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The University of Dublin

Trinity College

Minutes of Audit Committee, Tuesday 25 November 2003

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Present   Mr D Kingston (Chairman), Professor D Dickson, Dr S Allwright, Professor J McGilp.

(ex officio)   Internal Auditor, Assistant Secretary

The Assistant Director of IS Services and the IT Security Officer attended for item 2003/26.

2003/25   **Minutes** The Minutes of the meetings held on 23 October 2003 were approved and signed.

2003/26   **IT Security** The Assistant Director of IS Services and the IT Security Officer, present by invitation, invited the Committee's attention to the IT Security Progress Report 13/01/2003 - 12/11/2003 which had been circulated. The Assistant Director of IS Services invited the Committee's attention to issues which had been raised in the past by the College's external auditors in relation to the risks associated with the College's IT systems and advised the Committee that substantial progress had been made since the recruitment of an IT Security Officer. The Committee noted in particular that an IT Security Policy had been approved by the Board in July 2003 and that an awareness programme was now underway to advise Heads of Departments and computer users in College on its implementation, noting the responsibility which the policy places on individual computer users to maintain secure IT systems at local level.

The Committee also noted that work had begun on achieving accreditation under ISO 17799 – the leading IT security standard.

The Assistant Director of IS Services invited the Committee's attention to risk exposures in relation to back-up power supplies, segmentation of the College network and the alignment of the College's core activities of teaching and research with IT security, which will have to be addressed as a matter of urgency, noting that the management of these risks will require the allocation of substantial financial resources by the College.

In the course of a detailed discussion of the issues raised, the Assistant Director of IS Services and the IT Security Officer clarified issues in relation to network linkages to the College's main teaching hospitals, secure connections for staff working from home and the use of anti-virus software.

In response to a query in relation to the application of the IT Security Policy to the Centre for High Performance Computing, the Assistant Director of IS Services, noting that the Centre had not yet put in place the infrastructure necessary to operate their new computers, advised the Committee that discussions are on-going with the Director of the Centre in an effort to reach a solution which will ensure that the Centre's research programme will proceed in a manner that will not expose the College's network to undue security risks.

The Committee, noting the very high risks to College arising from the operation of such a large, open network, commended the IT Security Officer on the progress made since her appointment and noted that work in this area represented very good value for money for the College. The Committee, noting that the IT Security Officer is a contract appointment, which will expire in April 2004, agreed that the importance of this function for the College would be emphasised in its report to Board.

2003/27   **Working Group on College Governance** The Chairman invited the Committee's attention to the fact that that the current elected Board is the first of its kind in the College and as such provides the opportunity for greater involvement of Board Members in the governance of the College.

The Chairman invited the Committee's attention to the progress being made at the Board's working group on governance. The Chairman advised the Committee that there has been a move away from the Audit Committee's initial recommendations that Principal Committees would be review committees and that the Executive Officers Group would be a decision-making group to a situation where Principal Committees would have specific decision-making functions delegated to it by the Board and would also review policy proposals prior to their submission to Board for consideration. The Committee noted the working group's recommendation that communicating decisions should not be a function of Principal Committees and that other more appropriate mechanisms should be developed. The Chairman advised the Committee that Professor McGilp had represented the Audit Committee at a meeting with the Bursar and Secretary to the College to address the final out-standing issues in relation to the to chairing of Principal Committees and the role and composition of the Executive Officers' Group.

Professor McGilp, inviting the Committee's attention to the current draft of the working group's report which had been circulated, advised the Committee that the inclusion of the proposed new model for almost all Principal Committees had introduced a greater degree of understanding in relation to the principles of governance being proposed.

Professor McGilp invited the Committee's attention to the need to have sufficient checks and balances incorporated into the College's decision-making processes to ensure good management. The Committee noted that the Audit Committee had originally proposed that this review function would be best achieved by appointing Elected Board Members as chairs of Principal Committees and by increasing the number of Elected Board Members on Committees. The Committee, noting the concerns which had been expressed by Executive Officers in this regard, further noted that the working group was considering including a recommendation in its report that an Elected Board Member would be appointed as chairperson of one Principal Committee on a pilot basis, noting that it would be proposed that the pilot Principal Committee would be chosen so as to ensure minimum risk to the College at this time; the chairperson of all other Principal Committees would remain unchanged pending the outcome of the pilot.

Professor McGilp also invited the Committee's attention to recommendations that the working group was considering making in relation to the Executive Officers Group.

Professor Dickson invited the Committee's attention to a number of areas of concern in relation to the proposals as they had been formulated in the draft which had been circulated. The Committee noted in particular Professor Dickson's concerns in relation to:
  (i)   the apparent loss of collegiality under the proposed system
  (ii)   the recommendation to formalise the Executive Officers' Group without any reference to the Statutes and without specifying any reporting structure for this Group
  (iii)   the very heavy dependence which the proposed model places on Elected Board Members being members of Principal Committees and possibly acting as chairpersons of these committees, noting that in the case of some Principal Committees, particularly the Research Committee, those elected to Board may not have sufficient expertise to fulfil these functions appropriately
  (iv)   the absence of any role for the Standing Committee of the Fellows which could provide an effective overview mechanism for the Executive Officers Group.

In response to queries raised by Professor Dickson, Professor McGilp advised the Committee that it had not been intended that there would be permanent co-option on to any Principal Committee, but that people with specific expertise would be invited to attend committee meetings as required. Professor McGilp invited the Committee's attention to the proposal, as outlined in the current draft, that if there were insufficient research active Elected Board Members across all the disciplines, there was an option to invite Heads of research active departments, to be members of the Committee. The Committee also noted the Chairman's comments in relation to the important role which would be played by sub-committees in providing the required expertise to the Principal Committees. The Committee agreed that the wording in relation to the Executive Officers Group would be amended to reflect the intended *modus operandi* for this group.

The Committee agreed that it would send comments on the current and subsequent draft to the secretary prior to the report being presented to Board for consideration.

2003/28   Annual Report to Board   The Internal Auditor invited the Committee's attention to the main points discussed in the Committee's annual report which would be considered by the Board at its

meeting on 17 December 2003. The Committee, approving the report as presented, agreed that the risks to sound financial management in the College posed by the annual approach to funding by the government together with the uncertainties which often accompanied the grant notification by the HEA, should be highlighted in the report.

2003/29   **Risk Management in College** The Committee noted a memorandum from the Secretary to the College to the Board, dated 10 November 2003, which had been circulated outlining proposals in relation to the management of risk in the College.

Signed: ………………………………………….

Date: ………………………………………….