

Technological University Dublin Governing Body

MINUTES

- MEETING 19:** Wednesday 23rd September 2020 (08.00) – Electronic Meeting
- PRESENT:** Ms I Reynolds (Chair), Professor D FitzPatrick (President), Mr J Barnes, Mr N Beecher, Ms A Bejarano, Ms V Bistany, Dr M Carr, Ms E Carroll, Ms É Finan, Dr C Fisher, Ms R Gorman, Mr J Grant, Ms P Kelly, Dr C Larkin, Mr P Lavelle, Dr M Marjoram, Mr J McCarthy, Ms S O’Shaughnessy, Ms A O’Toole
- APOLOGIES:** Mr L Bennett,
- IN ATTENDANCE:** Dr M Meaney (Registrar & Deputy President), Mr D Murphy (Chief Operations Officer & University Secretary)
- INVITED:** Minute Item [19.01.09(ii)] Mr D Kinsella (Partner, Deloitte)
Minute Item [19.01.09(ii)] Ms S Bonar (Director, Deloitte)
- SECRETARIAT:** Ms Y Cooke (TU Dublin Programme Team)
- DOCUMENTATION:** **Circulated prior to meeting**
1. Agenda – Governing Body Meeting 19 (23rd September 2020)
 2. Draft Minutes – Governing Body Meeting 17 (8th July 2020)
 3. Draft Minutes – Special Governing Body Meeting 18 (28th August 2020)
 4. Governing Body Committees Membership – Student Members (Memorandum – 16th September 2020)
 5. Approved GB ARC Minutes – Meeting 8 (26th June 2020)
 6. Approved GB FPC Minutes – Meeting 3 (11th June 2020)
 7. Approved GB EDIC Minutes – Meeting 2 (27th April 2020)
 8. Finance Update Government Funding (Memorandum – 16th September 2020)
 9. Finance Update Governing Funding Support Documentation (16th September 2020)
 10. Use of the University Seal (Memorandum – 16th September 2020)
 11. TU Dublin Sealing Approval Policy (16th September 2020)
 12. TU Dublin Governing Body Effectiveness Report – Deloitte (16th September 2020)
- DOCUMENTATION:** **Presented at the meeting**
1. Academic Affairs Presentation
 2. Human Resources Presentation

REF	ITEM	DECISION
19.01/01	APOLOGIES	
	The Chair noted members’ apologies for this meeting.	NOTED
19.01/02	MEETING AGENDA	
	The Agenda for the meeting, as had been circulated, was approved and adopted.	APPROVED Proposed: J Grant Seconded: J McCarthy
19.01/03	DECLARATION OF CONFLICT OF INTEREST	
	The Chair noted there were no conflicts of interest declared by members present.	NOTED

REF	ITEM	DECISION
19.01/06	CORRESPONDENCE	
	<p>The Governing Body noted the following item raised under correspondence.</p> <p>i) Correspondence received for Governing Body (18th September 2020) The Chair of Governing body informed members that correspondence had been received through the secretariat for the attention of Governing Body members in relation to a fee deferral. Governing Body noted this item had been sent to the executive to be formally processed and an update on this item would be reported at the next Governing Body meeting by the University Secretary.</p>	<p>NOTED UNIVERSITY SECRETARY</p>
19.01/07	REPORTS	
	<p>1. <u>PRESIDENT'S REPORT</u></p> <p>The President updated Governing Body on the following:</p> <p>i) <u>Covid19 Update</u> The President informed members that the University was still operating in a very changeable environment. Governing Body noted this is the first week of the teaching semester with some of the plans for staff and students returning to campus now modified due to the recent Government announcement placing Dublin on level 3. This has resulted in further reduced time for students on campus with the primary focus on practical based activities. Some activities will continue to go ahead such as apprenticeship blocks which are both practical and theory as these students and employers had committed to being in TU Dublin for the full week. The University is also looking at other changes that may need to be made if level 4 or 5 are implemented.</p> <p>The week of the 28th September is the week that first year students are scheduled to start and the University will have to examine what level of contact can be implemented but the majority of engagement will be delivered remotely during this current phase. The challenge during level 3 restrictions is to provide opportunities for face to face contact while minimising contact and travel. This is not dissimilar to what had been planned with students attending University for particular blocks of time for a day a week and working remotely for the rest of their time. This would enable continuity of engagement while allowing students some time on campus regularly. It remains an ongoing process and University staff have responded very well and continue to respond very well to the challenges that arise. The University Covid19 response team is in place and the other elements that are necessary within the Covid19 guidelines are in place.</p> <p>Governing Body noted that the University would continue to meet the requirements of accreditation bodies with ongoing dialogue with these bodies in relation to challenges being met in particular to work placement requirements. Governing Body noted the University does not provide student accommodation, but has endeavoured to provide clear advice in relation to the amount of time students may be required to spend in the University.</p> <p>Governing Body noted the University strongly encourage students and staff to use the HSE recommended Covid19 tracker app as one contribution toward assisting the HSE in tracing suspected Covid19 cases. It was noted that under the Public Health Guidelines the HSE has responsibility for contact tracing. Governing Body noted the proposal to form a University Covid19 tracking/contact group to assist the HSE would be brought to the attention of the University Covid19 Response team for their consideration.</p> <p>The meeting noted concerns raised in relation to a potential risk of increased early retirements due to the unprecedented circumstances imposed by Covid19.</p>	<p style="text-align: center;">NOTED</p>

REF	ITEM	DECISION
19.01/07	REPORTS	
	<p>i) <u>Covid19 Update (continued)</u> Governing Body wished to acknowledge and recognise the challenges and demands on staff working remotely, the amount of work and effort involved by the University staff in engaging students, and particularly first year students who are crucial to the branding of the University.</p> <p>Governing Body noted a national level survey to capture challenges in relation to remote delivery will take place in October and November and the University will form part of this survey response, but will consider conducting its own survey for specific feedback in a number of areas. Governing Body also noted that involving staff in relation to their inputs and views on remote working as an area they have control in shaping in the future, increased their engagement and contributed to a positive working environment.</p> <p>ii) <u>Organisational Design (OD) Update</u> Governing Body noted the meeting on 28th August 2020 which had been very helpful to members, the process and the OD team. The feedback received from members has been aggregated into the consultation phase which is ongoing. The OD team has met with a range of groups and outputs are starting to show some consensus forming around general areas that staff prefer and areas with which they have concerns. The OD team are very cognisant of the demands being placed on staff under the complex set of circumstances and are taking time to ensure everyone can engage and contribute as fully as possible. The team are putting together the feedback on the high level design and are moving to a specific proposal on the basis of that feedback in October. It is a challenge to keep it moving but the team are working with staff to keep momentum.</p> <p>Governing Body noted that post consultation phase a draft of the proposal will be presented to Governing Body. Governing Body noted they will be invited to participate in the OD survey when it becomes available. Governing Body noted concerns raised in relation to the OD timelines.</p> <p>iii) <u>TU Dublin Policy Review</u> Governing Body noted the University were currently reviewing a number of policies and were focussing on a group of policies relating to equality, diversity and inclusion in particular. The University had already started some activities coinciding with the formation of the black lives matter movement. A communication was circulated to students and staff stating the University has a zero tolerance policy in relation to issues of racism and other forms of discrimination. In that context the EDI team are starting to look at a strategy to enhance our policies and practices to show we can act on this zero tolerance approach and to support people in that process. As demonstrated in recent media coverage of a high profile academic case, not only do these type of policies need to be in place, there must be the processes and mechanisms in place that allows the University to react in a timely manner.</p>	<p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED SECRETARIAT</p> <p>NOTED</p>
19.01/07	REPORTS	
	<p>2. <u>ACADEMIC AFFAIRS REPORT</u></p> <p>i) <u>First year intake (CAO and International Students)</u> Governing Body noted an additional paper would be circulated to members in relation to the CAO numbers in due course. The Registrar noted that both students and the University had just gone through the most stressful, complex and complicated CAO season that has ever been experienced throughout the CAO history.</p>	<p>NOTED REGISTRAR</p>

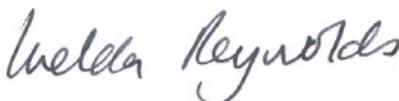
REF	ITEM	DECISION
19.01/07	REPORTS	
	<p>2. <u>ACADEMIC AFFAIRS REPORT (continued)</u></p> <p>i) <u>First year intake (CAO and International Students)</u> The Registrar briefed members on the status of the predictive grades and its impact. The Governing Body noted the University must recognise the certificate supplied by the Department of Education. The application of the process has led to grade inflation which has converted into a median increase of approximately 50 points in CAO course requirements across the sector. This has occurred as the national and the University's offer season is progressing. The University is still in the middle of round two as the results only just came out in early September which is three to four weeks later than normal. Governing Body noted the overall preliminary results indicate a small increase in preferences for the University with a corresponding increase in uptake. The first student census date takes place on 31st October and a presentation on these student numbers will be given to Governing Body at a future meeting.</p> <p>Governing Body noted the continuing national trend of an increase in Level 8 students with a significant decrease in Level 6 and 7 students. Governing Body noted the University is up overall but that is not consistent across all programmes. It was also noted that the expected drop in the international student numbers is not as significant as first anticipated considering the challenges of the external environment. Overall student demand is very strong and that does not include the Springboard courses, HCI courses and a new call by the HEA for post graduate funded places. TU Dublin was approved for and provided an additional 200 places, required by the HEA to take some of the pressure off the CAO system. Governing Body noted business, law and engineering had agreed to increase the places available in these disciplines.</p> <p>Responding to queries raised it was noted that the University does not anticipate further turbulence in the student numbers. It was also noted that there may be opportunities in the FE sector in relation to increasing the student numbers applying for the Level 6 programmes by creating a partnership model with FE. In addition to this a repositioning of the Level 6 programmes similar to the Canadian stand alone model may also be considered. Erasmus student numbers due to the travel restrictions are significantly reduced.</p> <p>ii) <u>Academic Council Update</u> Governing Body noted the next meeting of Academic Council is taking place after this Governing Body meeting. A number of areas including assessment, methodologies and QA procedures for the year 2020/21 will be addressed at this meeting.</p> <p>3. <u>COMMITTEE REPORTS</u></p> <p>a) <u>Membership Appointments Governing Body Committees – Memorandum (16th September 2020)</u> Governing Body approved the appointment of the following student members' to two of its Committees.</p> <ul style="list-style-type: none"> • Mr Lee Bennett – Equality, Diversity and Inclusion Committee • Ms Rebecca Gorman – Finance and Property Committee <p>Governing Body noted that Ms A Bejarano would be appointed to a Committee in due course.</p>	<p>NOTED REGISTRAR</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>APPROVED Proposed: É Finan Seconded: J McCarthy</p> <p>NOTED</p>

