# Technological University Dublin Governing Body
## MINUTES

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| **MEETING 39:** | Wednesday 10th May 2023 (10.00 – 13.00) |
| **PRESENT:** | Dr C Larkin (Chair), Professor D FitzPatrick (President), Dr M Carr, Ms E Carroll, Dr C Duffy, Mr J Grant, Mr B Jordan, Ms P Kelly, Dr E Maher, Ms C Clune-Mulvaney, Mr C O'Donovan, Dr S O'Shaughnessy, Ms A O'Toole, Ms J Perez, |
| | **Electronic Attendance:**<br>Dr N Burns, |
| **APOLOGIES:** | Ms L Kavanagh |
| **IN ATTENDANCE:** | Ms B Elliott (University Secretary and Head of Governance and Compliance)<br>Mr M Henry (Head of Communications and Marketing) [Agenda Item 39.B.02]<br>Dr M Meaney (Registrar and Deputy President) [Agenda Items [39.B.03]<br>Ms N Shannon (Vice President for Organisation, Change and Culture) [Agenda Item 39.B.04]<br>Mr D Murphy (Chief Operations Officer), Mr C Whelan (Head of Finance) [Agenda Items 39.B.05] |
| **SECRETARIAT:** | Ms Y Cooke, Ms S Donovan |

**DOCUMENTATION:**  **Circulated prior to meeting**

1. [39.A.02] Draft Agenda Governing Body Meeting 39 (10th May 2023)
2. [39.A.04] Draft Minutes - Governing Body Meeting 38 (29th March 2023)
3. [39.A.05] Governing Body Action Log (10th May 2023)
4. [39.A.06] Correspondence: HEA Letter – CFO (20.04.23) and TU Dublin Response (26.04.2023)
5. [39.B.01] University Executive Report
6. [39.B.02] University Communications Briefing
7. [39.B.03] Strategic Plan Report – Student Statistics 2023
8. [39.B.04] University Organisation, Change and Culture Report
9. [39.B.05] Financial and Internal Audit Update
10. [39.C.01] TU Dublin Climate Action Roadmaps 2023
11. [39.C.02] TU Dublin Draft Charities Annual Report 2022
12. [39.C.03] DFHERIS Submission Update – *(Draft Procedures for the Appointment/Re-Constitution of Governing Body – HEA Act 2022)*
13. [39.C.04] Updated Governing Body Meeting Schedule 2023/2024
14. [39.D.01] TU Dublin Annual Report 2022 (Outline Draft)
15. [39.D.02] Electronic Approval – TU Dublin Closed Circuit Television (CCTV) Policy
16. [39.D.03] University Seal Register Report
17. Appendix [39.B.01] University Executive Report
18. Appendix [39.B.02] University Communications Briefing
19. Appendix [39.B.03] Strategic Plan Report – Student Statistics 2023
20. Appendix [39.B.04] University Organisation, Change and Culture Report
21. Appendix [39.C.01] TU Dublin Climate Action Roadmaps 2023
22. Appendix [39.C.02] TU Dublin Draft Charities Annual Report 2022
23. Appendix [39.C.03] DFHERIS Submission Update – *(Draft Procedures for the Appointment/ Re-Constitution of Governing Body – HEA Act 2022)*
24. Appendix [39.D.01] TU Dublin Annual Report 2022 (Outline Draft)
25. Appendix [39.D.02] Electronic Approval – TU Dublin Closed Circuit Television (CCTV) Policy
26. Appendix [39.E.01] EDIC Report – Meeting 16 (19th April 2023)
27. Appendix [39.E.02] ARC Minutes – Meeting 29 (8th February 2023)
28. Appendix [39.E.03] EDIC Minutes – Meeting 15 (1st March 2023)

