The University of Dublin

Trinity College

Minutes of Board Meeting, 19 June 2013

Present	Provost (Dr P J Prendergast), Vice-Provost/Chief Academic Officer (Professor L Hogan), Registrar (Professor S P A Allwright), Bursar (Professor G J Lacey), Professor S D C Barrett, Professor M Bouroche, Dr O Braiden, Mr F Cowzer, Professor W J Dowling, Professor E Drew, Mr D Ferrick, Mr D Frost, Mr J Gallagher, Mr G J Garrahan, Professor H Gibbons, Mr M J McAndrew, Professor J F McGilp, Professor N Marples, Ms A S Ní Chonaire, Professor M Ó Siochrú, Professor H J Rice.
Apologies	Senior Lecturer/Dean of Undergraduate Studies (Professor P Geoghegan), Mr R Dunne, Professor R Gilligan, Ms N Murray, Professor C O'Farrelly, Professor D O'Neill
In attendance	Ms S Mac Bride.
(ex officio)	Secretary to the College, Treasurer.
(by invitation)	Chief Operating Officer, Vice-President for Global Relations.
(by invitation)	Dean of Students (for item BD/12-13/308). Dean of Graduate Studies (for item BD/12-13/309). Director of Human Resources (for item BD/12-13/310). The Chair of Trinity Foundation and the Director of Trinity Foundation (for BD/12-13/311).

BD/12-13/306 Declaration of Interest
Mr Cowzer declared a possible conflict of interest in agenda item A.5.
The Board agreed that it was appropriate for Mr Cowzer to remain for the discussion and any decision which might be made in relation to that item.

BD/12-13/307 Provost's Report
The Board noted an update from the Provost on the following items:

(i) Report to Board
The Board noted that the Provost would present a report to the Board at the next meeting on his work and the work of Executive Officers for the past year and the work plan for the coming academic year;

(ii) Landscape Process
The Board noted that the final Report from the HEA to the Minister for Education and Skills on system configuration, inter-institutional collaboration and system governance in Irish higher education had been published on 30 May 2013. The Minister has asked the HEA to establish a Dublin/Leinster Pillar I

cluster comprising of Trinity, UCD, NCAD, MIE and Dún Laoghaire Institute of Art, Design and Technology. In addition, the Government proposals include the setting of annual performance frameworks between the HEA and each higher education institution, referred to as a "compact". There are also proposals for three Technological Universities, including one embracing the Dublin Institute of Technology, Institute of Technology Tallaght and Institute of Technology Blanchardstown. In that regard, the Provost noted the importance of protecting the College's title "University of Dublin" especially as an international brand from use by any other institution. As previously agreed, Cluster Governance Principles had been discussed by Executive Officers and would be presented to the Board, at the meeting on 26 June 2013.

(iii)   <u>Michelle Obama's visit to the College</u>
The Board noted that the recent visit to the College by Michelle Obama and her two daughters had been a success and that the visit had contributed to raising the international profile of the College.

(iv)   <u>GeneSIS</u>
The Board noted that the new governance structures for the project had now been put in place and that the Director of IS Services had been appointed as Project Sponsor noting that the former Project Sponsor will remain as a member of the Project Board. The Board noted that a report conducted by Ernst & Young on the projected costs of the project will be presented to the next meeting of Board by the Treasurer.

BD/12-13/308   Student Life Committee
The Dean of Students, present by invitation, invited Board's attention to a memorandum, dated 12 June 2013, which had been circulated. She advised Board that due to the intended transfer of the student services groups to report to the Vice-Provost/Chief Academic Officer in the new Academic Services Division it had been necessary to examine the terms of reference of the Student Services Committee in order to ensure that it continued to be fit for purpose. This work has been undertaken by a small working group which had been tasked by the Chair of the Committee. It is now proposed to amend the membership of the Student Services Committee to widen representation on the Committee, that the Committee will report to University Council rather than directly to Board, that the frequency of the meetings be increased to ensure that its increased business is conducted in an efficient manner and that the terms of reference of the Committee are amended to reflect its amended role. It is also proposed that the name of the Committee be amended to the Student Life Committee.