REF	ITEM	DECISION
19.01/07	REPORTS	
	<p>4. COMMITTEE REPORTS</p> <p>i) <u>Audit and Risk Committee (ARC)</u></p> <p>a) <u>Approved ARC Minutes – Meeting 8 (26th June 2020)</u> Governing Body noted the ARC Minutes of its eighth meeting held on 26th June 2020</p> <p>b) <u>ARC Report</u> The Chair of ARC advised members that an ARC meeting had been held on 11th September 2020 and briefed members on a number of key issues noted and discussed including:</p> <p><u>Risk Matters</u></p> <ul style="list-style-type: none"> • Academic and operational matters in relation to return to work and the status of international students. • Update on delays in the construction programme, the Sodexo management contract, handover of buildings and funding. It was noted there were no issues identified in relation to funding for the University arising from those discussions. • Implementing an ARC twelve month rolling plan of actions to ensure a robust system is in place to monitor and implement ongoing responsibilities, requirements and recommendations from internal and external audit reports from Deloitte and the C&AG. • Assurance mapping process in relation to signing off on reports required by external parties such as statements of internal control, annual financial statement, annual governance statements and the C&AG Management Letter. • Schedule of internal audits to be conducted by Deloitte for the current academic year. • The University's charitable status. <p>Responding to a query raised in relation to remote working, Governing Body noted that this issue is being reviewed as part of a current cyber security audit. This audit is reviewing remote working issues and commenced on 14th September. The draft report is scheduled for completion late October.</p> <p>Both the President and the Chief Operating Officer & University Secretary recused themselves in advance of the next item to be discussed by Governing Body, and re-joined the meeting when this item had concluded.</p> <p>c) <u>ARC Report - Correspondence to Chair of Governing Body (Received 18th June 2020)</u> At its meeting on 8th July 2020, Governing Body agreed that this correspondence would be formally processed through the ARC, and the Chair of ARC would report to the Governing Body on the matter at its meeting on 23rd September 2020.</p> <p>The Chair of ARC informed Governing Body as follows:</p> <ul style="list-style-type: none"> • Three ARC members had been involved in the review of this correspondence, Mr N. Beecher, (Chair of ARC and member of Governing Body), Mr. G. Fallon (ARC Member), Ms A. O'Toole (Governing Body and ARC member). • The review group met with the correspondent in relation to the items documented in their communication. • The review group gave full and careful consideration to the issues raised by the correspondent. The review group found no evidence presented in the original correspondence or in the detailed discussions with the correspondent to support the risk or governance issues raised and concluded that there was no case to answer in relation to any of the items that were outlined in the letter. 	<p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p>

REF	ITEM	DECISION
19.01/07	REPORTS	
	<ul style="list-style-type: none"> • The review group noted that in terms of HR issues raised it was open to the correspondent to follow the processes and procedures in place for staff if the correspondent wished to pursue this course of action. The review group noted it was important in terms of a governance perspective in ensuring HR issues are resolved through the HR route. • In conclusion the review group recommended that correspondence is sent from the Governing Body in response to the correspondent outlining the result of the review <p>The Chair of Governing Body thanked the Chair and members of the ARC review group for their careful and proper consideration of this matter and the manner in which it was dealt with. The Chair opened the discussion for questions from members of Governing Body.</p> <p>The Governing Body agreed that the Chair of Governing Body would formally close this matter on behalf of Governing Body reminding the correspondent that if they have HR grievances that there are processes and procedures in place for staff to deal with HR issues.</p> <p>ii) Finance and Property Committee (FPC)</p> <p>a) Approved FPC Minutes – Meeting 3 (11th June 2020) Governing Body noted the FPC Minutes of its third meeting held on 11th June 2020.</p> <p>b) FPC Report On behalf of the Chair of FPC the COO briefed members on a number of property areas the FPC were currently focused on. The Governing Body noted the FPC finance area would be further detailed under the financial operational report to follow. The property matters included:</p> <ol style="list-style-type: none"> 1) The major construction projects on the Grangegorman site include: <ul style="list-style-type: none"> • The East Quad project with expected handover in early to mid-October. The migration to this building is to take place during the reading week at the end of October. • The Central Quad project handover is expected by the end of December with migration to this building taking place during December and January which is the more complex migration and includes the Kevin Street and Cathal Brugha Street activities. • The Park House/Rathdown construction project to transfer and build the new library in Park House and this project is scheduled for handover in late October. • The Lower House, which is the heritage building, will be completed by the end of November and be operational from January 2021. 2) On the Tallaght Campus, the Sport Science and Recreational building received approval from the HEA to proceed and contractors are on site with an anticipated eighteen month completion period for this project. 3) The FPC also noted correspondence from the HEA confirming a timeframe for the PPP buildings on the Tallaght and Blanchardstown campuses with construction expected to commence in early 2021. 4) The FPC noted the submission by the University for an allocation of funding under the TU Transformation Funding. 5) The FPC also considered a summary actual income and expenditure report up to the end of July/August 2020 and noted due to the lack of activities on site there was an underspend in both categories but were cognisant that this was not to be treated as a surplus due to additional expenditure expected to arise from Covid19 measures. 	<p style="text-align: center;">NOTED</p> <p style="text-align: center;">AGREED CHAIR</p> <p style="text-align: center;">NOTED</p> <p style="text-align: center;">NOTED</p>

REF	ITEM	DECISION
19.01/07	REPORTS	
	<p><u>Process Update - New Chair of Governing Body (continued)</u></p> <p>The procurement process to appoint an executive recruitment agency to assist in the search for and selection of a candidate, including the advertising campaign, shortlisting and due diligence process had concluded with the appointment of Perrett Laver. There is a very tight timeline in relation to this process with the intention to advertise this role within two weeks. The NPCA have met with Perrett Laver to review the draft job specification, advert and the candidate briefing document. It is intended to update Governing Body on the ANPC recruitment progress at its meeting on 4th November 2020, with the name of the preferred candidate to be presented for affirmation at its meeting on 16th December 2020.</p> <p>Governing Body noted that information will be circulated to members of Governing Body as to how they can assist and support this process, to include details for Perrett Laver to enable members make direct contact to facilitate their recommendations of potential candidates or inquiries in relation to this role directly.</p> <p>3. <u>Retirements of Members of Governing Body</u></p> <p>Governing Body noted that there were three members due to retire on 31st December 2020. These are two Ministerial appointments (Dr Caitriona Fisher and Ms Imelda Reynolds – Chair), and the ETB Nominee, (Mr Paddy Lavelle).</p> <p>Governing Body noted there was a third ministerial vacancy totalling three appointments within the remit of the Minister. Governing Body noted the ETB will advise their proposed nominee to Governing for appointment effective 1st January 2021 in due course. Governing Body also noted that Dr Michael Carr's first term of office expires on 14th January 2021, who is the Academic and Non Academic Staff nominee and this process managed internally through the office of the University Secretary.</p> <p>5. <u>OPERATIONAL REPORTS</u></p> <p>The Chief Operations Officer updated members on the following.</p> <p>a) <u>Finance Report</u></p> <p>i) <u>Government Funding Memorandum (16th September 2020)</u></p> <p>ii) <u>Support Documentation Referenced in Governing Body Funding Memorandum (16th September 2020)</u></p> <p>Governing Body noted the Government funding supports and the three elements of relevance to the University in relation to the July 2020 stimulus package which include the ICT costs, the health and safety costs and the research costs. The University is still awaiting the figures from the HEA in relation to these submissions. Governing Body noted the student laptop application process would commence shortly and this is likely to be oversubscribed. Governing Body noted the devolved grant allocation, and the conditions and notes are highlighted in the finance documentation. The current budget saving from reduced activities will go towards supporting the three costs under ICT, health and safety and research. The Governing Body noted the University had included as part of their submission to the July stimulus package TU Dublin specific costs in relation to the delays on the construction sites. This was not considered by the HEA as part of the July stimulus but the University are in discussions in relation to this submission. Governing Body noted the University had received once off funding in the form of well-being support and would be prioritising the student service area to support that activity.</p>	<p>NOTED</p> <p>NOTED CHAIR</p> <p>NOTED SECRETARIAT</p> <p>NOTED</p> <p>NOTED</p> <p>NOTED</p>

