

Technological University Dublin Governing Body

Final Signed MINUTES

<u>MEETING 56:</u>	Governing Body Meeting Wednesday 27 th November 2024 (10:00 – 13:30)														
<u>PRESENT:</u>	Dr C Larkin (Chair), Prof J Doran (Interim President), Mr P Aguele, Dr N Burns, Dr M Carr, Ms M Cooke, Mr M Gately, Mr W Johnston, Ms P Kelly, Dr E Maher, Mr B Ó Murchú, Mr E O'Shea, Ms S O'Toole, Ms S A Sherry, Ms L Shoemaker,														
<u>ELECTRONIC ATTENDANCE:</u>	Ms C Clune Mulvaney, Ms A Meya														
<u>APOLOGIES:</u>	Mr C O'Donovan, Ms A O'Toole														
<u>IN ATTENDANCE:</u>	Ms B Elliott (Head of G&C and University Secretary), Mr S Harton (ICFO),														
<u>SECRETARIAT:</u>	Ms M Holden, Ms S Hughes														
<u>INVITED:</u>	<table border="0"> <tr> <td>Agenda Item No:</td> <td></td> </tr> <tr> <td>56.A.07 ii, 56.B.01 iii + iv, 56.B.03</td> <td>Jennifer Boyer, VP Sustainability</td> </tr> <tr> <td>56.B.02 ii, 56.B.04 ii + iii</td> <td>Mary Meaney, Registrar & DP</td> </tr> <tr> <td>56.B.04 i</td> <td>Mark Henry Chief Communications & Marketing Officer and Etain Kidney, Head of School of Marketing and Entrepreneurship</td> </tr> <tr> <td>56.B.04 iv, 56.B.06 ii</td> <td>Mr T Fee (CRAO)</td> </tr> <tr> <td>56.B.06 iii</td> <td>[REDACTED], Arthur Cox and [REDACTED], Forvis Mazars</td> </tr> <tr> <td>56.C.04 B</td> <td>Paul Maguire, Head of Innovation and Knowledge Transfer</td> </tr> </table>	Agenda Item No:		56.A.07 ii, 56.B.01 iii + iv, 56.B.03	Jennifer Boyer, VP Sustainability	56.B.02 ii, 56.B.04 ii + iii	Mary Meaney, Registrar & DP	56.B.04 i	Mark Henry Chief Communications & Marketing Officer and Etain Kidney, Head of School of Marketing and Entrepreneurship	56.B.04 iv, 56.B.06 ii	Mr T Fee (CRAO)	56.B.06 iii	[REDACTED], Arthur Cox and [REDACTED], Forvis Mazars	56.C.04 B	Paul Maguire, Head of Innovation and Knowledge Transfer
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Agenda Item No.	Documentation circulated prior to meeting														
56.A.02	Proposed Meeting Agenda														
56.A.05	Draft Minutes Governing Body Meeting 55 (16 th Oct 2024)														
56.A.06	Governing Body Action Log (Open Items)														
56.A.07 i	Template Annual Governance Statement 2023/2024														
56.A.07 ii	Capital Projects and Property Transactions Review of Policies and Procedures														
56.A.08	Email correspondence re Pastoral Care Contract														
56.B.02 i	Updated Bank Mandate														
56.B.02 ii	Fees – TU Dublin Postgraduate Fee Proposal. Version 2														
56.B.03	GEMINI Geothermal project plan and capital investment														
56.B.04 i	Additional spend [REDACTED] on the Media Agency Contract														
56.B.04 ii	Contract for the Provision, Implementation, Maintenance and Support of Examination & Assessment Management System														
56.B.04 iii	Contract [REDACTED] for Event Management/Graduations														
56.B.04 iv	Draft Insurance € range														
56.B.05	Code of Conduct for Employees [EDIC]														
56.B.06 i	TU Dublin Performance Agreement														