Noting that it is proposed that the Dean of Students will now chair the Student Life Committee, Dr Drew the current chair of Student Services Committee advised Board that the proposed changes are necessary to ensure the Committee can deal with its large remit and that she fully supports the proposed changes. She also advised Board that although the operation of the Committee with the expanded membership may present a challenge the Committee will benefit from the contribution of the newly proposed members. The Board noted that the proposal had been considered and approved by University Council.

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

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(i)   the quorum of the Committee should be set so as to allow the Committee to declare itself quorate in instances where the quorum is not present in order to avoid unnecessary delays in the business of the Committee;

(ii)   it is disappointing that the Students' Union Education Officer had not been included in the proposed new membership;

(iii)   the financial decisions surrounding the allocation of funds to student services should be made by a small group with executive powers rather than by a policy Committee;

(iv)   due to the importance of the student experience, Board should also receive copies of the minutes of the Student Life Committee and regular reports from the Dean of Students on the work of the Committee;

(v)   there should be a representative of international students on the Committee.

In response to the issues raised, the Dean of Students clarified that the level of attendance at Undergraduate Studies Committee, on which this new proposal was modelled, was very good precisely because the members of the Committee were directly concerned with the work discussed by the committee.   She was confident that similar dedication would be shown by the new membership. She advised Board that the President of the Students' Union could appoint the Education Officer as his or her nominee to attend the Committee if they so wished and that the membership includes a member of the Global Relations team to represent the needs of international students. It was noted that all funding for student services will be allocated through the Annual Budgeting Cycle and the Planning Group as part of the START structure. The Provost advised that the minutes of the Student Life Committee could be included in the Board agenda for a one year period and that the Dean of Students will continue to provide regular reports to Board.

In response to a query, the Treasurer advised Board that a member of the Treasurer's Office is part of the membership of the Capitation Committee, which will continue to be a sub-committee of the Student Life Committee. Noting comments from Board members in relation to the need for financial oversight of the work of the Capitation Committee, the Board agreed to consider whether it was more appropriate that the Capitations Committee report to the Finance Committee rather than the Student Life Committee at the next meeting of Board.

The Board approved the proposals as presented. The Provost thanked the Dean of Students for her presentation to Board.

BD/12-13/309 Trinity Technological-Enhanced and Online Education Initiative

The Dean of Graduate Studies, present by invitation, invited Board's attention to a memorandum, dated 12 June 2013, which had been circulated. The Board noted that online education has been a major development in the higher education sector. The Dean of Graduate Studies had chaired a Taskforce to examine how the College may further develop initiatives in this area. The Dean advised Board of the following recommendations which had been approved by University Council on 13 March 2013:

(i)   the College should create a new annual officer position, such as Associate Dean, to provide academic leadership to Trinity's technology-enhanced and online education initiative;

(ii)   the College should expand its provision of online education to include the development of new high quality online courses, which associated fees, to enable more flexible modes of delivery and to reach new markets;

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(iii)   the College should expand its provision of online education to include the development of high quality open access courses as a public good and as a marketing opportunity;

(iv)   the College should consider the implementation issues that are required to deliver recommendations (i)-(iii).

The Board noted that the use of technology for the delivery of courses within the College has not been exploited sufficiently to date and that further development of the use of technology is required in order the ensure the College remains competitive in the education sector and meets students' expectations. The Dean of Graduate Studies advised Board that a number of high quality post-graduate online courses did exist and this initiative is intended to assist with further expansion of these courses. The Board noted that the College has recently become the first international partner with FutureLearn, an online education platform provider which will provide the College with an opportunity to develop skills in this area.