**DOCUMENTATION:**  **Circulated at the meeting**

01. Appendix [39.B.04] University Organisation, Change and Culture Presentation.

| REF | ITEM | DECISION |
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| | **Section A — Standard Items** | |
| 39.A.01 | **WELCOME, ATTENDANCE AND APOLOGIES**<br>The Chair welcomed everyone and noted apologies for this meeting. | **NOTED** |
| 39.A.02 | **MEETING AGENDA**<br>The Agenda for the meeting, as had been circulated, was approved and adopted subject to taking Agenda Item [39.B.04] after Agenda Item [39.A.03]. | **APPROVED**<br>Proposed: J Grant<br>Seconded: A O'Toole |
| 39.A.03 | **DECLARATION OF CONFLICTS OF INTEREST**<br>The Chair noted there were no conflicts of interest declared by members present | **NOTED** |
| 39.A.04 | **APPROVAL OF MINUTES**<br>The draft Minutes of the thirty-eighth meeting of the Governing Body held on 29th March 2023, as had been circulated were approved. | **APPROVED**<br>Proposed: J Grant<br>Seconded: A O'Toole |
| 39.A.05 | **MATTERS ARISING**<br>**Governing Body Action Log**<br>Governing Body noted Action Log items on track, delayed and for closure. | **NOTED** |
| 39.A.06 | **CORRESPONDENCE RELEVANT TO GOVERNING BODY**<br>**HEA Letter - Chief Finance Officer (20.04.23) and TU Dublin Response (26.04.2023)**<br>Governing Body noted correspondence received from the HEA in respect to the appointment of a dedicated Chief Finance Officer as circulated to Governing Body and the University response.<br><br>███████████████████████████ ██████████ ████████ █████████ ████ ████████████████████████████ ██████████████ █████████████████████████████ ████████████████████████████ | **NOTED**<br><br><br><br><br><br><br><br>**NOTED** |
| 39.A.07 | **REGULATORY AND SECTOR UPDATES**<br>**Code of Governance Update – Institute of Public Administration (IPA)**<br>Governing Body noted that the IPA continues their review of the current Code of Governance. The objective is to have a draft document ready for circulation to the Technological University Chairs and Presidents Group in June. Following this step the draft document will be circulated to Governing Bodies in the Autumn for their consideration and review. | **NOTED** |
| | Governing Body noted the following updates from the Chair: | **NOTED** |
| | 1) **Draft Heads of Bill – Research and Innovation 2023**<br>Governing Body noted that on 9th May 20293 the Joint Oireachtas Committee on Education, Further and Higher Education Research, Innovation and Science met representative bodies and social partners in order to afford them the opportunity to participate in pre-legislative scrutiny of the draft Heads of Bill – Research and Innovation 2023. The IUA and THEA were among a number of groups to present submissions to this Committee.<br><br>Governing Body noted a copy of this draft legislation would be circulated to members. | **NOTED**<br><br><br><br><br><br>**NOTED**<br>**SECRETARIAT** |
| | 2) **Meeting with Minister Harris (Further and Higher Education Research, Innovation & Science)**<br>The ten Heads of Universities and Chairs are planning to meet the Minister on 15th June 2023. Part of the discussions will focus on additional funding for the sector, position of professorships and lack of academic career path with TU's. | **NOTED** |

| REF | ITEM | DECISION |
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| | **Section A – Standard Items** | |
| 39.A.07 | **REGULATORY AND SECTOR UPDATES**<br><br>3)  **White Paper on Enterprise**<br>Governing Body noted the white paper on Enterprise references the Technological Universities creating regional technical clusters as part of the national clustering programme which is to be launched next year. | **NOTED** |
| | **Section B – Executive Reports** | |
| 39.B.01 | **UNIVERSITY EXECUTIVE REPORT**<br>The President thanked members for their attendance and engagement at the Governing Body Strategy Meeting workshops on 6th May 2023. Responding to concerns raised by members during the strategy workshops in respect to meeting targets set down in the TU legislation, Governing Body noted that the University would find it difficult to achieve these targets under the current constraints on awarding professorships and the academic career path within TU's. Governing Body would continue to be kept informed of any developments on this matter and that the University communications team would be involved in the narrative surrounding this issue.  Governing Body noted that feedback from these workshops is currently being collated for inclusion in the next revision of the Strategic Plan 2024-2028.  This revised document would be presented for consideration, review and approval by Governing Body at its next meeting on 21st June 2023. | **NOTED** |
| 39.B.02 | **UNIVERSITY COMMUNICATIONS BRIEFING**<br>Governing Body noted the presentation report '*University Communications & Marketing Overview*' as part of the Strategic Plan Update and had been circulated to members. The Chair welcomed Mr Mark Henry, newly appointed Head of Communications and Marketing, who joined the meeting to brief members on this report.  Following discussion Governing Body noted:<br><br>• Brand KPI's, management, and campaign development.<br>• Brand investment and recruitment.<br>• Grow market share, sponsorship - increase unprompted awareness of TU Dublin among adults.<br>• Optimal product offering – increasing 1st preference share of CAO.<br>• Engagement on social media, content, channel management, governance, student social media ambassador programme.  Increased synergies with Students Union.<br>• Internal and external communications plan.<br>• Crisis communications protocol, story management and engagement.<br><br>The Chair thanked Mr Henry for his briefing. | **NOTED** |
| 39.B.03 | **STRATEGIC PLAN REPORT – STUDENT STATISTICS 2023**<br>Governing Body noted the presentation '*University Student Numbers, Education Model and Student Experience Transformation),* as part of the Strategic Plan Update and had been circulated to members. The Chair welcomed Dr Mary Meaney, Registrar and Deputy President, who joined the meeting to brief members on this item.  Following discussion Governing Body noted:<br><br>• Current CAO application numbers for 2023 entry, first preferences, number of existing programmes.<br>• Opportunity for growth in the digital and data area.<br>• ███████████████████████████████████████<br>• Current student numbers.<br>• Anomalies across the system resulting from Covid-19 experience – remote delivery for postgraduate students<br>• Pathways to and through TU Dublin. | **NOTED**<br><br>**NOTED** |