56.B.06 ii	Draft Report on the Review of the Effectiveness of the SIC y/e 31 August 2024														
56.C.01	University Executive Report														
56.C.04 ii	IP Commercialisation and Spinoff Report														
56.D.01	University Seal Register Report														
56.E.01 i	EDIC Meeting Report – 30 th October 2024														
56.E.01 ii	AC meeting Report - 2 nd October 2024														
56.E.01 iii	ARC Meeting Report - Meeting 40 (12 th November 2024)														
56.E.01 v	President Recruitment Selection Committee Report														
56.E.01 vii	FPC Annual Report 2023/2024 approved at FPC 18 th Nov 2024														
56.E.02 i	ARC Minutes - Meeting 39 (1 st Oct 2024)														
56.E.02 ii	EDIC Minutes -Meeting 23 (18 th Sept 2024)														
56.E.02 iii	FPC Minutes - Meeting 26 (23 rd Sept 2024)														
56.E.02 iv	AC Minutes -Meeting 27 (25 th June 2024)														

<u>Documentation circulated in hard copy at meeting</u>	
56.A.07 iii	HEA Correspondence re S64 from CEO HEA (31 st Oct 2024)
56.B.01 i	Response to HEA Letter
56.B.01 ii	Capital Derogations (Chair's Actions)
56.B.01 iii	Report on Capital Review
56.B.01 iv	Full list of Derogations to be requested
56.B.06 iii	Appointment of the new president.
56.C.02 ii	(S64) Update on Mazars Report

REF	ITEM	Decision
Section A – Standard Items		
56.A.01	<p>WELCOME AND INTRODUCTION</p> <p>INTRODUCTION, ATTENDANCE AND APOLOGIES The Chair welcomed attendees and confirmed that key documents would be distributed in hard copy and collected after the meeting to ensure confidentiality.</p> <p>Members were reminded to confirm their attendance for quorate purposes, with an emphasis on in-person attendance for significant agenda items.</p>	Noted
56.A.02	<p>PROPOSED MEETING AGENDA</p> <p>The agenda for the meeting, as had been circulated, was approved and adopted.</p>	Approved Proposed: SA Sherry Seconded: E Maher Noted
56.A.04	Declaration of Confidentiality – all members agreed to abide by strict confidentiality.	
56.A.05	<p>Draft Minutes Governing Body Meeting 55 (16th Oct 2024)</p> <p>The draft minutes as circulated were approved.</p>	Approved Proposed: L Shoemaker Seconded: W Johnston Noted
56.A.06	<p>MATTERS ARISING</p> <p>Governing Body Action Log (Open Items)</p> <p>The Interim President indicated that the Executive report contained updates on open action items.</p> <p>It was agreed that action item 44 could be closed following the provision of information on Consultancy costs by the ICFO.</p> <p>Governing Body noted the status of the remaining Action Log items.</p>	Noted Noted Noted
56.A.07	HEA CORRESPONDENCE	
56.A.07	i. Template Annual Governance Statement 2023/2024	Noted
56.A.07	ii. Capital Projects and Property Transactions Review of Policies and Procedures (30 September 2024) Response	
	Members noted the documents circulated and that TU Dublin's response to HEA provides comprehensive information on internal governance structures, particularly those related to capital project approvals and processes and addresses the governance relationship between TU Dublin and the Grangegorman Development Agency (GDA).	Noted
	No response has been received to date from the HEA.	