The Dean of Graduate Studies advised Board members that the cost of the pilot phase will be €670,000, noting the expected, best and optimistic projected returns from this investment based on varying student numbers, courses and fee levels. The Board noted that it is intended to deliver the pilot phase by a combination of internal resources and outsourcing particular services where necessary.

In the course of a discussion, the following issues were raised by Board members:
(a) how can the benefit of open access be measured;
(b) the College should be careful to select a suitable partner if outsourcing any aspect of the initiative;
(c) how will online courses be selected;
(d) the College should consult with institutions who offer an extensive range of online courses in order to learn from their experiences, particularly those which have made considerable financial investment in the area;
(e) the College should consider what the worst case scenario would be for expected return for the investment;
(f) some online element of existing on-campus undergraduate courses should be included in the pilot phase;
(g) the College should ensure it has the resources, student supports and technological capabilities to deliver the pilot before committing to it;
(h) the work involved in the development of online courses should not be underestimated;
(i) the fee for online courses should be set in accordance with other similar courses offered in the sector.

The Dean of Graduate Studies advised Board that the benefit of providing open access will be measured in terms of marketing student recruitment and the increased profile of the College internationally. She further advised Board that she has been liaising with the Director of the Trinity Access Programme with a view to providing sample online courses to assist local students. The Board noted that the materials developed which will be available through FutureLearn will also be available for internal use. The Board further noted that a call will be issued for expressions of interest for developing online courses and that the School of Histories and Humanities has already explored development of a Massive Open Online Course (MOOC). It was accepted that any plans for outsourcing would require careful consideration in order to identify a suitable partner for the College to avoid any potential for reputational damage.

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Noting the differences between on-line courses and MOOCs, the Provost advised Board that MOOCs offer the College an opportunity to create a reputational advantage and that the creation of a MOOC on Irish History was particularly relevant in the Decade of Commemorations. The Board noted that even if the pilot resulted in the creation of no new online courses investment was still required for the provision of online facilities for existing on-campus undergraduate courses and in the skills for development of online courses. The Dean of Graduate Studies advised Board that an Opportunity and Capability Analysis will be undertaken over the summer months in order to assess how the College can best position itself to take full advantage of this initiative, which will inform decisions in relation to resources, fee payment, registration and workloads.

Noting that the financial proposals had been developed in conjunction with the Treasurer's Office, the Treasurer advised Board that the required investment was modest in terms of the proposals and projected return. The Board noted the need to ensure appropriate KPIs were met including extra revenue and that proper governance procedures were established, including applying the stage-gate process for project management under START.

The Board approved the proposals as presented noting that the appropriate project governance structures will be put in place with the Project Sponsor likely to be the proposed new Associate Dean of Online Education. The Provost thanked the Dean of Graduate Studies for her presentation to Board.

BD/12-13/310   HR Strategy – 'Excelling Together'
The Provost, introducing the item, advised Board that the Human Resources (HR) Strategy was an enabling strategy for the College Strategic Plan within the context of the START process. The Director of Human Resources, present by invitation, invited Board's attention to a memorandum, dated 10 June 2013, which had been circulated. Noting that one of the recommendations from the recent quality review of HR was the development of the strategy, he advised Board of the consultation process behind the strategy including the START Governance Board, Executive Officers, the Human Resources Committee, Heads of Schools and Administrative and Support Areas, and the Trade Unions Group. The Board's attention was drawn to the high level principles which informed the focus of the strategy noting that in order to deliver the strategy in full, additional investment in HR would be required.

The Director of HR advised Board that the name of the strategy 'Excelling Together' is intended to reflect what the College strives to be and that it should be achieved by the College community in a collegial manner. He further advised Board that the strategy contained a provision that training and induction for Heads of School should be mandatory given the strong demand for support in this area and the fact that these are term appointments, noting that this is a divergence from the previous Board decision on the matter. He also highlighted that the proposal for review of the term and process of appointment is included as a specific action within the Strategy, following prior consideration of the document by the HR Committee.

