

Technological University Dublin Governing Body MINUTES

MEETING 53: Wednesday 28th August 2024 (10.00 – 13.00)

PRESENT: Dr C Larkin (Chair), Prof J Doran (Interim President), Dr N Burns, Dr M Carr, Ms M Cooke, Mr M Gately, Mr W Johnston, Ms P Kelly, Mr C O’Donovan, Mr E O’Shea, Ms A O’Toole, Ms S O’Toole, Ms S A Sherry, Ms L Shoemaker,

Electronic Attendance: Dr E Maher

APOLOGIES: Ms C Clune-Mulvaney, Ms A Meya, Mr B Ó Mhurchú,

INVITED:

53.A.05	P Aguele, SU nominee
53.B.01 + 53.C.02 ii	T Fee, Chief Risk & Assurance Officer (CRAO)
53.C.03 i	M Whelan, Head of Strategy & Planning
53.C.03 ii	Prof Y Galligan, Director of Equality Diversity & Inclusion

IN ATTENDANCE: B Elliott (University Secretary and Head of G&C)(via electronic attendance), S Harton (Interim CFO)

SECRETARIAT: Ms M Holden, Ms S Hughes,


DOCUMENTATION:

Documentation circulated prior to meeting

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|-----|-----------------|---|
| 1. | 53.A.02 | Draft Agenda Governing Body Meeting 53 (28.08.24) |
| 2. | 53.A.04 (i)(ii) | Draft Minutes Governing Body Meeting 51 (26.06.24) and Governing Body Meeting 52 (10.07.24) |
| 3. | 53.A.05 (i) | Appointment of Student Union Nominees to Governing Body and Committees |
| 4. | 53.A.05 (ii) | Governing Body Action Log |
| 5. | 53.A.06 (i) | AGS 23 Confirmation Request re Student Numbers Calculation and Reporting |
| 6. | 53.A.06 (ii) | HEA correspondence |
| 7. | 53.B.01 (i) | Risk Improvement Roadmap |
| 8. | 53.B.01 (ii) | Updated University Risk Register [GI Recommendation] |
| 9. | 53.B.01 (iii) | University Seal – Governing Body nominee |
| 10. | 53.B.02 | AV Equipment and works for PPP Building Tallaght |
| 11. | 53.B.03 | Draft TU Dublin Business Continuity Policy |
| 12. | 53.C.01 | University Executive Report |
| 13. | 53.C.02 (i) | Financial Recovery Plan Update (Mazars) |
| 14. | 53.C.02 (ii) | Financial Recovery Plan Risk Assessment |
| 15. | 53.C.02 (iii) | Budgeting 2024/25 Update |
| 16. | 53.C.02 (iv) | Financial Reporting (re Governance Ireland Recommendations) |
| 17. | 53.C.02 (v) | BDO Finance Function Review Update |
| 18. | 53.C.03 (i) | Strategic Plan Update |
| 19. | 53.C.03 (ii) | Update on EDI |
| 20. | 53.D.01 | University Seal Register Report |
| 25. | 53.D.05 | Chair’s Action - AV Equipment and works for PPP Buildings in Blanchardstown |


