

## Technological University Dublin Governing Body

### Final Signed MINUTES

<b><u>MEETING 60:</u></b>	Governing Body Meeting Wednesday 14 <sup>th</sup> May 2025 (09:30 – 13:00)
<b><u>PRESENT:</u></b>	Dr C Larkin (Chair), Dr D Lillis (President), Mr P Aguele, Ms C Clune Mulvaney, Ms M Cooke, Dr E Maher, Mr B Ó Mhurcú, Mr E O’Shea, Ms A O’Toole, Ms S O’Toole, Ms S A Sherry, Ms. L Shoemaker
<b><u>ELECTRONIC ATTENDANCE:</u></b>	Dr N Burns, Mr M Gately, Mr C O’Donovan, Mr W Johnston,
<b><u>APOLOGIES:</u></b>	Ms A Meya
<b><u>IN ATTENDANCE:</u></b>	Dr M Carr, Ms B Elliott (Head of G&C and University Secretary), Mr S Harton (CFO),
<b><u>SECRETARIAT:</u></b>	Ms M Holden,
<b><u>INVITED:</u></b>	Dr. Pamela Kelly as incoming University Secretary
<b><u>Agenda Item No:</u></b>	
60.B.01 i.	Dr Mary Meaney Registrar & DP
60.C.01 iii	Thomas Stone VP Partnerships and Dr Robert Flood Head Int’l Affairs
60.C.02 i	Dominic Dillane, Interim Recovery Lead
<b><u>Agenda Item No.</u></b>	<b><u>Documentation circulated prior to meeting</u></b>
60.A.02	Proposed Meeting Agenda
60.A.05	Draft Minutes Governing Body Meeting 59 (26 March 2025)
60.A.07 i	System Governance Correspondence re Subsidiaries
60.A.07 ii	Correspondence re AGS 24 [x 4]
60.A.07 iii	Letter from HEA to President re Financial Projections
60.A.07 iv	Response from President to CEO HEA
60.A.07 v	Letter from President to HEA re FRP reporting
60.A.07 vi	Recurrent Grant Allocation 2025
60.A.07 vii	CFO to HEA re Independent Verification email
60.A.08 i	Correspondence to/from FORSA
60.B.01 i	SRMS Update and Funding Request
60.B.01 ii	Postgraduate Fee increase proposal
60.B.01 iii	Operational Plan and Budget (OPB) re-submission
60.B.02	Approval of the appointment of the Dean, Engineering, the Built Environment & Apprenticeships
60.B.02	Approval of the appointment of the Chief Infrastructure Office
60.B.03	Managed Print Service
60.B.04 i	Code of Conduct for Employees
60.B.04 ii	University EDI Strategy
60.B.04 iii	Terms of Reference of Enhancement of Executive Structures and Processes Group - Membership
60.B.04 iv	Technology University Association (TUA) Paper
60.B.04 v	President Nomination to Director of TUA
60.B.05 i	Options Paper – Review of Organisation Design
60.B.05 ii	University Safety Statement
60.B.05 iv	Appointment of Student Union Nominees
60.C.01 i	University Executive Report
60.C.01 ii	Section 23 [TU Act] TUDublin Annual Report 2024 (Working Draft)
60.C.02 ii	Monthly Bank & Cash [Cashflow] 31.03.2025 AND 30.04.2025
60.C.02 iii	Prompt Payment Q1 2025
60.C.02 iv	Procurement non/compliance update
60.D.01 i	University Seal Register Report

60.E.01 ii	EDIC Meeting Report – 16 April 2025
60.E.02 i	FPC Minutes - Meeting 31 (19 March 2025)
60.E.02 ii	EDIC Minutes -Meeting 25 (05 March 2024)
60.E.02 iii	AC Minutes -Meeting 30 (26 Feb 2025)
60.F.01	Governing Body Action Log (Open Items)

<b>Agenda Item No.</b>	<b><u>Documentation circulated at the meeting</u></b>
60.B.05 iii	Terms of Reference – Select Committee [Recruitment of GB Chair and Ext Members]
60.C.01 iii	Present state of international student recruitment and performance relative to the FRP