During the course of a discussion, the following issues were raised by Board members:
(a) it is difficult to justify further investment in the area when other areas of College are under-resourced;

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(b) the HR and INTEGER approach are aligned by the inclusion of the gender specific actions;

(c) the staff appraisal system in College should be applied in a positive manner;

(d) the strategy is ambitious even with additional investment in the area;

(e) a risk assessment should be included with the strategy particularly in light of the request for additional investment in the area;

(f) it is difficult to impose mandatory training for posts for which there are no longer allowances in place;

(g) training should be required for those Heads of Schools who require it rather than making it mandatory;

(h) it should be acknowledged within the strategy that staff are working in a difficult environment where resources have been reduced as well as remuneration reductions being imposed under the Public Service Agreement;

(i) the appointment of Head of School should be based on the ability of the person to manage the particular School in question rather than on the basis of general managerial skills;

(j) the reference to the current process of Head of School appointment mitigating against appointment based on competence was noted;

(k) the strategy places too much focus on managerial skills;

(l) the strategy should include provision for a mentoring programme within the College;

(m) the Board should be mindful of its philosophy towards managerialism.

In response to the issues raised the Director of HR advised Board that additional resources were required in order to provide support for change within the College and to expand the recruitment team in order to address the backlog for filling posts. The Board noted that while placing HR advisors within the faculties had been successful further resources are needed to support those areas which do not have HR Advisors, in line with the HR model proposed by the HR Quality Review. The Board further noted that there is a need to develop leadership skills among staff other that Executive Officers, Heads of Schools and Heads of Areas. The Director of HR advised Board that there are many facets to the role of Head of School including health & safety issues, budgeting and the ability to manage people and there is a need to provide a mechanism for those in these roles who require support. The Board noted that the strategy recognises the value of the contribution of College's staff and the current challenging environment in which they are working.

Noting his recognition of the benefits of electing Heads of School, the Provost advised Board that the College should value good managerial skills and the value they can bring to the overall operation of the University as a whole. The Board noted the HR Strategy as presented and agreed that the final version of the strategy should be presented to Board at the next meeting taking into account the issues raised by Board members. The Board also agreed that the HR Strategy should be accompanied by a risk assessment.

BD/12-13/311   Trinity Foundation – Reports
Mr Healy, Chair of the Trinity Foundation Board and Mr Sparrow, Director of Trinity Foundation, present by invitation invited Board's attention to the following:

(i)   Report in the half-year October 2012 to March 2013

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Introducing the report, Mr Healy advised Board that the Foundation had raised €8.6 million in the first six months of the year to which the report relates and in the previous two months had raised an additional €6.3 million indicating that they were more likely to meet their fundraising target of €19 million by the end of the year. Mr Sparrow further advised that this indicated that the target the Foundation had set for itself was at the correct level as it was neither easy to achieve nor unachievable. The Board noted that the Foundation has been engaging on an on-going basis with the College and in particular with the Global Relations team in relation to raising the international profile of the College and connecting with Alumni. The Board further noted that Trinity Foundation had taken part in the Ross-Case survey Annual Survey of Gifts and Costs of Voluntary Giving to Higher Education, noting that the College is the only Irish University participating in the survey. Mr Sparrow advised Board that in comparison to UK Universities, with the exception of Oxford and Cambridge, the Foundation's performance was above average.

The Board noted the success of the Alumni Awards and the establishment of three new recognition circles namely the 1592 Circle, the Provost's Circle and the Chancellor's Circle representing varying levels of donations. The Board also noted the event being held to pay tribute to those benefactors who have donated transformational sums to the College.

In the course of a discussion, the following issues were raised by Board members:
(a) the appropriate level of publically acknowledging gifts from corporate bodies has been raised;
(b) the increase in alumni giving should be commended;
(c) strategies should be implemented to encourage more frequent smaller donations rather than exclusively focusing on large donations;
(d) the Foundation should have an active approach to ensure it benefits from the connections the College creates through academic outreach;
(e) whether the inclusion of the Trinity Foundation accounts in the GAAP accounts would have any negative implications for the work of the Foundation.

