

Incorporating any amendments approved at subsequent Board meetings

The University of Dublin

Trinity College

Minutes of Board Meeting, 5 December 2012

<i>Present</i>	Provost (Dr P J Prendergast), Vice-Provost/Chief Academic Officer (Professor L Hogan), Senior Lecturer/Dean of Undergraduate Studies (Professor P Geoghegan), Registrar (Professor S P A Allwright), Bursar (Professor G J Lacey), Professor S D C Barrett, Professor M Bourroche, Dr O Braiden, Mr F Cowzer, Professor W J Dowling, Professor E Drew, Mr R Dunne, Mr D Ferrick, Mr D Frost, Mr J Gallagher, Professor H Gibbons, Mr M J McAndrew, Professor J F McGilp, Professor N Marples, Ms N Murray, Ms A S Ní Chonaire, Professor C O'Farrelly, Professor M Ó Siochrú, Professor H J Rice.
<i>Apologies</i>	Ms J Byrne, Professor R Gilligan, Professor D O'Neill, Chief Operating Officer, Vice-President for Global Relations.
<i>In attendance</i>	Ms S Mac Bride.
<i>(ex officio)</i>	Secretary to the College, Chief Financial Officer.
<i>(by invitation)</i>	Internal Auditor and Chair of the Audit Committee (for BD/12-13/104) Dean of Research (for BD/12-13/105)

SECTION A

BD/12-13/099 Declaration of Interest

Mr Frost and Ms Murray declared that they were both staff members in IS Services and could have a potential conflict of Interest in relation to Agenda Item A.9(ii). The Board agreed that they would remain present for that item.

BD/12-13/100 Minutes

The minutes of the meeting held on 7 November 2012 were approved and signed.

BD/12-13/101 Matters Arising from the Minutes

One matter arising from the minutes was discussed and has been recorded below, (see minute BD/12-13/102).

BD/12-13/102 Professor Trevor West, deceased

The Provost advised Board that a memorial service will be held for the late Professor Trevor West in the College Chapel on Friday 7 December 2012 at 5.15pm.

BD/12-13/103 Provost's Report

The Board noted an update from the Provost on the following items:

(i) **Amendment to the Universities Act, 1997**

The Provost advised Board that he had met with the Minister for Education & Skills and that discussions are on-going in relation to the draft Heads of Bill, noting that overall governance for the relationship between the higher education system and the state was also discussed. The Board noted that the Provost intends to discuss again with the Minister how the need for balance in autonomy and accountability in universities may be facilitated.

During the course of a discussion the Board noted that the Students' Union Council had passed a motion opposing the amendment to the Universities Act 1997 and that they intended to announce their opposition publicly before the end of 2012. The Provost advised Board that all channels available would be used in order to encourage public debate on the issue and gain support for the University sector. The Board noted that the case was being made for the Heads of Bill to be redrafted from its current form.

(ii) **Global Relations Strategy**

The Board noted that the Provost's recent visit to India with the Vice-President for Global Relations and her team in order to promote the College had proved successful. The Board noted that the trip had encompassed visits to four cities and that it is expected that the strategy of engaging directly with prospective students in high schools will prove fruitful.

BD/12-13/104 Audit Committee - Annual Report for 2012

Ms O'Neill, Chair of the Audit Committee, present by invitation, invited Board's attention to the Audit Committee's Annual Report for 2012 which had been circulated. She advised Board that the Audit Committee had a unique and independent role in the College to bring high risk issues to Board's attention particularly in light of the current challenging economic environment. The Board noted the Audit Committee's recognition of the strong national and international reputation the College has maintained, particularly in light of unprecedented difficulties in terms of funding facing the College. Ms O'Neill invited Board's attention to the following issues:

(i) **Remuneration and Promotions**

Ms O'Neill advised Board of the need to be vigilant in their decision making in the area of remuneration and promotions noting that some issues that have come to light may not have been due to a direct decision of the Board and may be as a result of devolution of those decision making powers. She further advised that where issues have arisen both internally and externally the Board should seek to resolve the issue through the appropriate formal channels and that a clear Human Resources Policy should be adopted for the College. The Board noted that where decisions are devolved the College should consider introducing a policy to ensure the accountability and responsibility of those making the decisions. Ms O'Neill advised Board of the need to explore the issue of outside earnings to ensure compliance in the area. In response to a query, Ms O'Neill advised that it is hoped that the START process will assist the College in maintaining oversight of devolved decision making processes.