| REF | ITEM | DECISION |
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| | **Section B – Executive Reports** | |
| 39.B.03 | • Choice, support and experience for students.<br>• New IT systems (CRM Recruit and HEEAR) – business changes involved and impact.<br>• Retain and attract students by embedding LTA into completing the lifecycle of Academic Affairs, postgraduate diploma in teaching and assessment offered to new incoming academic staff.<br>• Student Experience Transformation Programme (SET) overview and progress to date.<br>• Maintaining market share in undergraduate numbers is crucial for the financial well-being of the organisation, and the ability to increase international students as an additional income stream.<br>• National Review Skills (OECD) – issues on hybrid delivery and future practices on this model, and micro credentials.<br>• Engagement with professional accreditation and professional bodies on University programme frameworks.<br><br>The Chair thanked Dr Meaney for her briefing. | NOTED |
| 39.B.04 | **UNIVERSITY ORGANISATION, CHANGE AND CULTURE REPORT**<br>Governing Body noted the Cover Sheet 'Organisation, Change and Culture', and the supporting documentation contained in the Appendices, 'Organisation Change and Culture Report – April 2023' and 'Organisational Structure and Resourcing – Organisation, Change & Culture – 10th May 2023', as had been circulated to members.   The Chair welcomed Ms Niamh Shannon, (Vice President for Organisation, Change and Culture), who joined the meeting to brief members on this newly established department.   Governing Body noted the progress on the establishment and resourcing of this new function and noted a number of key highlights to date:<br><br>• Team Structure (Portfolio Management/Change Management/Employee Engagement)<br>• Key roles in Human Resources (Head of People Development/Head of HR Talent/Head of HR Strategy)<br>• Executive and Leadership Development Programmes<br>• Employee Engagement Survey scheduled to take place in October 2023<br>• Listening strategy/sessions for employee engagement – employee forum<br>• Portfolio Governance Committee and Portfolio Steering Groups<br>• Student experience and representation on Portfolio Steering Groups<br>• University Portfolio Management Office and Head of Portfolio Management Office<br>• Training staff – change management/project and programme management including IT<br>• Lean continuous improvement training provider<br>• Transformation planning partner - specialist support to plan the next phase of change<br>• Student experience and representation on Portfolio Steering Groups<br>• New communication tools/plan, internal communications and engagement with staff,<br>• Change Management workshops, change management toolkit<br>• Development of culture toolkit – development of staff charter<br>• Determining work priorities and gaps - objectives, targets, and priorities<br>• Governing Body engagement, its performance and how it relates to the Executive<br><br>Following discussion Governing Body requested a future presentation detailing an end to end picture of change, performance indicators, internal and external benchmarking, integration between the HR function and the change function, and what sits within the portfolio management office, governance and technology.<br><br>Governing Body also requested a copy of the Listening Sessions Report be circulated to members.<br><br>The Chair thanked Ms Shannon for her briefing. | NOTED<br><br><br>NOTED<br><br><br><br><br>NOTED<br>PRESIDENT/VP OCC<br><br><br>NOTED<br>SECRETARIAT<br><br>NOTED |

| REF | ITEM | DECISION |
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| | **Section B – Executive Reports** | |
| 39.B.05 | **FINANCIAL AND INTERNAL AUDIT UPDATE** Governing Body noted the Cover Sheet *'Financial and Internal Audit Update, (3rd May 2023)'*, as circulated to members which provided an update on a number of areas under the finance function including Internal Audit, Risk Management, Draft Financial Statements, HEA Budget Meeting and Finance Action Plan. The Chair welcomed Mr Denis Murphy (COO) and Mr Colm Whelan (Head of Finance), who joined the meeting to brief members on this item. Following discussion Governing Body noted: | **NOTED** |
| | 1) A member of Governing Body would be invited to sit on the CFO interview panel as an independent member on basis of their external expertise. | **NOTED PRESIDENT/ UNIVERSITY SECRETARY** |
| | 2) Steps taken to ensure the Financial Statements for 2022 are completed within the required timeframe and presented to the Governing Body meeting on 23rd August 2023. Supports in place to bring management reporting and financial statement preparation for 2023 up to date. | **NOTED COO** |
| | 3) Awaiting response from the C & A-G on the proposed treatment of the correction adjustment re the 2021 Financial Statements. | **NOTED** |
| | 4) Progress on Internal Audit Tracker. | **NOTED** |
| | 5) The COO to provide the following information to Governing Body at its meeting on 21st June 2023 <br> a) Details on the impact of Organisational Design on payroll costs. <br> b) Briefing summary on the UET Finance Workshop taking place in June to be included in the President's Report. <br> c) Indicate a provisional date for completion of draft Financial Statements 2023. | **NOTED COO** |
| | **Section C – Items For Approval** | |
| 39.C.01 | **TU DUBLIN CLIMATE ACTION ROADMAPS 2023** Governing Body noted the Approval Cover Sheet *'TU Dublin Climate Action Roadmap Submission (March 2023)'*, and the supporting documentation contained in the accompanying Appendix as circulated to members. Governing Body also noted that the TU Dublin's Climate Action Roadmap had been submitted to the HEA and SEAI on its due date 31st March 2023 subject to seeking formal approval by Governing Body at its meeting on 11th May 2023. <br><br> Governing Body approved TU Dublin Climate Action Roadmap (March 2023). | **NOTED** <br><br> **APPROVED** Proposed: J Grant Seconded: P Kelly |
| 39.C.02 | **TU DUBLIN DRAFT CHARITIES ANNUAL REPORT 2022** Governing Body noted the Approval Cover Sheet *'TU Dublin Charities Governance Compliance Report 2022'* and the supporting documentation contained in the Appendix *'Draft TU Dublin Charities Governance Compliance Record Form for Year Ending 31st August 2022'*. <br><br> Governing Body approved the draft TU Dublin Charities Governance Compliance Record Form Year Ending 31st August 2022. | **NOTED** <br><br> **APPROVED** Proposed: J Grant Seconded: S O'Shaughnessy |
| 39.C.03 | **DFHERIS SUBMISSION UPDATE** Governing Body noted the Approval Cover Sheet *'Updated Draft Procedures for the Appointment/ Reconstitution of the TU Dublin (HEA Act 2022)'*, and the supporting documentation contained in the Appendices, *'Updated Draft Procedures for the Appointment / Reconstitution of the TU Dublin (HEA Act 2022)'*. Governing Body noted DFHERIS had responded to the TU Dublin submission (*Draft Procedures for the Appointment/Re-Constitution of Governing Body – HEA Act 2022*) requesting that the membership of the Governing Body Select Committee comprise a majority of External Members. | **NOTED** |
| REF | ITEM | DECISION |

## Section C – Items For Approval

| REF | ITEM | DECISION |
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| 39.C.03 | In order to achieve a majority membership of external members on the Select Committee Governing Body approved the appointment of Conor O'Donovan (External Member) to the Select Committee. In addition Governing Body also approved the appointment of Louise Kavanagh (Student Member) in place of Ms Jessica Perez current student member who is stepping down from this Committee. | **APPROVED**<br>Proposed: E Carroll<br>Seconded: B Jordan |
| 39.C.04 | **Updated Governing Body Meeting Schedule 2023/2024**<br>Following discussion Governing Body noted a number of items in respect to the proposed Governing Body Meeting Schedule 2023/2024 including meeting venues, additional meeting to approve financial statements, and re-examine the schedule for a potential additional meeting during December/January period. Governing Body noted availability of suitable meeting rooms are limited due to capacity and connectivity requirements.<br><br>Governing Body approved the updated Governing Body Meeting Schedule (2023/2024) subject to notification of potential additional meeting. | **NOTED**<br><br><br>**APPROVED**<br>Proposed: B Jordan<br>Seconded: E Maher |

## Section D – Items For Noting

| REF | ITEM | DECISION |
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| 39.D.01 | **TU DUBLIN ANNUAL REPORT 2022**<br>Governing Body noted the following documents as circulated to members for their information and feedback in advance of the final draft submission for approval at the Governing Body meeting on 21st June 2023. Governing Body noted members to send their feedback to the Secretariat's office.<br><br>1) TU Dublin Draft Annual Report 2022 Cover Sheet (24th April 2023)<br>2) TU Dublin Draft Annual Report 2022 (24th April 2023) | **NOTED**<br>**SECRETARIAT** |
| 39.D.02 | **ELECTRONIC APPROVAL REQUEST – DRAFT CLOSED CIRCUIT TELEVISION (CCTV) POLICY**<br>Governing Body noted electronic approval was received by 2nd May 2023 as requested in the documentation circulated to members on 26th April 2023. | **NOTED** |
| 39.D.03 | **UNIVERSITY SEAL REGISTER REPORT**<br>Governing Body noted the University Seal Register Report (24th April 2023) from the University Legal Counsel confirming documents to which the seal of TU Dublin had been applied during the period 11th March 2023 to 24th April 2023. | **NOTED** |

## Section E – Chair and Committee Reports

| REF | ITEM | DECISION |
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| 39.E.01 | **EQUALITY, DIVERSITY AND INCLUSION COMMITTEE (EDIC) MEETING REPORT**<br>Governing Body noted the EDIC Report for Meeting (16) on 19th April 2023 as circulated to members. The EDIC Chair updated members on the TU Dublin's Gender Pay Gap (GPG) Report 2022 presented to the EDIC. Governing Body noted there is a legal obligation for organisations of over 250 persons to report and publish the difference between the mean and median hourly pay of male and female employees. The results show that more females dominate in the lower pay rates and more males dominate the higher pay rates. The difference is greater among part-time staff. The GPG actions for 2023 focus on four areas and are largely based on a range of actions agreed in the Athena SWAN institutional plan and other specific actions and measures agreed by the University to address the GPG were also noted. | **NOTED** |
| 39.E.02 | **COMMITTEE MINUTES**<br>Governing Body noted the following approved Committee Minutes as circulated to members.<br><br>1. ARC Minutes – Meeting (29) held on 8th February 2023.<br>2. EDIC Minutes – Meeting (15) held on 1st March 2023. | **NOTED** |
| **REF** | **ITEM** | **DECISION** |

## Section F – Standard Items

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| **39.F.01** | **ANY OTHER BUSINESS**<br>**Mazars External Governing Body Review Update 2022/23**<br>Governing Body noted that the qualitative phase of this process would commence shortly. Governing Body agreed that Mazars would interview a representative from each of the Governing Body cohorts, including students, staff, Committee Chairs, President, Chair of Governing Body and the University Secretary. | **UNIVERSITY SECRETARY**<br>**NOTED** |
| **39.F.02** | **Governing Body External Members Meeting Only**<br>Governing Body noted the External Members Meeting took place virtually on Thursday 19th April 2023 between 8.00-9.30am. The Chair advised that he is following up on a number of items arising from this meeting. | **NOTED** |
| **39.F.03** | **Next Governing Body Meeting**<br>Members noted that the next Governing Body meeting is scheduled to take place on Wednesday 21st June 2023 between 0.00-13.00 on the Grangegorman Campus.<br><br>The Chair thanked members for their attendance and participation. | **NOTED** |

SIGNED

**Charles Larkin,**
**Chair.**

DATE: **21st June 2023.**