In response to the issues raised Mr Sparrow advised the Board that all large donation require personal engagement with the potential donor, and due to the limit in the Foundation's resources, these engagements must be targeted at those donors who have the potential to make larger donations. The Board noted that the 1592 Circle is intended to increase the number of gifts between €1k and €10K. The Board further noted that the issue of acknowledging transformational gifts from corporate bodies had been carefully considered and it had been carried out in a tasteful manner. The Treasurer clarified that assurance had be received from the C&AG that the names of donors would not be included in the Trinity Foundation Accounts when added to the College's GAAP accounts.

The Vice-President for Global Relations advised Board that she had experienced the philanthropic efforts of international universities and while the College is performing well in this area there is potential to avail of further opportunities especially outside of Ireland. The Education Officer of the

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Students' Union expressed the need for the Foundation to engage with students at an earlier stage in their college career in order to build a relationship with future alumni.

The Board noted the report as presented.

(ii)   Draft Gift Policy and Practice
Mr Sparrow invited Board's attention to the draft Gift Policy and Practice as presented, noting that it will be presented to the Trustees of the Trinity Foundation for approval in August 2013. The Board approved the policy as presented noting that should the College adopt a separate Gift Policy and Practice, Trinity Foundation will amend its policy in line with the College's. The Board noted the suggestion that the College's approach to acceptance of research and other funding be informed by such a policy.

(iii)   IMPACT – Annual Report to Donors, 2012-2013
The Board noted the report as presented, noting that the names of the Donors are available to view online.

The Provost paid tribute to the work of the Trinity Foundation, noting that senior staff might consider making a donation.

BD/12-13/312   Code of Governance
The Registrar invited Board's attention to a memorandum, dated 12 June 2013 and to the revised Trinity College Code of Governance, which had been circulated. She advised that following the Board's approval of the IUA-HEA Code of Governance in September 2012 (minute BD/12-13/016 OF 12 September 2012 refers), a Sub-Group had been established to revise the College's 2008 Code of Governance in line with the sectoral code, noting that the Board had in November 2012 (minute BD/12-13/077 refers) adopted guidelines which had also been drafted by the group to assist with Conflict of Interest issues which may arise.

The Board noted that the sectoral code had been amended to reflect the internal operations of the College and that any new areas of responsibility had been identified and assigned to the relevant area within College from a compliance perspective. The Registrar advised Board that the Sub-Group had considered international best practice in relation to conflicts of interest and that legal advice had been sought where necessary. She further advised Board that careful consideration had been given to the Provost's dual role as Chief Officer of the College and Chair of the College Board. It was noted that the Sub-Group was satisfied that sufficient safeguards were in place to avoid a conflict of interest arising, noting that a similar conclusion had been reached by the Working Party considering the matter in 2007. The Board noted that it had been recommended that the Provost provide the Board with an annual report and a workplan for the year and that the Provost had agreed to do this. In considering that item the Board would be chaired by Vice-Provost/Chief Academic Officer. The Board further noted the amendments to the Code of Conduct for Board members and that the responsibility for risk management for academic issues had been brought to the attention of Academic Management Committee. The Registrar advised Board that work on a whistle blowing policy for the College had been deferred as legislation in the area is pending which will provide guidance to the College in this regard.

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In response to a query in relation to the timing of the review of the terms of reference of Principal Committees, the Provost advised Board that the Bursar expects to be in a position to report to Board on the matter early in the next academic year.

The Provost thanked the Registrar and the members of the Sub-Group for their work on the revised Code of Governance. The Board approved the College Code of Governance as presented, noting that a communication strategy will be put in place to communicate the provision of the revised code to the College community.