(ii) **GeneSIS**

Ms O'Neill advised Board that the success of the GeneSIS project is of crucial importance to the College noting the scale of the project, the associated investment and expected benefit. She advised Board of the need to ensure the provisions within the allocated budget were accurate and adequate in order to bring the project to a successful completion. The Board noted the importance of ensuring that the project was appropriately managed, that the correct oversight procedures were in place and the need to keep to the timeframe in order to avoid an overreliance on the inference that the project will come together in the final stages.

In response to a query, Ms O'Neill advised that quality assurance mechanisms were very useful but that it was important that live issues are reported and maintained on the agenda until they reach a full resolution. The Board noted the importance placed by the Audit Committee on appropriate budgetary controls and ensuring the appropriate change management structures are put in place as soon as possible. The Board further noted the recommendation that once the budget is revised it should be monitored closely to ensure it is complied with. The Treasurer advised Board that the Finance Committee and Executive Officers were aware of the budget concerns and that a report was due to be presented to the Finance Committee at its next meeting, after which the work on redefining the budget will be completed with any recommendations to be brought to the Board for decision at a future meeting.

The Provost, noting that the issues raised in relation to the GeneSIS project are symptomatic of large infrastructure projects in all large organizations, advised Board that governance guidelines for large projects were being prepared and would be presented to Board for consideration in due course.

(iii) **Trust Funds and Trinity Foundation - C&AG Request.**

Ms O'Neill invited Board's attention to a memorandum, dated 28 November 2012, which had been circulated. She advised Board of the C&AG's request for access to relevant information relating to the Trust Funds and the Trinity Foundation in order to assess the correct accounting treatment under GAAP. The Board noted the view of the Treasurer, College's external auditors and the recommendation of the Audit Committee.

The Board as Trustees of the Trust Fund approved the release of the relevant information relating to the Trust Funds with appropriate confidentiality conditions, and requested that the Trustees of the Trinity Foundation do likewise in order that the C&AG may take a view on the correct accounting treatment under GAAP.

Noting the views of Board members, the Board agreed that the Executive Officers would develop a communication strategy surrounding the issue.

(iv) **Internal Control**

Ms O'Neill advised Board that with the exception of the issues she had highlighted the Audit Committee had not identified any areas of weakness in internal control in the College and the Audit Committee had noted the progress the College had made in addressing previous weaknesses identified in the expenses approval process.

In response to a query, Ms O'Neill advised the Board that one of the members of the Audit Committee had been relocated abroad and that arrangements were underway to replace that member with someone from a financial background. The Board noted that the nomination will be presented to Board for approval. The Board also noted that the terms of reference of the Audit Committee did not encompass the identification and management of risks but to comment on the effectiveness of the College in carrying out these tasks.

Noting the recommendations of the Audit Committee, the Board agreed that a formal response to the recommendations would be presented to the Board in the near future.

Ms O'Neill commended the work of the Audit Committee and the Internal Auditor throughout the year. The Provost thanked Ms O'Neill for her report.

BD/12-13/105 Research Matters

The Dean of Research, present by invitation, invited Board's attention to a number of research issues under the following headings:

(i) **Annual Report of the Dean of Research, 2010-2011 (see Actum CL/12-13/052 of 21 November 2012)**

The Dean of Research advised Board that this is only the second Annual Report from the Dean of Research and noted that he would welcome feedback from Board members on what information they would like to see in future Annual Reports. The Board noted that when compiling this report he had asked Schools/TRIs to highlight their research achievements in 2010-11, focusing on qualitative aspects of their activities.