REF	ITEM	DECISION
53.A.07	<p>The Chair highlighted that Governing Body have not had the opportunity to interact directly with Mazars.</p> <p>There was robust discussion concerning the financial recovery plan and Governing Body noted that despite the detailed response/submission provided on 12th July 2024 to the HEA letter of 18th June 2024, the HEA have replied with further requests.</p> <p>Governing Body Members request that a log be retained detailing all HEA requests and replies thereto.</p> <p>An additional Governing Body meeting will be scheduled for September 2024.</p> <p>CORRESPONDENCE RELEVANT TO GOVERNING BODY</p> <p>N/A</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
53.A.08	<p>COMMUNICATION COVERAGE</p>	<p>Noted</p>
<p>Section B – Items for Approval</p>		
53.B.01	<p>COMPLIANCE ITEMS – RISK MANAGEMENT</p> <p>The Chair welcomed the CRAO to the meeting, and the documents as pre-circulated were noted as read.</p> <p>i. Risk Improvement Roadmap [approved at UET 21.08.2024] - Governing Body members noted/requested the following:</p> <ul style="list-style-type: none"> • The Risk Improvement Roadmap sets out gaps to good/best practice and provides a basis for planning improvements to risk management • Substantial progress can be made without large expenditure • A summary version of the risk improvement roadmap could be made available to the HEA if required. <p>The Risk Improvement Roadmap was approved by Governing Body.</p> <p>ii. Updated University Risk Register</p> <p>The CRAO presented the University Risk Register mapped to new standard classifications enabling comprehensive consideration of risks and consistency of assessment across the University. Ratings are informed by the drivers of recent financial issues and the development of a Financial Recovery Plan (FRP).</p> <p>Governing Body noted the following:</p> <ul style="list-style-type: none"> • The update of the URR is timely in that it also addresses the Governance Ireland recommendation to ensure that the Risk Register adequately reflects the University's elevated financial risks which it now does. • Financial Risks will continue to be rated higher than the risk appetite for the University until the actions proposed under the FRP are deployed, embedded and proven to reduce the risk. 	<p>Approved Proposed: N Burns Seconded: SA Sherry</p>

REF	ITEM	DECISION
	<ul style="list-style-type: none"> CRAO to continue to provide updates to Governing Body on the URR and changes to the overall risk profile of the University. <p>Governing Body members requested a presentation of the action plan, in response to the staff survey results, be made by the Employee Engagement team. The Interim President confirmed that this will be circulated to Governing Body as soon as it is available.</p> <p>Updated University Risk Register [GI Recommendation] was approved by Governing Body.</p> <p>Governing Body thanked the CRAO for work done and progress made.</p> <p>iii. University Seal</p> <p>Governing Body approved the authorisation of the Chairs of the Audit and Risk Committee, the Equality Diverison and Inclusion Committee and the Finance and Property Committee to authenticate by their signature the seal of Technological University Dublin in accordance with section 8(3)(a) of the Act, subject to and conditional upon the Chair of each Committee also being an external member of Governing Body.</p> <p>It was noted a report of documents sealed is prepared by Legal Counsel and provided to Governing Body at each meeting. A full list of documents sealed during the term of the current Governing Body Committee Chairs to be provided.</p> <p>Procurement Contracts</p>	<p>Noted</p> <p>Action ³⁸</p> <p>Approved Proposed: L Shoemaker Seconded: W Johnston</p> <p>Approved Proposed: SA Sherry Second: P Kelly</p>
53.B.02	<p>AV Equipment and works for PPP Building Tallaght.</p> <p>Governing Body requested that electronic approval for procurement of Tallaght AV equipment be sought when the tender process is completed.</p> <p>Members queried the funding source for this expenditure and noted that if the 2024/2025 devolved grant is not available, the cost will need to come from the University's reserves.</p> <p>Policies/Statements</p>	<p>Deferred</p>
53.B.03	<p>Draft TU Dublin Business Continuity Policy</p> <p>The document as pre circulated was noted as read. Amendments were agreed to clarify that governance over reserved matters are not delegated during a disruption and to require that the President directly engages with Chair/Deputy Chair of Governing Body as soon as possible when Business Continuity arrangements are invoked and that ratification for key decisions made under Business Continuity arrangements is sought.</p> <p>The proposed implementation approach for the new policy was addressed in an appendix and in the covering memo.</p> <p>Governing Body members approved the TU Dublin Business Continuity Policy subject to the amendments discussed.</p> <p><i>The CRAO left the meeting having completed presentation of his agenda items.</i></p>	<p>Noted</p> <p>Noted</p> <p>Approved Proposed: L Shoemaker Seconded: N Burns</p>

