB meetings. <p>There was discussion of the above proposals. The Interim President noted the suggestions above. He noted that it was already decided to make changes to the ALF Group and to have more frequent meetings of that group, with a more wide-ranging agenda. He noted that there were several options in relation to the Recovery Plan Lead post and there was extended discussion in relation to this issue. It was agreed that the Interim President would meet with the Chair and Committee Chairs for further discussions on this issue.</p> <p>GB Members approved the following as discussed:</p> <ol style="list-style-type: none"> i) Covering/Reply letter to the HEA ii) Draft Financial Recovery Plan iii) BDO Interim Report iv) Finance Structure update v) Governance Ireland table response <p>The Interim President thanked UET members and other University staff for their work on producing the Financial Recovery Plan, noting in particular the contributions of the Head of S&P and the Interim CFO. He also thanked members of Governing Body, and the Ardú Committee for their commitment of time to this process.</p>	<p>Noted</p> <p>Approved Proposed: E O'Shea Seconded: A O'Toole</p>
Section C – Items for Noting		
52.C.03	<p>Section 64/66 Communications update</p> <p>The Chair welcomed back Mark Henry, Head of C&M to the meeting to discuss the communication plan. It was decided to take a reactive approach and to emphasise that the student experience will not be adversely affected by the Financial Recovery Plan.</p>	

REF	ITEM	Decision
52.C.04	<p>Aungier Street media coverage update</p> <p>[REDACTED]</p>	
Section D – Standard Items		
52.D.01	<p>Next Governing Body Meeting</p> <p>Next Regular Governing Body Meeting 53 (28th August 2024).</p> <p>The Chair thanked members for their attendance and participation.</p> <p style="text-align: center;"></p> <p>SIGNED _____ DATE: 16th October 2024</p> <p style="text-align: center;">Charles Larkin, Chair</p>	