Noting that chapter 4 of the report refers to the relevant bibliometric data, the Dean of Research advised that although the College's research impact continues to be very high, it was not in the period under review the largest institution nationally in terms of numbers of citations. While the number of publications has increased significantly since 2002, the current trend, as reflected in the RSS, is a levelling-off or decrease in publication outputs across all publication types. The Board noted that data in the RSS shows a drop in peer-reviewed journal papers and a similar trend for books and especially peer-reviewed conference papers. The Dean of Research advised that while this is a cause of some concern, the latter may be explained by a focus on other forms of publication. The Dean of Research further emphasised, once again, that the overall impact is very high but that it will be necessary to continually monitor our comparative position. The Board noted that there has been a steady increase in the number of research outputs deposited in TARA, as required by the Open Access Publications Policy, and it is expected that this continued growth will improve the ratio of cited to uncited publications (63:37 %).

The Board noted that Chapter 3 of the Annual Report considers the College's capitalisation of intellectual property and demonstrates the continued strong performance in terms of Technology Transfer outputs e.g. 60 invention disclosures received in 2010-11 (45 in 2009-10). The Dean of Research advised Board that an issue for consideration is the cost of patent applications - €0.5m

in 2010/2011 – particularly as State support for patent costs is declining. Nationally, Trinity has contributed 21.8% of the spin-out companies formed under the Technology Transfer Strengthening Initiative programme, 2007-2011.

Noting the research income and research accounts, the Dean of Research advised that in 2011 Trinity earned €91.7m in research income, an increase of nearly 7% on 2010. While the College is maintaining a healthy portfolio of research accounts it is to be expected that research income will decrease, noting that the College's research income is highly dependent on a relatively small number of researchers. While the number of research contracts awarded in 2010/2011 was 557 (444 in 2009/2010) the complexity of research contracts, many requiring co-funding or multi-party participation, is increasing. The Board noted that there has been a decline in the number of research applications but an increase in the number of applications for European funding, reflecting an increasing trend towards overcoming the reliance on Irish funding and diversification of funding streams.

The Dean of Research advised Board that important policy developments in the area have included (i) the successful pilot of the Research Proposals and Awards Management System (RPAMS); (ii) that Research Fellows/Senior Research Fellows and contract lecturing staff may now apply as PIs for research funding under certain conditions; (iii) further encouraging and facilitating increased participation in competitive research funding; and (iv) the introduction of new procedures for approval of and reporting by research centres.

The Board noted the report as presented.

(ii) **Research Strategy Update**

The Dean of Research advised Board that the implementation of the Research Strategy was advancing and that the process of identifying collaborative areas of research across the College is on-going. The Board noted that the scope of some collaborate areas which had been previously identified had now been refined. The Board further noted the importance being placed on sourcing non-exchequer funding to support research and that particular staff resources had been identified to support these efforts focusing on Horizon 2020 funding. The Dean of Research advised Board of the work which is progressing to develop a College wide strategy for Innovation and Entrepreneurship. The Board noted that progress is also ongoing in relation to the Ranking Strategy for the College.

During the course of a discussion the following issues were raised by Board members:

- (a) the report should where appropriate state that metrics relate only to the Sciences;
- (b) computation of the number of patents which are registered and are then licenced would be useful;
- (c) the need to ensure the College receives adequate funding for research;
- (d) the need to change the RSS system to capture more outputs from Arts, Humanities and Social Sciences;

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- (e) the use of the word innovation should be defined within the document;
- (f) the need to clarify where the Office of Scholarly Communication will be positioned within the College.

In response to queries raised the Dean of Research advised the Board that some research metrics were not designed in a way to properly reflect research in the Arts, Humanities and Social Sciences and this would be stipulated more transparently throughout the report. He further advised that these metrics were computed externally and that in order to address the necessary changes in RSS a user group has been established. The Board noted that it was not yet possible to provide data on the number of registered patents which led to licences. The Board further noted that the Office for Scholarly Communication will be within the Library structure and that references to Innovation refer to the broadest definition of the word.

The Provost thanked the Dean of Research for his report, which was noted.