REF	ITEM	Decision
56.A.07	<p>The VP Sustainability highlighted efforts to strengthen the relationship and communication channels between TU Dublin and the GDA, given their close involvement in capital projects. A strategic meeting was held on 11 November 2024 attended by TUDublin Interim President, TUDublin Governing Body Chair, GDA Chair and GDA CEO to discuss strategies for improved collaboration and communication.</p> <p>Quarterly strategic meetings with the President, Governing Body Chair and GDA to be held as well as joint GDA Board and Governing Body meetings to collaborate on securing State funding, in particular for Student Accommodation.</p> <p>iii. HEA Correspondence re S64 from CEO HEA (31st Oct 2024)</p> <p>The HEA letter was circulated in hard copy.</p> <p>There was lengthy discussion on the correspondence received from the HEA. A suggestion was made to ensure all responses clearly document the University's compliance with HEA requests and to seek a meeting of the Executive and Governing Body with the HEA.</p> <p>The Chair highlighted two actions; one being the review of capital projects, and two the provision of monthly cash flow statements to the HEA.</p> <p>OTHER CORRESPONDENCE RELEVANT TO GOVERNING BODY</p> <p>Email correspondence re Pastoral Care Contract</p> <p>Deferred to February meeting. The Chair committed to monitoring the matter with the Registrar for progress and updates.</p>	Noted Noted Noted
	Section B – Items for Approval	
56.B.01	<p>i. Response to HEA/Capital Derogations/Report on Capital Review/Full list of Derogations</p> <p>The draft response to HEA and the Capital Derogations/Chair's Action document were circulated in hardcopy for review. The Chair stressed the effort and time given by the Ardú Committee members and Executive [in particular the VP Sustainability] in this regard.</p> <p>ii. Response to HEA Letter</p> <p>The response as drafted by the Ardú Committee, and reviewed by Arthur Cox Solicitors, was discussed. The response was approved subject to minor changes suggested.</p> <p>iii. Capital Derogations (Chair's Actions) SRMS</p> <p>The Chair noted the SRMS as a time sensitive critical capital project already submitted to the HEA and approved via Chair's Action. Members noted the significant expenditure on the system and requested that a value for money exercise be carried out on the SRMS.</p> <p>Governing Body noted Chair's action for this derogation.</p> <p>iv. Report on Capital Review</p> <p>The VP for Sustainability highlighted that only 15% of capital projects are self-funded so that any pause of capital expenditure will have limited impact on the Financial Recovery Plan.</p> <p>Members questioned the risk of increased costs that would be caused by the pause of capital projects. It was explained that pausing of any projects at Approval Stage Gate 3 <i>Projects in contract / on-site / commenced</i> [REDACTED] would result in penalties and therefore these are in the priority list for seeking derogation.</p> <p>Governing Body approved the Report on Capital Review.</p>	<p>Noted</p> <p>Approved Proposed: E Maher Seconded: L Shoemaker</p> <p>Approved Proposed: L Shoemaker Seconded: B O Murchú</p> <p>Noted</p> <p>Approved Proposed: W Johnston Seconded: M Cooke</p>

REF	ITEM	Decision
	<p>v. Full list of Derogations</p> <p>Members discussed actions that had been taken since receipt of the letter, and potential penalties if contracts are not honored.</p> <p>Governing Body approved the full list of derogations.</p>	Approved Proposed: CC Mulvaney Seconded: SA Sherry
56.B.03	<p>CAMPUS PLANNING</p> <p><u>GEMINI Geothermal project plan and capital investment.</u></p> <p>The VP Sustainability reported that this submission had been discussed in detail and approved by the Governing Body Finance and Property Committee and reported as follows:</p> <ul style="list-style-type: none"> • The geothermal project aims to explore thermal renewable energy potential on campus, in collaboration with the Geological Survey of Ireland (GSI) and GDA partners. • Submitted over two years ago, it involves multiple sub-projects to assess the viability of geothermal energy systems. • Initial funding of €400,000 secured for the first stage, with potential access to €8m in later stages. • [REDACTED] • [REDACTED] • The project is a national initiative with long-term decarbonization potential, aiming to contribute to a regional district heating solution. • [REDACTED] • [REDACTED] • A GEMINI