REF	ITEM	Decision
<b>Section A – Standard Items</b>		
60.A.01	<p><b>WELCOME AND INTRODUCTION</b></p> <p><b>INTRODUCTION, ATTENDANCE AND APOLOGIES</b></p> <p>The Chair welcomed all attendees to the meeting including the incoming University Secretary Dr P Kelly who was in attendance.</p>	
60.A.02	<p><b>PROPOSED MEETING AGENDA</b></p> <p>The agenda for the meeting, as had been circulated, was approved.</p>	<b>Approved</b> Proposed: L Shoemaker Seconded: E Maher
60.A.04	<p><b>Declaration of Confidentiality</b> – all members present agreed to abide by strict confidentiality.</p>	<b>Noted</b>
60.A.05	<p><b>Draft Minutes Governing Body Meeting 59 (26 March 2025)</b></p> <p>Governing Body members approved the Minutes subject to minor changes suggested.</p>	<b>Approved</b> Proposed: L Shoemaker Seconded: B Ó Mhurcú
60.A.06	<p><b>MATTERS ARISING</b></p> <p>The Chair gave an update, and the Governance Ireland workshops were acknowledged as a significant component of TU Dublin's commitment to strengthening governance. Members noted that over 9 hours of structured workshop engagements had been undertaken with participation from both the University Executive Team (UET) and the Governing Body.</p> <p>The final report from Governance Ireland is pending and expected to include specific recommendations on governance structures, conduct and performance evaluation protocols. Once received, the report will be formally reviewed, and implementation oversight will be delegated to a new Governance Committee to be established for this purpose.</p> <p>The Chair and President both expressed appreciation for the time and insight contributed by all members during the process and noted that the next phase will involve translating these findings into actionable reforms.</p>	
60.A.07	<p><b>HEA CORRESPONDENCE</b></p> <p>Update on Governance Ireland UET and GB Workshops</p> <p>i. <b><u>System Governance Correspondence re Subsidiaries</u></b></p> <p>The CFO presented a comprehensive update regarding TU Dublin's submission to the HEA as part of the system-wide subsidiary governance review. This involved the completion of a detailed HEA questionnaire outlining each subsidiary's governance structure, financial arrangements, and the presence (or absence) of Governing Body representation on subsidiary boards.</p> 	Noted Noted

REF	ITEM	Decision
	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>Action <sup>63</sup></p>
ii. <b><u>Correspondence re AGS 24 [x 4]</u></b>	<p>The Head of Governance &amp; Compliance presented a summary of TU Dublin's response to the HEA under the AGS 24 initiative. This correspondence covered four key areas: procurement compliance, oversight of subsidiaries, preparation of financial statements, and the status of cybersecurity audits.</p> <p>TU Dublin achieved full procurement compliance for the reporting period, with no instances of non-compliant procurement logged. This represents a significant turnaround compared to earlier years and reflects the dedicated efforts of the Procurement Office. The CFO noted that this places TU Dublin among a minority of higher education institutions nationally that have met full compliance criteria.</p> <p>The Chair expressed appreciation for this achievement and recommended that a formal letter of recognition be issued to the procurement team, acknowledging their leadership and professionalism.</p> <p>Other components of AGS24, including responses related to subsidiaries and audit processes, were submitted within deadline. Ongoing engagement is planned with HEA on follow-up questions relating to financial controls and cyber audit readiness.</p>	<p>Noted</p>
iii./iv./v. <b><u>Correspondence between HEA/President re Financial Projections</u></b>	<p>The President updated the Governing Body on correspondence with the HEA regarding TU Dublin's projected financial performance for the coming fiscal years. This communication followed the recent submission of the Operational Plan &amp; Budget (OPB), and the HEA sought further assurances and clarifications on the assumptions underlying the forecasted figures.</p> <p>The President's response to the HEA was widely commended by members. It acknowledged the need for accountability while asserting TU Dublin's strategic autonomy and context. Members highlighted that the correspondence successfully conveyed the complexity of the funding environment and defended the approach taken in managing deficit reduction targets without overpromising uncertain future income.</p>	<p>Noted</p>
vi. <b><u>Recurrent Grant Allocation 2025</u></b>	<p>The CFO presented a breakdown of the 2025 Recurrent Grant Allocation from the HEA, which amounted to €150.6 million in core funding, along with an additional €2.2 million allocated for research purposes. This funding was received after a prolonged period of uncertainty during which only partial or preliminary allocations were communicated.</p> <p>A key point of discussion was the inclusion of pay award reimbursements within the overall grant. [REDACTED] The pay awards span multiple years (2022 to 2025) and include elements that are both retrospective and prospective in nature.</p> <p>The Governing Body expressed concerns about the unpredictability of these reimbursements and their implications for financial planning.</p> <p>The CFO confirmed that he will prepare an infograph of the grant structure to help members understand how various funding components, including pay awards, are applied.</p>	<p>Noted</p> <p>Action <sup>64</sup></p>

