

## **Technological University Dublin Governing Body**

## **MINUTES**

MEETING 54: Special Governing Body Meeting Tuesday 24th September 2024 (10:00 – 12:00)

PRESENT: Dr C Larkin (Chair), Prof J Doran (Interim President), Dr N Burns, Dr M Carr, Ms M Cooke, Mr M

Gately, Ms P Kelly, Dr E Maher, Mr B Ó Murchú, Ms A O'Toole, Ms S O'Toole, Mr W Johnston, Ms

S A Sherry, Ms L Shoemaker,

ELECTRONIC

ATTENDANCE: Ms C Clune-Mulvaney,

APOLOGIES: Mr P Aguele, Mr E O'Shea, Mr C O'Donovan, Ms Avice Meya

IN ATTENDANCE: Ms B Elliott (Head of Governance & Compliance and University Secretary), Mr T Fee (CRAO), Mr S

Harton (ICFO), Mr A Kelso (Head of Portfolio Management), Ms M Whelan (Head Strategy and Planning

(Head of S&P)),

SECRETARIAT: Ms M Holden, Ms S Hughes

## **DOCUMENTATION:**

Agenda Item No.	Documentation circulated prior to meeting
54.A 03 54.B.01	Proposed Meeting Agenda Procurement - Urgent approval request for PPP Audio Visual Equipment approved at FPC
	Documentation circulated in hard copy at meeting
54.A.06 ii 54.A.06 ii 54.A.06 iii	Letter to Mazars re Report response deadline Letter to HEA CEO Chair re Mazars Report response deadline Letter to HEA CEO Chair re shared understanding of appropriate communication between TU Dublin and the HEA
54.B.02 i	GB Covering Note to accompany HEA Submission
54.B.02 ii	Financial Recovery Action Plan (working draft)
54.B.02 iii	BDO update
54.B.02 iv	Risk Assessment of Financial Recovery Plan

REF	ITEM	Decision
Section A	- Standard Items	
54.A.01	WELCOME AND INTRODUCTION	
	INTRODUCTION, ATTENDANCE AND APOLOGIES	Noted
	The Chair welcomed everyone and noted apologies for this meeting.	
	The Chair explained that the objective of this special meeting of Governing Body is to discuss, amend [required following a meeting with HEA 23rd Sept 2024] and approve the documents that are circulated in hard copy for submission to the HEA 30th Sept 2024.	



REF	Ітем	Decision
54.A.05	Declaration of Confidentiality – The Chair stressed the importance of confidentiality.	
54.A.03	PROPOSED MEETING AGENDA  The agenda for the meeting, as had been circulated, was approved and adopted.	Approved Proposed: W Johnston Seconded: M Gately
54.A.02	MATTERS ARISING	
	UET Appointment – Interim Dean	Noted
	The Chair referred to the recent request for Governing Body approval for the appointment of the Interim Dean, Faculty of Sciences and Health and expressed dissatisfaction with the current process; in particular, the Chair indicated that not knowing the name or qualification of the successful candidate makes it impossible to do any due diligence.	
	The process for UET appointments is to be reviewed and updated to facilitate involvement of Government Body involvement in this process.	
	Following discussions with President, the Chair was assured that the successful candidate does meet the essential qualifications requirements and that the process was undertaken with utmost professionalism. This was indicated in his email to Governing Body of 16th September 2024 and will be captured in the next regular meeting of Governing Body.	
54.A.04	DECLARATION OF CONFLICTS OF INTEREST	Noted
	The Chair noted there were no conflicts of interest declared by members present.	
54.A.06	Correspondence between Governing Body and HEA	Noted
	Governing Body members noted the correspondence. The Chair referenced that there were factual inaccuracies in the draft document submitted to the HEA and indicated that the turnaround time for reply was too short to allow for fair process, thus the request by him to the HEA for additional time to respond. An additional week has been granted.	
	The Chair requested Members' consent to delegate the Governing Body response to the Ardú Committee.	Approved Proposed: L Shoemaker Seconded: M Gately
	Correspondence to HEA re shared understanding of appropriate communication	Noted
	The following summary of the correspondence has been provided by the Chair to give context to these minutes as this correspondence is not in the Governing Body documents:	