REF	ITEM	DECISION
53.B.04	<p>Appointment of an Interim Recovery Lead</p> <p>The Chair introduced this new item/ proposal to the agenda. No paper was provided in the pack issued in advance to members; however a section of a draft paper was shown on screen.</p> <p>The Recruitment and Appointment of an interim Recovery Lead at Director Grade was approved by Governing Body.</p> <p>Recruitment of Permanent Chief Financial Officer (CFO)</p> <p><i>The Interim CFO recused himself for this agenda item</i></p> <p>The Chair introduced this new item/ proposal to the agenda. No paper was provided in the pack issued in advance to members.</p> <p>The recruitment process was discussed, and it was agreed that the University would proceed with the recruitment process of the Permanent CFO.</p>	<p>Noted</p> <p>Approved Proposed: L Shoemaker Seconded: P Kelly</p> <p>Noted</p> <p>Noted</p>
Section C – Executive Reports		
53.C.01	<p>University Executive Report</p> <p>Due to time constraints, the University Executive Report was deferred.</p> <p>The Chair referenced that Expression of Interest in Apprenticeship expansion require Governing Body Approval and that these Proposals should come to Governing Body for electronic approval if time permits.</p> <p>It was noted that the HEA have indicated that, due to the timescales involved, Governing Body approvals are not required in advance of submission.</p> <p>Governing Body requested that congratulations be extended to Dr Billy McCarthy, Ann Masterson for their accomplishments and to the four TU Dublin students participating in the Olympic Games.</p> <p>Finance reports:</p> <p><i>The Head of Strategy and Planning joined the meeting. The Chair invited interim CFO and the CRAO to re-join the meeting</i></p>	<p>Deferred</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
53.C.02	<p>i. Financial Recovery Plan Update (Mazars)</p> <p>The Interim CFO updated Governing Body on interactions with Mazars noting the following:</p> <ul style="list-style-type: none"> -  - HEA have indicated that more conservative assumptions are appropriate. - Senior Management are meeting with the HEA following the Governing Body meeting for further discussion on the FRP. 	<p>Noted</p>

REF	ITEM	DECISION
	<p>ii. Financial Recovery Plan Risk Assessment</p> <p>The CRAO presented the draft Financial Recovery Plan Risk Assessment that had been developed with the UET. An updated version will be presented to Governing Body at a special meeting in September after the FRP has been updated.</p> <p>Governing Body noted that uncertainty relating to HEA funding levels in future years is one of TU Dublin’s significant risk drivers.</p> <p>iii. Budgeting 2024/25 Update</p> <p>Governing Body noted that a number of workshops had taken place within Finance involving BDO and that a Town hall Meeting is to take place to communicate a budget update to the Advisory Leadership Forum (ALF) group.</p> <p>iv. Financial Reporting (re Governance Ireland Recommendations)</p> <p>Finance members met with the ARC and FPC Chairs to review financial proposals regarding provision of Financial Reports to various stakeholders, in response to governance Ireland recommendations.</p> <p>v. BDO Finance Function Review Update</p> <p>The papers as pre-circulated were noted as read.</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p>
<p>53.C.03</p>	<p>i. Strategic Plan Update - the Chair welcomed the Head of Strategy & Planning to present this item</p> <p>The papers as pre-circulated were noted as read and members noted the following:</p> <p>Governing Body noted the following:</p> <ul style="list-style-type: none"> - The Strategic Plan 2028 is aligned with the Financial Recovery Plan and the Performance Agreement. - Student Retention is one of the core themes in the Recovery Action plan which will be updated to Governing Body as part of the FRP reporting. <p>ii. Update on EDI – The Chair welcomed Prof Yvonne Galligan- Director Equality, Diversity and Inclusion to present on this item.</p> <p>The presentation was noted as read and Prof Galligan gave overview of same which was then discussed with members.</p> <p>The Chairperson invited Prof Galligan to return to Governing Body when the student disciplinary policy/procedures are being presented to provide assurance to the Governing Body that the aspect of addressing disciplinary matters relating to sexual violence and harassment are provided for in an appropriate manner.</p> <p>Governing Body thanked Prof Galligan, M Cooke (Chair) EDI Committee and its members for all of the positive work done in the EDI space across the University.</p>	<p>Noted</p> <p>Noted</p> <p>Action¹⁵</p>

