

TU Dublin

Governing Body – Minutes of Workshop

16 April 2026

Reserved Matters & Delegated Authority Framework

In Attendance: Gerard Howlin; Deirdre Lillis; Mary Cooke; William Johnston; Jennifer Cowman; Naomi Sebastine; Ray English; Liam Sharkey; Michael Gately; Catherine Clune Mulvaney; Leslie Shoemaker.

Apologies: Siobhan Maher; Derek Moran; Eoin O'Shea

University Secretariat: Dr Pamela Kelly (University Secretary and facilitator)

Date: 16 April 2026

Time: 09:00 – 13:00 (Break 10:00 – 10:15 & 12-12.15)

Legal Presentation: Arthur Cox Solicitors 09:00 – 10:00

Document version: Based on Draft 6, 10th April March 2026 (Post legal review)

OUTPUT: Consideration of a proposed set of recommendations on the Reserved Matters for the Governing Body, prior to subsequent formal consideration by the subcommittees and then ultimately to the Governing Body for final approval.

Overview of new Governing Body IT documentation system Diligent Board Effects

The wide 'Notes' columns throughout this document are intentionally blank for GB members to annotate during the workshop.

Pre-reading required: All GB members should read Draft 6 of the Reserved Matters & Delegated Authority Framework) before the workshop.

Note: The framework document has undergone legal review prior to the 16 April 2026 GB meeting. Arthur Cox will address outstanding legal queries during the 09:00 presentation.

WORKSHOP AGENDA

The workshop runs from 09:00 to 13:00. Arthur Cox Solicitors will present to the Governing Body from 09:00 to 10:00 on the legal framework underpinning the Reserved Matters and the role of the Governing Body.

Time	Agenda Item	Lead	Format	Notes / Actions
09:00	SESSION 1: ARTHUR COX LEGAL PRESENTATION. Legal framework — TU Act 2018, HEA Act 2022, Charities Act 2025 Role and duties of the Governing Body Reserved matters: what cannot be delegated and why, Charity trustee obligations Q&A with GB members	Arthur Cox Solicitors	Presentation + Q&A	
10- 10.15	BREAK		Break	
10:15	SESSION 2: Introduction Purpose, Outputs & Procedures Chair's opening remarks Confirm the workshop output.	Chair	Plenary	
10:30- 11.30	SESSION 3: Reserved Matters Review: Break into groups (See attached Groups pg. 9) and Reserved matters Delegated Authority framework doc Draft 6, document Section Part 1 Matters Reserved for the Governing Body	University Secretary Facilitator	Group Workshop exercise	
11.30- 12.00	SESSION 4: Feedback Session from Groups- Consolidated	University Secretary Facilitator		

Time	Agenda Item	Lead	Format	Notes / Actions
12.00-12.15	BREAK		Break	
12.15-12.30	SESSION 5: Introduction to the New Diligent Board Effects-Governance renewal plans	University Secretary	Video and Demo	
12:30-12.50	SESSION 6: Agreed Outputs, Next Steps Secretary reads back agreed positions, Agree timeline: final framework to GB Sub committees and then to the GB for formal approval.	Chair / Secretary		
12.50-13:00	Chair to Close, Lunch @1pm		Lunch	

Session 1: Arthur Cox Legal Presentation 09:00 – 10:00

Legal Presentation 09:00 – 10:00 (Arthur Cox Solicitors)				
Session element	Facilitation notes / purpose	Time	GB workshop notes	
Overview; Sources of Governance requirements; Specific Governance requirements; Discussions of matters reserved.	██████████ Head of Governance and Consulting services ██████████ Legal Director Governance and Consulting services.	30mins		
Q&A and legal clarifications	Open Q&A. Items requiring further written legal advice to be captured by the Secretariat during the workshop session.	30mins		

Session 2: Introduction, Purpose, Outputs 10:15 – 10:30

Session 2 10:15 – 10:30			
Session element	Facilitation notes / purpose	Time	GB workshop notes
Chair's opening	Opening and introduction.	5 mins	
University Secretary Scopes out the objectives.	The GB aim to have, agreed as far as possible outputs.	5 mins	
Confirm	OUTPUT: Consideration of a proposed set of recommendations on the Reserved Matters for the Governing Body, prior to subsequent formal consideration by the subcommittees and then ultimately to the Governing Body for final approval.	5 mins	
	Final framework brought to sub committees' meetings then to the GB for formal approval at a subsequent meeting, aiming for June 17 th for final sign off. This work will cascade downwards into a redefinition of the TOR of the Subcommittees and the Code of Governance of TU Dublin and the standing orders. These will all be redrafted for approval.		