BD/12-13/106 START Update

The Bursar, as the Chief Operating Officer was unable to attend the meeting, advised Board that a change management consultant had been procured and work had begun on reviewing the activities under START. The Board noted that an Implementation Group was being established to support the activities and facilitate the change process noting that emphasis will be placed on the Academic Registry, value for money and finance. The Board noted that the members of the Implementation Group will include personnel from Human Resources and the Treasurer's Office and that regular updates will be provided to the Board. It was also noted the Human Resources strategy was being prepared.

BD/12-13/107 Mid-term Review of the Strategic Plan

The Vice-Provost/Chief Academic Officer invited Board's attention to a memorandum, dated 26 November 2012 together with the Risk Assessment and Costing for Mid-Term Review of the Strategic Plan, which had been circulated. She advised Board that all action plans which have been identified as unachievable due to the current financial climate were now more clearly indicated within the Plan. The Board noted that the data for staff/ student ratios had now been amended to reflect the correct position, noting that the ratio is high compared to the College's international counterparts. The Board also noted that the terminology in the plan has been revised to ensure a clearer understanding by external readers. The Vice-Provost/Chief Academic Officer advised Board that despite the challenging environment the College has achieved a lot of the Plan's actions since the introduction of the Strategic Plan.

In response to a query, the Vice-Provost/Chief Academic Officer clarified that State research funding was not included in the definition of the College generated funding within the Plan. The Board noted that the costings had been revised and where Board has approved funding for an initiative this has been indicated and where no financial costs have been incurred this has also been clearly stated, noting that it is sometimes difficult to formally measure the effects of the no-costs actions but that evidence can be seen at individual school level.

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In response to a query, the College Secretary clarified that the revised Code of Governance of Irish Universities agreed by HEA and IUA in 2012 and approved by Board in September 2012 will be used as a basis to revise the College's code which will be presented to Board for consideration in due course, following the completion of the work of the Board-appointed sub-group.

The Board approved the Mid-term Review of the Strategic Plan as presented with one wording amendment in relation to 6.22, noting that a text only version will be made available as a working document to staff who may require it.

The Provost thanked the Vice-Provost/Chief Academic Officer for her report.

BD/12-13/108 Commercialisation

The Bursar, Chair of the Commercialisation Working Group, invited Board's attention to an Interim Report, dated December 2012, which had been circulated. Noting the on-going contribution of the members of the Working Group, he advised Board that the review had taken account of all current activities and of opportunities for future revenue generation, including drafting a business model and job specification for the appointment of a Commercial Director.

The Board were advised that members of the Working Group had taken part in a number of internal and external meetings noting that the College's current commercial revenue comes from a number of sources including the Library, Book of Kells, Sport, concession contracts, catering and accommodation and that there is no central point of contact for these areas. The Bursar advised Board that the Library Shop has on average half a million visitors per year and of those 31% of visitors make a purchase, noting that it has been concluded that the shop is too small to properly capitalize on the opportunity. The Board noted that during the summer months the College has a large amount of accommodation available, however it only reaches an occupancy rate of 64% which is less than many of the largest hotels in Dublin city centre.

The Bursar advised Board of the results of a SWOT analysis undertaken by the Working Group, noting that the TCD brand, the associated prestige and exclusivity were the College's strengths. A lack of clarity over who is responsible for the various commercial elements in College together with delays in the decision making processes were identified as weaknesses. The Board noted that there were very few repeat visitors to the College and the importance of maintaining high levels of service to avoid brand damage particularly in the case of visiting potential students and parents. The Bursar advised Board that it is intended that the Commercial Director will bring focus to the various commercial elements in the College and explore further commercial opportunities for the College including the establishment of a Welcome Centre for visitors and expansion of the Book of Kells and TCD licencing arrangements. The Bursar further advised that there were a number of structural options which would enable these plans including the creation of a wholly owned subsidiary company to manage all commercial activity, the appointment of a Commercial Director reporting to the Chief Operating Officer or for all commercial activity could be outsourced. The Board noted that at present the appointment of a Commercial Director is favoured and it is intended that this post will be filled during Spring 2013.