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	In conclusion, it was noted that the points raised in the letter regarding communications between TU Dublin and the HEA and the impact of the various statutory processes under 2022 Act are intended to be helpful and to assist in future engagement and that TU Dublin is anxious to move towards finalisation of the overall plan which will form the remedial measure and to ensure that the plan is successfully implemented and returns the University onto a financially sustainable trajectory].	
	Section B – Items for Approval	
54.B.01	Procurement Approval  Governing Body approved the request for the University to enter into a contract to spend >€1m for the Supply and Installation of Audio-Visual Equipment for the Tallaght Campus PPP Building.	<b>Approved</b> Proposed: B Ó Murchú Seconded: L Shoemaker
54.B.02	Response to HEA letter of 9th August 2024  Governing Body Members were issued with hard copies of the following documents:  i) Governing Body Covering Letter ii) Financial Recovery Action Plan a. Governance Ireland Action Plan b. BDO Action Plan c. TU Dublin Financial Recovery Action Plan iii) BDO Finance Function Review update iv) Risk Assessment of Financial Recovery Plan	Noted
	I. GB Covering Letter to accompany HEA Submission  Members, including those attending from the Executive provided some feedback on the draft letter. It was agreed that the letter would be revised to include feedback received.  II. Financial Recovery Action Plan (working draft)  The Interim President noted following the high-level actions initially submitted to HEA TU Dublin were requested to submit more detailed actions and milestones.	Noted
	a) Governance Action Plan  It was noted that the University has requested quotes for the facilitation exercise in line with public procurement guidelines in response to the governance recommendations under "governance renewal" section.	Noted



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	b) BDO Action Plan	
	The ICFO noted the actions completed/planned by BDO to date. A new set of financial processes are to be introduced that will be prioritised with clear deadlines. BDO have committed to providing a report by close of business (24.09.24) which will include highlights of the positives and achievements to date.	Noted
		Noted
	c) <u>Financial Recovery Action Plan</u>	
	Head of Portfolio Management and Head Strategy & Planning presented a high-level overview of the document circulated, and the following points were noted:	Noted
	The first quarter will be closely reviewed regarding the expected milestones that the University expects to deliver.	Noted
	The Head of Portfolio Management gave overview of how the project will be managed.	
	<ul> <li>Improvement of reporting systems is a key action; the financial plan includes more frequent reporting to UET and to Governing Body and its Committees; this is not without challenge as it will involve system, and people changes but it a plan is in place to achieve this.</li> </ul>	
	The Chair advised that the HEA have confirmed that they will be appointing an external body to independently verify our quarterly FRP submissions.	Noted
	Members noted that improvements in reporting will not be possible until the new Student Record Management System (SRMS) system is implemented. Current reporting on student data from three legacy systems means that information takes longer to retrieve. The SRMS is not due to be in place until September 2025.	Noted
	Members requested that Industrial Relations risk should be more clearly highlighted on the Risk Register. The CRAO confirmed that Industrial Relations concerns are covered within 'Low Morale' risk but that this will be made clearer.	Noted
	The Governing Body Chair requested that the SRMS and the Organisation Design (OD) be discussed at ARC.	Noted
	Members discussed whether it may be timely to review the effectiveness of Organisation Design. It was noted that if a review were to take place it should be forward looking rather than simply reflecting on elements that had not worked as expected.	Noted
	The CRAO indicated that OD is considered in the current University Risk Register and the potential for a review at an appropriate time is included as an action.	
	III. BDO update	Noted
	IV. Risk Assessment of Financial Recovery Plan	
	The CRAO updated members with a high-level summary of the updated Risk Assessment noting that Delivery Risk is the most urgent thematic risk with the majority of actions needing to progress or finish within the next 12 months.	



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	Consequently, plans and tracking metrics and processes need to be finalised quickly. The other key area of risk highlighted related to the potential for high levels of stretch or stress on pockets of staff most impacted through FRP actions while affected also by cost constraints. Members considered concerns regarding morale and the potential for escalation into industrial relations as well as the need for this to be monitored and addressed with particular focus on communication.	Noted
	A reporting process needs to be in place by end December 2024. Members discussed the level of metrics that can be delivered given challenges with respect to speed of data flows.	Noted
	The Chair indicated that the University needs to manage expectations with the Regulator.	
	Governing Body approved the HEA Submission subject to minor amendments required during finalisation:  I. Governing Body Covering Note	Approved Proposed: W Johnston Seconded: E Maher
	II. Financial Recovery Action Plan a. Government III. BDO Action Plan b. BDO Action Plan c. TU Dublin Financial Recovery Action Plan III. BDO Finance Function Review update IV. Risk Assessment of Financial Recovery Plan	
	Section C - Items for Noting	
54.C.01	Update on Financial Statements 2023	
	The ICFO indicated that the C&AG audit completed on 13th September 2024. Regarding the Financial Statements 2024, the year-end financial close plan has been completed.	Noted
	Section D - Standard Items	
	Next Governing Body Meeting	
54.D.01	Next Regular Governing Body Meeting 55 (16th Oct 2024)	
	Alles.	
	SIGNED DATE: 16th October 2024	
	Charles Larkin, Chair	