project level investment subcommittee will be formed to ensure proper management and explore further funding opportunities. • Risk areas include procurement and geothermal drilling. Long-term savings and decarbonization benefits are significant, though short-term costs may be higher. • An exact location has not yet been decided, as all scenarios in terms of timelines and potential disruption needs to be considered. The Governing Body will be updated once options have been identified. • Concerns about funding gaps and project complexity, with emphasis on the strategic value and national visibility were addressed at the GB Finance and Property Committee meeting. <p>Governing Body members noted that this project has been included in the list of derogations. The Governing Body Chair complimented the project and requested progression updates.</p>	Noted
56.B.02	<p>FINANCE ITEMS</p> <p><i>i. Updated Bank Mandate</i></p> <p>Amendments to bank mandates to reflect updated signatories were approved.</p> <p><i>ii. Fees – TU Dublin Postgraduate Fee Proposal. Part 2</i></p> <p>The Registrar/DP was welcomed to the meeting and the Fee Proposal was approved as presented.</p>	Approved Proposed: L Shoemaker Seconded: SA Sherry
56.B.04	<p>PROCUREMENT CONTRACTS</p> <p><i>I. Contract for the Provision, Implementation, Maintenance and Support of Examination & Assessment Management System</i></p> <p>The papers as pre-circulated were noted as read and the Registrar/Deputy President presented as follows:</p>	Approved Proposed: E Maher Seconded: W Johnston

REF	ITEM	Decision
	<ul style="list-style-type: none"> • It is anticipated that this agenda item will be interlinked with the derogation for SRMS that has already been granted by the HEA. • TU Dublin is the only higher education institution in Ireland without a digital examination management system. The current paper-based system is complex, time-consuming, and impacts over 1,300 academic staff and professional staff. • The university has gone to tender and proposes contracting a digital examination management system to modernize exam processes. The system will digitise exam paper submissions and processing and will allow external examiners to engage electronically and provide past exam papers to students electronically for easier access. • The first year of the system's implementation will be primarily funded through NTUTOR funding. However, this funding must be utilised and invoices paid by 31 December 2024, which is challenging otherwise the funding reverts to the HEA. This creates urgency for timely implementation • This functionality is not available as part of the SRMS implementation however it will be possible to integrate it with the SRMS in time. • If NTUTOR funding is not approved or accessible by the deadline, the matter will be brought back to the Governing Body for consideration; alternative funding sources may need to be identified • The Finance and Property Committee (FPC) has reviewed and strongly supports the proposal. • FPC raised concerns re feasibility of meeting the tight timelines to secure NTUTOR funding. • GB Staff Members emphasised that the system is welcomed and is necessary to alleviate the administrative burden on staff and streamline examination processes. • The proposal was approved, subject to the following caveats: <ul style="list-style-type: none"> a) Interim CFO to make best efforts to meet the December pay run to meet funding deadlines. b) If NTUTOR funding cannot be utilised, the Governing Body will revisit the issue and determine whether internal funding can be allocated. c) Any issues with funding or derogation will prompt immediate return to Governing Body as a Chair's Action. 	<p>Approved Proposed: M Cooke Seconded: E Maher</p>
	<p>II. Contract [REDACTED] for Event Management/Graduations</p> <p>The papers as pre-circulated on behalf of the Registrar/DP were noted as read and the Members discussed the proposal for a graduation event management contract, noting the following:</p> <ul style="list-style-type: none"> • TU Dublin confers awards on over 5,000 students annually and professional ceremonies are vital for reputation and student experience. • TU Dublin lacks suitable in-house location to run these ceremonies. Accessibility and inclusivity were emphasised as key considerations in choosing a venue. • This is not new expenditure but has been incurred annually subsequent to merger in 2019. • Questions were raised about high costs, with