During the course of a discussion, the following issues were raised by Board members:

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- (i) the College should explore the demand for meeting space which will be required during Ireland's presidency of the EU next year;
- (ii) the Welcome Centre for Visitors should include a service to provide potential students with relevant information;
- (iii) the College should explore the opportunities associated with the Sports grounds in Santry;
- (iv) all commercial promotion should include a web-based element;
- (v) the College should review the opening times and consistency of opening times of its internal catering services to ensure customer loyalty;
- (vi) the College should review the current use of the Douglas Hyde Gallery and Lincoln's Inn;
- (vii) the accommodation needs of students both during the academic year and over the summer period should be taken into consideration in any plan affecting on campus rooms;
- (viii) access to the College's museums within academic areas should be reviewed;
- (ix) the positioning of the College brand should be prioritised particularly in light of the recent launch of the Book of Kells iPad App.

In response to the issues raised, the Bursar advised that the opportunities at Santry sports grounds were limited. He further advised that focus would be placed on promotion through social media and form part of the brief of the Commercial Director. The Board noted that the internal catering services will be reviewed and that opportunities for Regent House and the Douglas Hyde Gallery were also being explored. The Board also noted that all plans would focus on improving the services for students and create corporate opportunities for alumni to host and entertain guests on campus including VIP tours of the campus which could incorporate the various museums on campus.

The Bursar advised Board that the Working Group were acutely aware of the sensitivities surrounding the positioning of the College brand and that brand management was a priority for them.

The Provost thanked the Bursar for his report, which was noted

BD/12-13/109 Quality

- (i) **Review of Director of Buildings Office**
This item was deferred until the next meeting of the Board.
- (ii) **IS Services Implementation Plan.**
This item was deferred until the next meeting of the Board.

BD/12-13/110 Proposal to establish the title Professor Emeritus/Emerita (see Actum CL/12-13/054 of 21 November 2012)

Professor Rice, Chair of the Human Resources Committee, invited Board's attention to a memorandum, dated 5 November 2012, which had been circulated. He advised Board that at present the only Emeritus title in the College is that of Fellow Emeritus. The Board noted that it is now proposed to award retired Professors of appropriate rank who continue to be active in teaching and research with the title Professor Emeritus/Emerita following a formal application process. The Board noted that the title would be recorded in the College Calendar but would not attract any

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remuneration or privileges and that the appointment must be of benefit to the College.

During the course of a discussion some Board members expressed the view that it should be extended to all academic grades who continue to teach after they retire and that it should be an assumed right rather than being awarded through an application process. The Senior Lecturer advised Board that as the word "merit" appears in the title it is clear that it is not an assumed right but an awarded one and should be bestowed on senior figures only.

The Board approved the proposal as presented and requested that the Human Resource Committee consider as a matter of urgency whether or not to extend the proposal to Assistant Professors and Associate Professors.

BD/12-13/111 University Council

The Board confirmed the Acta of the University Council from its meeting held on 21 November 2012 subject to further comments covering CL/12-3/025, 052, 054, 057, 060 and 070 and noting in particular:

CL/12-13/048 Matters Arising (CL/12-13/025)

The Board noted its regret at the decision of the Church of Ireland College of Education to transfer its links from the College to Dublin City University.

Academic Appeals Committee for Graduate Students (Research) (Actum CL/12-13/060)

The Board confirmed the decision of the University Council in respect of the above Actum.

BD/12-13/112 Interim Report to Board on Senior Promotions Appeals 2012

Under other business, the Board noted the memorandum as tabled, and that it may have implications for the next round of promotions.

SECTION B

BD/12-13/113 Audit Committee

The Board noted and where a decision was required approved proposals in the minutes of the Audit Committee meeting of 17 October 2012 and 20 November 2012 as presented.

BD/12-13/114 Coiste na Gaeilge

The Board noted and where a decision was required approved proposals in the minutes of the Coiste na Gaeilge meeting of 8 November 2012 as presented.

BD/12-13/115 Estates Committee

The Board noted and where a decision was required approved proposals in the minutes of the Estates Committee meeting of 20 June 2012.

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BD/12-13/116 Finance Committee

The Board noted and where a decision was required approved proposals in the minutes of the Finance Committee meeting of 8 November 2012 as presented.