BD/12-13/313   Creation of New Officers
The Provost invited Board's attention to memoranda dated 20 May 2013, which had been circulated, on the creation of the following new officerships:

(i)   Associate Vice-President for Global Relations
The Provost advised Board of the considerable contribution the Vice-President for Global Relations had made to raising the profile of the College internationally and building relationships abroad. Due to the need to maintain these relationships and facilitate the transfer of them when the term of the Vice-President for Global Relations comes to an end in one year's time, it is thought prudent to appoint an Associate Vice-President for Global Relations. The Board noted that the cost of this post will not exceed the cost of providing a teaching replacement for the post-holder.

The Board approved the creation of the post noting an amendment to the terms of reference to allow the Associate Vice-President for Global Relations attend Executive Officers in the absence of the Vice-President for Global Relations, with the agreement of the Provost.

The Board approved the nomination of Professor Juliette Hussey as Associate Vice-President for Global Relations.

(ii)   Associate Dean for Online Education
The Provost advised Board that the creation of this post is necessary to provide leadership in the area of online education and to act as the Project Sponsor for the Technology-Enhanced and Online Education Initiative. The Board noted that the Associate Dean for Online Education will report to the Vice-Provost/Chief Academic Officer and the cost of this post will not exceed the cost of providing a teaching replacement for the post-holder.

The Board approved the creation of the post and the terms of reference as presented. The Board also approved the nomination of Professor Timothy Savage as Associate Dean for Online Education.

BD/12-13/314   University Council
The Board confirmed the Acta of the University Council from its meetings held on:
(i)   8 May 2013;
(ii)   23 May 2013;
(iii)   11 June 2013.

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In response to a query, the Vice-Provost/Chief Academic Officer advised Board that that the mechanism for the appointment of senior Academic posts is currently under review.

SECTION B

BD/12-13/315   Finance Committee
The Board noted and where a decision was required approved proposals in the minutes of the Finance Committee meeting of 22 May 2013, noting in particular:

FN/12-13/77 Treasury Management Policy
Noting the changes in the Irish banking sector and the need to facilitate the continued placement of funds with the Irish pillar banks, the Board approved the amended policy as presented.

FN/12-13/78 Student Fee Payment Terms and Fee Management Policy
The Board approved the policy as presented noting that the Treasurer's Office should consult with the Senior Tutor's office when dealing with individual cases of late payment or non-payment of fees due to extenuating circumstances.

FN/12-13/84 Residential Rent Review
The Board noted the proposed residential rent levels for 2013/2014 noting the need to address cost increases in the period since the last increase in residential rents in 2009/2010 and the additional costs arising from new legislative requirements.

FN/12-13/89 Taxation of Payment to External Examiners, Quality Assurance Reviews and Interview Board Members
In response to a query, the Treasurer advised Board of the outcome and settlement of a sector-wide process to agree the tax treatment of payments to non-staff members with Revenue. The Secretary advised Board of the need for appropriate decision making in light of the governance requirements.

SECTION C

BD/12-13/316   Board Membership – Graduate Students' Union
The Board noted that Mr Ryan Kenny has been elected President of the Graduate Students' Union and would serve as a member of the Board in 2013-2014.

BD/12-13/317   Headship of School of Education - 2013-2016
The Board noted and approved the nomination of Professor Carmel O'Sullivan, Associate Professor in Education as Head of the School of Education, 2013-2016.

BD/12-13/318   Prizes and Other Awards – A J Leventhal Scholarship
The Board noted and approved memorandum from the Dean of Arts, Humanities and Social Sciences, circulated, dated 6 June 2013.

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BD/12-13/319   Committees – Audit Committee
The Board noted and approved the nomination of Professor Ruth M J Byrne (former senior Annual Officer) to replace Professor John O'Hagan as a member of the Audit Committee, 2013-2016

BD/12-13/320   Related Entity Financial Reporting
The Board noted and approved memorandum from the Treasurer/Chief Financial Officer, circulated, dated 12 June 2013.

SECTION D

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

Signed: ………………………………..

Date: ………………………………..

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