REF	ITEM	DECISION
19.01/07	REPORTS	
	<p>6. OPERATIONAL REPORTS (continued) The Chief Operations Officer updated members on the following.</p> <p>b) Property Report Governing Body noted that the sale of Aungier Street continued to be paused. The complete Property Report was taken under the FPC Report.</p> <p>c) University Seal Register Report (16th September 2020) Governing Body noted the Memorandum from the University Secretary, (16th September 2020), confirming documents to which the TU Dublin seal had been applied during the period 1st July 2020 to 16th September 2020.</p>	<p>NOTED</p> <p>NOTED</p>
19.01/08	FORMAL APPROVALS (Codes, Contracts, Policies and Statements)	
	<p>The following draft documents were presented to Governing Body for approval.</p> <p>i) TU Dublin Sealing Approvals Policy (Memorandum 16th September 2020) Governing Body approved the proposed “TU Dublin Sealing Approvals Policy”, which will be effective from this date onwards.</p>	<p>APPROVED Proposed: J Grant Seconded: C Larkin</p>
19.01/09	SCHEDULED GOVERNANCE TOPIC	
	<p>i) HUMAN RESOURCES The Chair invited the COO to brief members on this item. The COO informed members that the presentation would give an overall context to the staffing numbers in the University and highlighted one or two areas of activity in the context of trying to develop a University wide approach to one or two of the key issues under Human Resources. The presentation will be circulated to members for clarification, comment or observations.</p> <p>The COO briefed members on the following areas:</p> <ul style="list-style-type: none"> • Staff Statistics 30 June 2020 • Core Staff Statistics by Gender • 2019 – August 2020 Staff Statistics by Campus • HR Function OD Proposal • Key Discipline Areas • Staff Recommendations Committee • Summary Recruitment September 2019 – August 2020 • Recruitment September 2019 – August 2020 • Industrial Relations Committee • Policies, System Upgrades and Integration Core <p>Following discussion, Governing Body noted a number of queries raised including the detail behind the gender divide, active management of workforce planning for re-organisation and likely retirement profile, increased appointment timelines, guidelines and policies to support managers involved in managing and rostering staff remotely and on campus. It was also noted that the Agile Working Policy was being finalised currently and will come to the Governing Body subsequently. Governing Body also noted there had been no significant formal appeal since the introduction of the new Human Resources Recruitment Policy to date.</p> <p>Governing Body noted a number of documents to be circulated to members including, the HR presentation, the gender divide by grade and the summary schedule of appointment timelines, for further clarification. The Chair thanked the COO for his presentation.</p>	<p>NOTED SECRETARIAT</p> <p>NOTED</p> <p>NOTED SECRETARIAT</p>

REF	ITEM	DECISION
19.01/09	SCHEDULED GOVERNANCE TOPIC	
	<p>ii) GOVERNING BODY EFFECTIVENESS REVIEW REPORT</p> <p>The Chair thanked the members of the Governing Body who took the time to complete the survey. The Chair stated that although it is still early days for this Governing Body, it was the right thing to pause and take soundings as to how we are doing and where we can learn and improve. The presentation had been circulated to members in advance and the Chair invited Ms Stacy Bonarr (Deloitte) to present the results of the review to the Governing Body.</p> <p>Ms Bonar informed members that the presentation would give an overview of the approach that was used, some of the key findings and then open it up to members for questions, comments and observations. Following discussion, Governing Body noted a number of queries raised including:</p> <ul style="list-style-type: none"> • Time Management (meeting times and length of meeting) • Structure of the Agenda – balance of content (strategic/operational) • Structure of documentation presented • Tracking <p>Governing Body agreed that meetings would be scheduled for three hours from 8.00-11.00am.</p> <p>The Governing Body agreed that the actions on page nine of the report would be the basis for actions on areas of improvement following on from this review.</p> <p>The Chair thanked Ms Bonar for the presentation.</p>	<p>NOTED</p> <p>NOTED</p> <p>AGREED</p> <p>AGREED</p> <p>NOTED</p>
19.01/10	ANY OTHER BUSINESS	
	There were no matters raised under this item.	NOTED
19.01/11	NEXT MEETINGS	
	<p>Scheduled Governing Body Meeting</p> <p>The next scheduled Governing Body meeting takes place on Wednesday, 4th November 2020 at 08.00am.</p>	NOTED
	MEETING OF GOVERNING BODY WITHOUT THE EXECUTIVE	
	<p>On conclusion of the main Governing Body meeting, the scheduled non-executive Governing Body meeting took place, in the absence of the executive Governing Body member and University management in accordance with paragraph 4.9 of the 2016 Code of Practice for the Governance of State Bodies and the 2019 Code of Governance for Technological University Dublin.</p> <p></p> <p>SIGNED _____ DATE: 4TH NOVEMBER 2020</p> <p>Imelda Reynolds CHAIR</p>	NOTED