a request for benchmarking alternative venues. • [REDACTED] • [REDACTED] • At the meeting, a Staff Member raised an issue of potential conflict of interest. Insufficient information was provided to enable discussion or resolution at the meeting. <p>Approval authority was delegated to the Chair, subject to:</p> <ul style="list-style-type: none"> a) Benchmarking of alternative venue costs. b) Clarification of alleged conflict of interest c) Securing arrangements for March 2025 graduations. <p>The University Secretary emphasised the importance of bringing concerns/queries regarding papers and in particular matters for approval, to the attention of the Chair or University Secretary in advance of the meeting.</p>	<p>Noted</p> <p>Approved as Chair's Action⁴⁰ Proposed: E Maher Seconded: E O'Shea</p> <p>Noted</p>

REF	ITEM	Decision
	<p>III. Additional [REDACTED] on the Media Agency Contract</p> <p>The Chair welcomed Mark Henry, Chief Communications & Marketing Officer and Etain Kidney, Head of School of Marketing and Entrepreneurship to the meeting and a discussion ensued. The following points were noted:</p> <ul style="list-style-type: none"> [REDACTED] [REDACTED] The campaign is focused on increasing brand recognition, with specific emphasis on upcoming open days, postgraduate campaigns, and the broader "Go Beyond Learning" initiative. Research, conducted by an independent firm confirmed the effectiveness of the "Go Beyond Learning" slogan among key audiences, including prospective and current students and parents. Insights from the study highlighted areas where the University's experience could better align with its branding, such as campus life vibrancy and availability of student support services. Some Members questioned the robustness of the qualitative research due to the small sample size, particularly with parent respondents. Members requested quantitative follow-up research to validate findings and track brand awareness, and that future research better reflect the diversity of the University's target audience. Positive feedback was noted regarding increased visibility of the University's advertisements, particularly in public spaces such as billboards, the Luas and digital platforms. Testimonial-driven advertisements are planned for January 2025, aimed at reinforcing key brand messages. Concerns were expressed over low brand recognition among key demographics, including secondary school teachers and guidance counsellors. Members suggested enhanced efforts to bring prospective students onto campus and better utilise events such as STEM/Young Scientist exhibitions. Members stressed the importance of complying with the legal requirement to allocate 20% of advertising spend to Irish-language content and 5% to native Irish-language media. Members suggested establishing a Marketing advisory panel to support future campaigns and requested a progress report in March/April 2025, to track campaign effectiveness with a focus on qualitative and quantitative research outcomes. <p>The Governing Body approved the additional budget allocation [REDACTED].</p> <p>[REDACTED]</p> <p><i>The Chair welcomed Tom Fee, CRAO to the meeting</i></p> <p>IV. Draft Insurance € range for consideration</p> <p>The CRAO gave an overview of the 2025 insurance renewals.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED], and delegation to FPC to agree final figures at their meeting of 18th December 2024.</p>	<p>Noted</p> <p>Action ⁴¹</p> <p>Action ⁴²</p> <p>Approved Proposed: P Kelly Seconded: E Maher</p>
56.B.05	<p>POLICIES / STATEMENTS</p> <p>Updated Code of Conduct for Employees</p> <p>The EDIC Chair presented as follows:</p> <ul style="list-style-type: none"> This code was originally approved in March 2020. The updated version of the Code of Conduct was reviewed by the EDI Committee in October 2024 to update areas such as guideline on accepting gifts and ethical standards. Consultation has taken place with social partners as required under the TU Dublin Policy for Policy Development. 	<p>Approved Proposed: E O'Shea Seconded: W Johnston</p>

REF	ITEM	Decision