REF	ITEM	DECISION
Section D – Items for Noting		
53.D.01	<p>University Seal Register Report</p> <p>Governing Body noted the University Seal Register Report (12th August 2024) from the University Legal Counsel confirming documents to which the seal of TU Dublin had been applied during the period 14th June 2024 to 12th August 2024.</p>	Noted
53.D.02	<i>UET Roles Update</i>	Deferred
53.D.03	<p><i>Authorship and Publication Policy electronically approved [on 3rd July 2024]</i></p> <p>At national level, authorship issues – from authorship disputes to plagiarism – are the most frequent reason for the investigation of research misconduct. The purpose of the policy is to provide clarity on the University approach to managing authorship and publication/dissemination of research, scholarship and innovation outputs. The risk of research misconduct is included as a risk on the R&I risk register. Findings of research misconduct can have a very detrimental impact on the reputation of a university. In this context, the policy represents a significant risk mitigation for what is one of the most common forms of research misconduct. In addition to the draft policy itself, two documents cited therein are also provided, detailing Authorship Criteria, and Guidelines and Template for Authorship Agreements.</p>	Electronically Approved
53.D.04	<p><i>Domestic Violence Leave Policy electronically approved [on 3rd July 2024]</i></p> <p>Under The Work Life Balance and Miscellaneous Provisions Act, 2023, with effect from 27th November 2023, there is now provision for staff members to avail of Domestic Violence Leave where they themselves have been or are currently experiencing domestic violence or abuse, or where they are supporting a relevant person who has previously or is currently experiencing domestic violence/abuse. This policy affirms the University’s commitment to supporting staff and colleagues impacted by domestic violence and abuse by creating awareness and providing workplace supports, including statutory domestic violence leave</p>	Electronically Approved
53.D.05	<p><i>Chair’s Action - AV Equipment and works for PPP Building (Blanchardstown Campus)</i></p> <p>Governing Body were informed of a situation whereby there was an urgent requirement for approval of a procurement contract for Audio Visual Equipment for a Public Private Partnership (PPP) Building on the Blanchardstown Campus exceeding €1m. Expenditure in excess of €1m requires approval of Governing Body. A fully compliant procurement process was completed, and successful supplier identified. The short notice on these items arises due to a culmination of events including a delay in identification of funding which has since been resolved. The PPP building is due to be handed over to the University in October 2024 and this AV installation will take approximately 6 weeks. The winning supplier cannot enter the site to commence installation until a contract is signed. Thus, the urgency in getting this contract signed as soon as possible.</p>	Approved via Chair’s action
Section E – Council & Committee Reports		
53.E.01	<p>STANDING COMMITTEE MEETING REPORTS</p> <p>i. AC Meeting Report 25th June 2024</p> <p>ii. FPC Meeting Report – no FPC meeting since 30th May 2024</p> <p>ii. ARC Meeting Report - Meeting 38 (30th July 2024)</p>	<p>Noted</p> <p>n/a</p> <p>Noted</p>

REF	ITEM	DECISION
53.E.02	OTHER COMMITTEE MEETING REPORTS	
	iv. S64/Ardú Committee Meeting report	None
	v. President Recruitment Selection Committee	None
	STANDING COMMITTEE MINUTES	
	i. AC Minutes 1 st May 2024 The Governing Body Chair noted that clarity on whether Academic Council approval is required to discontinue or pause a programme should be delegated to the Ardú Committee. ii. ARC Minutes - Meeting 38 (28 th May 2024) ii. ARC Minutes - Meeting 38 (28 th Feb 2024)	Noted Noted Noted Noted
Section F – Standard Items		
53.F.03	ANY OTHER BUSINESS	
53.F.04	Next Governing Body Meeting Next Special Governing Body Meeting (date TBC Sept 2024) Next Regular Governing Body Meeting (16 th Oct 2024) The Chair thanked members for their attendance and participation.  SIGNED _____ DATE: 16 th October 2024 Dr Charles Larkin, Chair	