Session 3: Section Part 1 Matters Reserved for the Governing Body | 10:30 – 11:30 (Group workshop exercise)

Break into groups as per page 10 and work through the Reserved Matters Delegated Authority Document. Please note as a group/individually any observations or if an item is proposed to be approved/agreed. We will then come back together as a group and note observations on the document with a view to reaching consensus.

Session 4: 11.30-12.00- Feedback Session from Groups Consolidated

Feedback captured

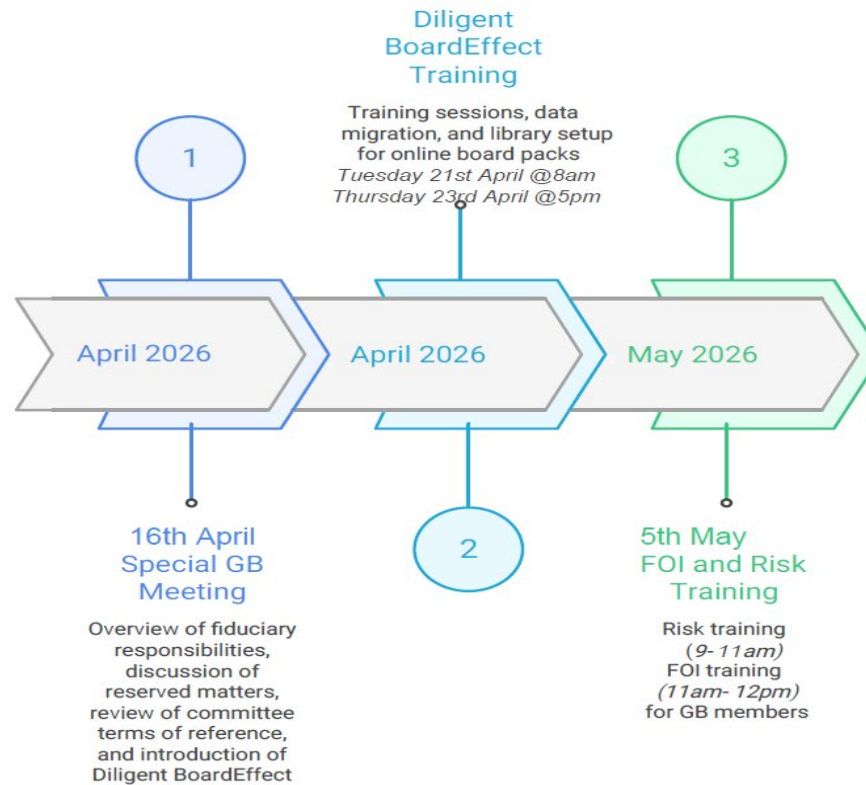
Session 5: 12.30-12.45- Introduction to the Diligent Board Effects System

Over the next month we will be rolling out the new Diligent Board effects IT board governance papers system.
Please see below introduction to the system.

[Click here for link to Introduction Video](#)

We have organised training for the GB members on the following dates: see below and you have received these and they should be in your calendar.
We will be moving over the archived material into the new portal over the next two weeks.

Governance Renewal Timeline



GB Workshop Groups



Group 1

Deirdre Lillis,
Eoin O'Shea,
Naomi Sebastine,
Ray English,
Michael Gately



Group 2

Mary Cooke,
Eamonn Russell,
Jennifer Cowman,
Eamon Maher,
Princewill Aguele



Group 3

William Johnston,
Gerard Howlin,
Liam Sharkey,
Leslie Shoemaker,
Catherine Clune
Mulvaney

Session 6: 12.30-12.50 Agreed outputs- Discussion

Agreed Outputs, Next Steps Chair/ Secretary reads back agreed positions, Agree timeline: final framework to GB Sub committees and then to the GB for formal approval.

Next steps:

Legal review of the Reserved Matters & Delegated Authority Framework to be finalised.

The finalised framework (incorporating today's agreed positions) will be brought to the sub committees in the first instance then to the Governing Body for formal approval at a subsequent meeting aiming for June 2026.

There is follow on work to be undertaken which will include a review of the TOR for each subcommittee, what is delegated to the subcommittees from the GB and the specific process; [REDACTED] Review of the Code of Conduct for GB members in Draft currently; review and update of the standing orders for Governing Body of TU Dublin.

Also, the aim in the future would be to determine the required reporting/KPIs relating to each RM and the timing and format of that reporting/those KPIs over the course of the year to build into the schedule and agendas. These reporting requirements will vary and change as the Section 64 process and the return to BAU occurs.

Any other identified steps to be undertaken which have arisen out of today's workshop.

Thank you for taking the time to join us here today 😊

Final Minutes

Signed: Gerard Howlin

Date 20-04-2026