56.B.06	<ul style="list-style-type: none"> The issue of staff providing references in sensitive contexts (e.g., criminal cases) was raised by Members and it was noted that while it does not fit within the current code, it was suggested as a matter for review by the EDI Committee. Members emphasised the importance of ensuring staff are aware of the updated code. Communication and implementation will be managed by Human Resources. <p>The updated Code of Conduct for Employees was approved subject to minor amendments required to clarify the acceptance of gifts.</p> <p>COMPLIANCE</p> <p><i>i. TU Dublin Performance Agreement</i></p> <p>The Performance Agreement previously signed under the Chair's action was formally approved.</p> <p>It was noted that the Performance Agreement had been presented at the Governing Body meeting of 16th October 2024. This is the first year that the Agreement required signature of the Chair in addition to the President.</p> <p><i>ii. Draft Report on the Review of the Effectiveness of the System of Internal Control y/e 31 August 2024</i></p> <p>The pre-circulated documents were taken as read and the following was noted:</p> <p>The Head of Governance and Compliance explained that the Governing Body is required to form its own view on the effectiveness of internal control systems based on the information and assurances provided by Management, the Audit and Risk Committee and the Finance and Property Committee; a sound system of internal controls provides reasonable but not absolute assurance that TU Dublin's business objectives can be achieved reliably.</p> <p>The draft report was presented to the ARC meeting of 12th November 2024. Whilst ARC members acknowledged that the report provided a comprehensive account of issues and weaknesses in controls, they requested that Summary (Section 1) and Conclusion (Section 6) be re-worded to include appropriate caveats as to the extent of review of the effectiveness of controls in place throughout the year. An additional sub section 5.4 Financial Statements was also added for clarity.</p> <p>The Report was taken as read and the following items highlighted by the CRAO</p> <ul style="list-style-type: none"> Improvements are being made to risk management and the internal control framework which include initiatives in risk management, finance, and business continuity planning. The Business Continuity Policy, approved 28 August 2024, requires the identification of critical processes and services, which will aid in identifying and tracking key controls. A new Internal Control Framework is being developed iteratively to align with improved risk management approaches starting with the risk register which will emphasise actual functioning controls rather than aspirational controls, fostering better clarity and discipline. As discussed at the August 2024 Governing Body meeting the Risk Appetite Statements currently in place will be replaced with statements aligned to the new risk classifications; this work has started and will be brought to Governing Body early in 2025 and thereafter an updated Risk Policy and Framework will be drafted for review and approval. The 2025 update on internal controls and assurance should therefore include more granularity and structure relating to specific areas of risk and control. Assurance is also provided by Internal Audit (third line of defense). The final report for 23/24 has not yet been issued however, the Head of G&C advised that Internal Audit/Deloitte have informed the Governing Body Audit and Risk Committee that it is likely they will be providing <i>limited assurance</i> for 23/24. This compares to a higher level of assurance provided in 22/23 (<i>general assurance</i>) and is primarily due to the number and age of outstanding open items on the Internal Audit tracker. 	<p>Action ⁴³</p> <p>Approved Proposed: SA Sherry Seconded: W Johnston</p> <p>Approved Proposed: E O'Shea Seconded: E Maher</p> <p>Noted</p>

REF	ITEM	Decision
	<ul style="list-style-type: none"> The ARC Chair recognised the limited assurance level but noted significant progress in critical areas such as finance and risk management. Emphasis was placed on ensuring that improvements in risk management and internal controls remain on track and the backlog of internal audit actions is addressed. Members acknowledged work done but stressed the importance of achieving a higher assurance level from Internal Audit reviews going forward. <p>The Draft Report on the Review of the Effectiveness of the System of Internal Control y/e 31 August 2024 was approved.</p> <p><i>The Interim President, CRAO and Interim CFO left the meeting.</i></p> <p>iii. Appointment of the new President of TU Dublin and allied matters</p> <p>The Chair welcomed [REDACTED], Arthur Cox and [REDACTED], Forvis Mazars to the meeting as they had provided professional services in this matter.</p> <p><i>The following documentation was provided in hard copy to Members:</i></p> <ol style="list-style-type: none"> I. Memorandum from the President Selection Committee and GB Chair seeking approval of the appointment of the President of TU Dublin and allied matters II. Draft CEO Contract III. Memorandum from the GB Chair and ARC, FPC and EDIC Chairs to record the Governing Body's appreciation of and gratitude to Professor John Doran for his period of service as Interim President, from 28 March 2024 to the date of commencement of the new President. IV. Memorandum from the GB Chair and ARC, FPC and EDIC Chairs to make some administrative decisions consequent on the decision to appoint a new President. <p>(a) Appointment of the President of TU Dublin</p> <p>The Deputy Chair gave an overview of the recruitment process since commencement in June 2024, as Chair of the President Selection Committee indicating that Arthur Cox had provided legal advice and Mazars were procured as the Executive Search Company.</p> <p>[REDACTED] (Forvis Mazars) confirmed that the search and recruitment process was rigorous and effective and was run in line with the Commission for Public Service Appointments (CPSA) Code of Practice. Mazars hold the records in this regard as the University Secretary was not involved.</p> <p>The following comments/queries from Members were noted:</p> <ul style="list-style-type: none"> – Is ten years the standard term for a President? – Are there KPIs to monitor the performance of a President? – Should the contract state who the President reports to? <p>It was explained that ten years is standard. There is a nine-month probation period with an annual performance review built into the contract in accordance with the TU Act. The contract is standard contract for a Chief Officer.</p>	<p>Approved Proposed: L Shoemaker Seconded: SA Sherry</p> <p>Noted</p> <p>Noted</p>

REF	ITEM	Decision
	<p>Governing Body members unanimously approved the proposal from the President Selection Committee (PSC) that Dr Deirdre Lillis be appointed as the next President of TU Dublin for a term of 10 years.</p> <p>Dr Lillis is currently serving as Assistant Secretary-General at the Department of Further and Higher Education, Research, Innovation and Science, overseeing the Research, Innovation, Evidence for Policy and EU/International Division. Dr. Lillis's prior experience includes university leadership roles in university-enterprise engagement in TU Dublin and as Head of Computer Science in Dublin Institute of Technology.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>(b) New President (CEO) Contract</p> <p>Dr Lillis was appointed, by the Governing Body, as TU Dublin's President for a term of 10 years, and it was further determined, "That the Chair of the Governing Body is delegated the authority to conclude a contract of employment with Dr Lillis, to engage in whatever discussions and consultations that are deemed necessary, to make whatever amendments are deemed necessary and expedient having regard to the draft contract of employment circulated to the Governing Body on 27 November 2024, and to take whatever advices are deemed necessary in that regard.</p> <p>(c) Appreciation of and gratitude to Professor John Doran for his period of service as Interim President</p> <p>The Chair thanked Professor John Doran Interim President, and it was approved that in the recording of the history of the succession of Presidents of TU Dublin that the second President shall be recorded for the purposes of the history of the University and entirely as an honorific, as Professor John Doran; and upon commencement of the new President, Professor Doran shall be entitled to be identified as a former President of TU Dublin.</p> <p>(d) Administrative decisions consequent on the decision to appoint a new President</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Approved Proposed: L Shoemaker Seconded: CC Mulvaney</p> <p>Approved Proposed: E Maher Seconded: W Johnston</p> <p>Approved Proposed: L Shoemaker Seconded: M Carr</p> <p>Approved Proposed: CC Mulvaney Seconded: B O Murchú</p>

REF	ITEM	Decision
	<p>The Chair and chairs of ARC, FPC and EDIC put forward the following resolution for approval:</p> <p>That as from 27 November 2024 until the commencement of the new President, the University shall not appoint any person to any (1) administrative posts (2) professional posts (3) academic posts at grade SLII or above; save where the said appointments are determined by the Governing Body Committee of Chairs in advance of any such proposed appointment to be necessary in the context of the University's financial recovery.</p> <p>It was clarified that the above restriction does not apply to all administrative and professional services posts, but only to those at APO level and above.</p> <p>Governing Body approved the above resolution.</p>	Approved Proposed: L Shoemaker Seconded: B O Murchú
	Section C – Executive Reports	
56.C.01	<p><i>University Executive Report</i></p> <p>The report was taken as read. The Interim President noted potential additional costs to the Academic Hub beyond initial estimates, largely due to inflationary impacts and unforeseen adjustments. Funding implications for other projects reliant on proceeds from building sales were discussed briefly, with confirmation that these factors are under active consideration.</p>	Noted
56.C.02	<p><i>Finance Reports</i></p> <p>a) Update on FY2023 Financial Statements</p> <p>Members noted the FY2023 Financial Statements have not yet been finalised nor approved by the ARC, but this is anticipated to occur before end of December 2024.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>b) (S64) Update on Mazars Report</p> <p>This document was circulated in hardcopy and Governing Body members noted that this is the final report providing updated financial projections and assumptions.</p> <p>c) Update on implementation of BDO Report</p> <p>The Interim CFO gave a verbal update on the BDO Report highlighting the following:</p> <ul style="list-style-type: none"> – The final Report has received unanimous support from the Finance Leadership Team. – This is the final BDO Report as presented to and reviewed by the UET and ARC, with both indicating support for implementation. – Plans are in place to meet with Social Partners, to progress the implementation of the report recommendations. The HEA has highlighted the importance of acting promptly on the outlined structures, as BDO's contract is ending shortly, and the transition plan includes moving from BDO's services to a temporary internal staff structure to ensure business continuity. <p>The Governing Body requested its support for the BDO Report be recorded and extended thanks to the Interim CFO and Finance team for their contributions.</p>	Noted Noted Noted Noted Noted
56.C.04	<p>i. <i>Strategic Plan Update [ref Performance Agreement above 56.B.06 i.]</i></p>	Ref 56.B.06 i

REF	ITEM	Decision
	<p><i>ii. IP Commercialisation and Spinoff Report</i></p> <p>Dr Paul Maguire, Head of Innovation and Knowledge Transfer was welcomed to the meeting. Dr Maguire provided an overview of spin-out companies and licensing processes and in particular drew attention to the following:</p> <ul style="list-style-type: none"> - Revenue from licensing intellectual property. - Equity sharing for staff in spin-outs and how this is facilitated under specific guidelines. - Conflict of Interest and Conflict of Commitment Policies followed by the University. 	Noted
	Section D – ITEMS FOR NOTING	
56.D.01	<p>University Seal Register Report</p> <p>Governing Body noted the University Seal Register Report (5th November 2024) from the University Legal Counsel confirming documents to which the seal of TU Dublin had been applied during the period 1st October 2024 to 5th November 2024.</p>	Noted
	Section E – Council and Committee Minutes & Reports	
56.E.01	<p>EDIC Meeting Report – 30th October 2024</p> <p>AC meeting Report - 2nd October 2024</p> <p>ARC Meeting Report - Meeting 40 (12th November 2024)</p> <p>S64/Ardú Committee Meeting Report</p> <p>President Recruitment Selection Committee Report</p> <p>FPC meeting Report – 18th Nov 2024</p> <p>FPC Annual Report 2023/2024 approved at FPC 18th Nov 2024</p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>n/a</p> <p>Noted</p> <p>Verbal</p> <p>Noted</p>
56.E.02	<p>COMMITTEE MINUTES</p> <p>ARC Minutes - Meeting 39 (1st Oct 2024)</p> <p>EDIC Minutes - Meeting 23 (18th Sept 2024)</p> <p>FPC Minutes - Meeting 26 (23rd Sept 2024)</p> <p>AC Minutes - Meeting 27 (25th June 2024)</p> <p>Governance Ireland will provide a training day to UET and Governing Body members Jan 2025</p> <p>Next Regular Governing Body Meeting 57 (19 February 2025)</p> 	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
	<p>SIGNED _____</p> <p>Charles Larkin, Chair</p>	<p>DATE: 19 February 2025</p>