REF	ITEM	Decision
60.A.08	<p>The Chair described the existing grant model and stressed the importance of demystifying the process for Governing Body members to enable informed oversight.</p> <p>vi. <b><u>CFO to HEA re Independent Verification email</u></b></p> <p>The CFO gave an update regarding the appointment of an independent verifier tasked with reviewing TU Dublin's financial position and the submitted Operational Plan &amp; Budget (OPB).</p> <p>It was noted that while the verifier has been appointed, no documentation or conclusions will be shared until internal governance procedures are fully completed. The President and CFO have maintained regular communication with the HEA to manage expectations around the timing of submissions.</p> <p>The Chair noted the urgency conveyed by the HEA and confirmed support for invoking Chair's Action, if necessary, to meet tight timelines. Governing Body members requested that no document is submitted to external bodies until fully reviewed and endorsed by the Governing Body Committee. Therefore, it will go to the FPC meeting for recommendation and then to Chair for Chairs action approval.</p> <p><b>OTHER CORRESPONDENCE RELEVANT TO GOVERNING BODY</b></p> <p>Executive and administrative support left the meeting.</p> <p>i. [REDACTED]</p> <p>ii. Correspondence President to GB Chair 14 April 2025 + UET Appointment Rationale Document</p> <p>iii. Response from President to FORSA 24 April 2025</p> <p>The Governing Body reiterated its decision of the 26th of February in relation to the arrangement for the filling of UET posts and to finalise the legal matters and further discuss the correspondence at the next Governing Body meeting.</p>	Noted
60.A.09	<b>COMMUNICATION COVERAGE</b>	Noted
60.B.01	<p><b>Section B – Items for Approval</b></p> <p><b>Finance Items</b></p> <p>i. <b><u>SRMS Update and Funding Request</u></b></p> <p>The Registrar &amp; Deputy President was welcomed to the meeting and presented the Governing Body with an update on the Student Records Management System (SRMS) implementation. The Registrar &amp; DP, outlined the progress to date, stated it was on track to deliver. Go live date 1st of August [REDACTED]. Academic Council have approved in principle the Unitary Assessment regulations [REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>The importance of ensuring a seamless transition, especially given TU Dublin's multi-campus structure and the varied digital literacy among staff and administrative units was emphasised. It was confirmed that lessons from previous change management initiatives were being incorporated to minimise risk.</p>	Noted



REF	ITEM	Decision
	[REDACTED]	
	[REDACTED]	Action <sup>65</sup>
	<p>The Governing Body was informed that the HEA had been kept apprised of the revised figures and that the OPB would be formally submitted along with a Section 20 letter, as required under the HEA Act. Members supported the strategy of building contingency into this year's plan to provide a financial cushion against future shocks. The CFO reemphasised that a prudent approach was being taken in relation to the preparation of the projections.</p> <p>The Governing Body approved the resubmission of the Operational Plan and Budget [OPB].</p>	<b>Approved</b> Proposed: E O'Shea Seconded: L Shoemaker
60.B.02	<p><b>UET APPOINTMENTS</b></p> <p>Governing Body Members noted that the appointment of the Dean, Engineering, the Built Environment and Apprenticeships was Approved by Chair's Action.</p> <p>Governing Body members note that the appointment of the Chief Infrastructure Officer was approved by Chair's Action.</p> <p><b>PROCUREMENT CONTRACTS</b></p> <p>i. <b>Managed Print Service</b></p> <p>The CFO gave an update on the awarding of the Managed Print Services contract [REDACTED] following a competitive tendering process. The contract will consolidate existing print services across all campuses under one provider and is expected to deliver significant cost savings, enhanced operational efficiency, and improved environmental outcomes through reduced paper and energy consumption.</p> <p>The successful tenderer, [REDACTED], was evaluated on criteria including cost, quality of service, sustainability, and scalability.</p>	Noted Noted
	[REDACTED]	Action <sup>66</sup>
60.B.04	<p>The Governing Body approved the award of the contract for Managed Print Service as recommended by FPC.</p> <p><b>POLICIES / STATEMENTS / PRINCIPLES</b></p> <p>i. <u>Code of Conduct for Employees</u></p>	<b>Approved</b> Proposed: M Cooke Seconded: E O'Shea
		Noted

REF	ITEM	Decision
	<p>The Chair of the EDIC presented the the revised Code of Conduct for Employees, with a specific focus on the section concerning the acceptance of gifts and hospitality. The updated policy aims to enhance transparency and ensure compliance with best practice standards and relevant legislation.</p> <p>Governing Body members emphasised the importance of consistent policy enforcement and recommended that awareness training be provided across departments.</p> <p>Governing Body approved the revised Code of Conduct for Employees policy.</p> <p>ii. <u>University EDI Strategy</u></p> <p>The Chair of the EDIC presented on TU Dublin's comprehensive Equality, Diversity, and Inclusion (EDI) Strategy. This policy aims to foster a more inclusive, respectful, and equitable university environment. It addresses structural inequalities and social barriers across four key dimensions: gender, racial and ethnic equity, disability, and sexual violence and harassment.</p> <p>Members noted the strategy was developed following a consultative process involving internal focus groups, surveys, and benchmarking against international higher education EDI frameworks. Key feedback included the need to balance ambitious goals with achievable implementation and the importance of embedding EDI within academic and operational structures and not simply as a compliance exercise.</p> <p>Members emphasised the importance of practical follow-through, ongoing resourcing, and ensuring that implementation efforts are not merely performative. It was suggested that annual progress reports should be brought to the Governing Body, with measurable outcomes tied to strategic targets.</p> <p>The strategy was approved with strong support from members, and the President committed to leading by example in championing its objectives.</p> <p>iii. <u>Terms of Reference of Enhancement of Executive Structures and Processes Group - Membership</u></p> <p>The President presented the papers to the Governing Body and the following was approved:</p> <ul style="list-style-type: none"> <li>▪ This group has been established to lead a comprehensive review and redesign of TU Dublin's senior executive management structures, reporting lines, and associated operational frameworks.</li> <li>▪ The initiative responds to internal feedback and external recommendations to improve agility, decision-making transparency, and effectiveness in governance support.</li> <li>▪ The group will be chaired by the President and will include external experts in organisational governance and one Governing Body member.</li> <li>▪ The Steering Group will meet bi-monthly and provide regular progress updates to the Governing Body. Its outputs will inform wider structural reforms and may result in proposed amendments to TU Dublin's organisational chart and executive delegation framework.</li> </ul> <p>Governing Body approved the terms of reference of the EESP Steering Group and will nominate an external member of Governing Body to participate on the EESP Steering Group.</p>	<p><b>Approved</b>    Proposed: L Shoemaker    Seconded: SA Sherry</p> <p>Action <sup>67</sup></p> <p><b>Approved</b>    Proposed: A O'Toole    Seconded: SA Sherry</p> <p><b>Approved</b>    Proposed: E O'Shea    Seconded: A O'Toole</p>

REF	ITEM	Decision
60.B.05	<p>iv. <u>Technology University Association (TUA) Paper</u></p> <p>The President outlined the strategic rationale for active participation, noting that the TUA offers a vital opportunity to influence national higher education policy, funding frameworks, and legislative matters</p> <p>TU Dublin has been invited to play a leadership role in shaping the foundational structure of the TUA. Members discussed the importance of ensuring that the TUA is distinct from legacy structures such as the Irish Universities Association (IUA) and Technological Higher Education Association (THEA), which were viewed as having limitations in representing the new TU landscape.</p> <p>Governing Body members emphasised that the TUA must reflect both executive and governance perspectives, suggesting that Chairs of Governing Bodies should be given formal representation in any proposed governance model.</p> <p>The President confirmed that TU Dublin's nominee for a Director role in the interim TUA structure would be submitted shortly, and members expressed support for a proactive and collaborative approach to shaping this body.</p> <p>v. <u>President Nomination to Director of TUA was approved by Governing Body members.</u></p>	<p>Noted</p>
	<p><b>COMPLIANCE</b></p> <p>i. <u>Options Paper – Review of Organisation Design</u></p> <p>The President briefed the Governing Body members that a full-scale review of TU Dublin's organisational design is planned to run concurrently with the governance reforms led by the Enhancement of Executive Structures and Processes [EESP] Group. This review will include a reassessment of administrative functions, service alignment across campuses, reporting lines, and assess the impact of the OD on annual pay bill. It aims to improve operational efficiency and ensure the organisation is structurally equipped to deliver on strategic goals.</p> <p>Members discussed the available options for conducting the review, noting the importance of delivering a high-quality outcome while being mindful of costs and ensuring value for money.</p> <p>[REDACTED]</p> <p>The President and Chair will present a formal project plan, following receipt of legal advice, to the Governing Body for approval at the next Governing Body meeting.</p> <p>ii. <u>University Safety Statement</u></p> <p>The Head of Governance &amp; Compliance the University Safety Statement as part of statutory compliance obligations. It sets out TU Dublin's approach to health and safety management, risk assessments, emergency procedures, and staff responsibilities under occupational safety legislation. Members noted the need for annual review and verification by designated safety personnel.</p> <p>The University Safety Statement was approved by Governing Body.</p> <p>i. <u>Select Committee and Chair Selection committee</u></p> <p>The following documents were distributed to the members it included the following documents detailing the Select committee and the Chair selection committee, all documents were approved by the Governing Body.</p> <p>DFERIS Letter 23<sup>rd</sup> May 2023 (For noting)</p> <p>DFERIS Letter 28<sup>th</sup> March 2025 (For noting)</p>	<p><b>Approved</b>    Proposed: M Cooke    Seconded: A O'Toole</p> <p>Noted</p> <p>Action <sup>68</sup></p> <p><b>Approved</b>    Proposed: SA Sherry    Seconded: B Ó Mhurcú</p>

REF	ITEM	Decision
	<p>Decision paper 14<sup>th</sup> May 2025 (For approval attached to the Combined pack)</p> <p>TOR Chair Selection Committee 8th May 2025 (For approval attached in the combined pack)</p> <p>Staff Regulations for the Election of staff members to the Governing Body (For approval attached in the combined pack)</p> <p>The terms of reference of a special chair selection committee have been discussed at a previous GB meeting and have since been forwarded to DHERIS by the Chair. This proposal accommodates and includes the feedback from DFHERIS by letter of 28 March 2025 and aims to :-</p> <ul style="list-style-type: none"> <li>- Re-establish a Select Committee as a permanent GB Committee.</li> <li>- Retain (with amendments) the Terms of Reference of the GB Select Committee approved by DHERIS in 2023.</li> <li>- Conduct the recruitment of staff members of the GB in accordance with a Revised Appendix D to the original regulations as amended (noting that Appendix D does not require DFHERIS approval), and delegate to the President the task of implementing same, and provide for the naming of a Returning Officer, and to provide for a date by which the said staff elections shall be conducted.</li> <li>- Provide that where the number of external members to be replaced at any one time is either one person or two persons, that the vacancy may be filled by persons already serving as independent external members of GB Committees.</li> <li>- That a Chair Selection Committee shall be established with its terms of reference to constitute a new Appendix E (Selection of the Chair) of the previously approved regulations.</li> </ul> <p>Election of Staff members to the Governing Body Regulations was presented and approved. Some of the main changes were included and discussed. All staff members can participate in the staff elections including staff members on HPAL contracts. The election is to take place online. Panels are the same ABC&amp;D. Dr Pamela Kelly will be the Returning Officer.</p> <p>ii. <u>Appointment of Student Union Nominees</u></p> <p>Governing Body approved the appointment of two Student Union nominees, Ms Naomi Sebastine-Student Union President and Ms Akondu Ako-Student Union Post Graduate Officer, for a term of one year commencing 01 July 2025 to 30 June 2026.</p> <p>The appointment process for third Student Union nominee underway and will be presented to a future Governing Body meeting.</p>	<p><b>Approved</b> Proposed: E Maher Seconded: SA Sherry</p> <p><b>Approved</b> Proposed: E Maher Seconded: SA Sherry</p> <p><b>Approved</b> Proposed: S O'Toole Seconded: B Ó Mhurcú</p> <p>Noted</p>
	<b>Section C – Executive Reports</b>	
60.C.01	<p>i. University Executive Report</p> <p>ii. Section 23 [TU Act] TUDublin Annual Report 2024 (Working Draft)</p> <p>iii. Present state of international student recruitment and performance relative to the FRP</p> <p>The Chair welcomed the VP Partnerships and Head of International Affairs to the meeting to present, and the following was noted:</p> <div style="background-color: black; height: 40px; width: 100%;"></div>	<p>Noted</p> <p>Noted</p> <p>Noted</p>

REF	ITEM	Decision
	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>Governing Body members suggested that a dedicated strategic workshop be held involving the International Office, Deans, Finance, and External Affairs to reassess market priorities, diversify recruitment strategies, and address internal process inefficiencies.</p> <p>[REDACTED]</p> <p>Further suggestions included enhancing relationships with visa authorities, streamlining onboarding processes, and investing in CRM tools to support conversion.</p> <p>VP Partnerships and the Head of International Affairs were thanked for their presentation.</p>	Action <sup>69</sup>
60.C.02	<p><b><u>Finance Reports</u></b></p> <ul style="list-style-type: none"> <li>i. FRP Update           <ul style="list-style-type: none"> <li>a. The IRL Dominic Dillane presented an in-depth analysis of the Financial Recovery Plan and the associated KPI's.</li> <li>b. He explained that [REDACTED] had been procured as the independent verifier</li> <li>c. It was agreed that the FRP which was verified, would go to the FPC for recommendation and then on for Chairs action before communication to the HEA.</li> </ul> </li> <li>ii. Monthly Bank &amp; Cash [Cashflow] 31.03.2025 AND 30.04.2025</li> <li>iii. Prompt Payment Q1 2025</li> <li>iv. Procurement non/compliance update</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
	<b>Section D – ITEMS FOR NOTING</b>	
60.D.01	<p><b>University Seal Register Report</b></p> <p>Governing Body noted the University Seal Register Report 17 April 2025 from the University Legal Counsel confirming that the seal of TU Dublin was applied to no documents during the period 12 March 2025 to 17 April 2025.</p>	Noted
	<b>Section E – Council and Committee Minutes &amp; Reports</b>	
	<b>COMMITTEE REPORTS</b>	
60.E.01	<p>EDIC Meeting Report – 16 April 2025</p> <p>Governance Committee Meeting Report</p>	<p>Noted</p> <p>Noted</p>
60.E.02	<b>COMMITTEE MINUTES</b>	
	FPC Minutes - Meeting 31 (19 March 2025)	Noted

REF	ITEM	Decision
60.F.01	<p>EDIC Minutes - Meeting 25 (05 March 2024)</p> <p>AC Minutes - Meeting 30 (26 Feb 2025)</p> <p><b>ANY OTHER BUSINESS</b></p> <ul style="list-style-type: none"> <li>i. Governing Body Action Log (Open Items)</li> <li>ii. The Chair confirmed that the external members meeting will take place at the June meeting.</li> </ul> <p><i>Eoin O'Shea</i></p> <p><b>SIGNED</b> _____</p> <p><b>Eoin O'Shea, Deputy/Acting Chair</b></p>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>