BD/12-13/117 Human Resources Committee (see Actum CL/12-13/057 21 November 2012)

The Board noted and where a decision was required approved proposals in the minutes of the Human Resources Committee meeting of 16 October 2012, noting in particular:

HRC 2012-13/11 Redundancy, Fixed-term Contracts, Contracts of Indefinite Duration & Related Issues

In response to a query, the Chair of the Human Resources Committee undertook to clarify whether the Committee had made the ultimate decision to cease the practice of renewing an employee's contract on a 'bridging' basis, pending a future employment need in instances where a research project or programme ends and the Principal Investigator or manager is pursuing or awaiting formal approval for a further research grant.

BD/12-13/118 Library and Information Policy Committee

The Board noted and where a decision was required approved proposals in the minutes of the Library and Information Policy Committee meeting of 19 November 2012 as presented, noting in particular:

LIPC/12-13/07 Review of Legal Deposit

The Board agreed that the Project Sponsor for the Review of Legal Deposits would be invited to update Board in due course.

The Board agreed that the Acting Librarian should join the membership of the Legal Deposit Review sub-committee.

LIPC/12-13/09 Recruitment of Librarian

The Board noted the Committee's concern regarding the delay on the recruitment of the Librarian.

LIPC/12-13/10.1 Library Privileges

The Board noted that the Committee will explore the privileges which are to be extended to retired staff including email access.

SECTION C**BD/12-13/119 Call-over of Board Decisions**

The Board noted the Call-over of Board decisions, as circulated.

BD/12-13/120 Code of Governance - Conflict of Interest (BD/12-13/077 of 7 November 2012)

The Board noted a memorandum from the Registrar, circulated, dated 27 November 2012, incorporating amendments agreed at the last meeting.

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BD/12-13/121 National Institute for Bioprocessing Research and Training Limited (NIBRT) (BD/12-13/05-06/293 of 31 May 2006 refers)

The Board noted a memorandum from the Dean of Research, circulated, dated 27 November 2012 and approved a special resolution to change the composition of the Board of NIBRT to reduce the number of board members from 14 to 12 by reducing the number of nominees of the Minister for Jobs, Enterprise and Innovation from 8 to 6.

BD/12-13/122 Co-option of Senior Fellow

The Board noted that the Senior Fellows had co-opted Professor D P B Fitzpatrick to Senior Fellowship.

BD/12-13/123 Higher Degrees

The Board noted Higher Degrees, approved by the sub-committee of Board and Council on 21 November 2012, as circulated.

BD/12-13/124 Proctors' Lists for Winter Commencements

The Board noted that the Proctors' Lists were approved by the sub-committee of Board and Council on 27 November 2012.

BD/12-13/125 Tutorship

The Board noted and approved a memorandum from the Senior Tutor, circulated, dated 22 November 2012.

BD/12-13/126 Headship of School of Chemistry

The Board noted that Dr S M Draper, Professor in Chemistry, has been elected to the headship of the School of Chemistry, from 1 January 2013 to 2 July 2016.

BD/12-13/127 GeneSIS Project Board

The Board noted that nomination of Mr Joe Hegarty (AdaptiveHM) as a member of the GeneSIS Project Board.

BD/12-13/128 Prizes and Other Awards

- (i) **Entrance Exhibitions 2012**
The Board noted and approved a memorandum from the Senior Lecturer, circulated, dated 22 November 2012;
- (ii) **Ekenhead Scholarships**
The Board noted and approved a memorandum from the Senior Tutor, circulated, dated 6 November 2012;
- (iii) **Lennox Bursary**
The Board noted and approved a memorandum from the Senior Tutor, circulated, dated 9 November 2012;
- (iv) **Calendar Entry - John Purser Shortt Prize**
The Board noted and approved a memorandum from the Chief Financial Officer, circulated, dated 28 November 2012.

BD/12-13/129 Science Gallery Singapore

The Board noted and approved a memorandum from Director of the Science Gallery, circulated, dated 13 November 2012 and draft Memorandum of Understanding with the Singapore University of Technology and Design and the Science Centre Board (Singapore).

SECTION D

In compliance with the Data Protection Acts this information is restricted.

Signed:

Date: