

Incorporating any amendments approved at subsequent Board meetings

The University of Dublin

Trinity College

Minutes of Board Meeting, 11 December 2013

<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 Bourcoche, Mr F Cowzer, Professor W J Dowling, Professor E Drew, Ms S Dunphy, Mr J Gallagher, Mr G J Garrahan, Mr S Garry, Professor R Gilligan, Mr R Kenny, Mr J Leahy, Mr T Lenihan, Professor J F McGilp, Professor N Marples, Professor C O'Farrelly, Professor D O'Neill, Professor M Ó Siochrú, Professor H J Rice.
<i>Apologies</i>	Dr O Braiden, Mr D Frost, Professor H Gibbons, Chief Operating Officer.
<i>In attendance</i>	Assistant Secretary to the College (Ms V Butler).
<i>(ex officio)</i>	Secretary to the College (Mr John Coman), Treasurer (Mr I Mathews).
<i>(by invitation)</i>	Vice-President for Global Relations (Professor J H Ohlmeyer).  Chair of the Audit Committee and the Internal Auditor (for BD/13-14/097) Associate Vice-President for Global Relations (for BD/13-14/102) Director of Communications and Marketing (for BD/13-14/103) Mr P Dalton (Chair of the GeneSIS Project Board) and Mr M McCann (Independent Monitor) (for BD/13-14/104) Dean of Research and Director of Trinity Research and Innovation for (BD/13-14/109)

SECTION A

**BD/13-14/095 Statement of Interest**

The Provost requested Board members to declare any potential conflict of interest they may have in relation to any issues on the Board agenda.

It was noted that Mr Dermot Frost had notified the Secretary that he had stepped down from his position as Treasurer to the constituency organisation of Minister Rúairí Quinn.

Mr Jackie Gallagher declared that one of his colleagues has been asked to give advice in relation to St. James Hospital.

Professor Liam Dowling declared his interest in relation to minute CL/13-14/058, Headship of Discipline, of the Council Minutes of 20 November 2013 in which his appointment as Head of Discipline of Electronic and Electrical Engineering was approved.

**BD/13-14/096 Deceased former Board Member**

The Provost noted the recent passing of Ms Noreen Murray, former Board member elected by the Technical, Administrative and Support Staff constituency (2010-2013). The Provost, on behalf of Board, is to write to Ms Murray's family extending sincere condolences on their loss.

**BD/13-14/097 Audit Committee - Annual Report 2013**

The Board noted and welcomed the Annual Report of the Audit Committee as presented.

The Chair of the Audit Committee, who attended for this item, drew Board's attention to the following highlights in the report:

- (i) GeneSIS
- (ii) Leadership and Challenges
- (iii) Strategy and Risk Management
- (iv) Significant Internal Control Matters

The Provost thanked the Chair of the Audit Committee and opened the item for comment and discussion.

In response to a query, the Chair of the Audit Committee clarified that it was important for College to ensure that academics in leadership roles were given the appropriate tools, skills and resources to fulfil their duties and that they are made fully aware of their roles and responsibilities.

In response to a comment, the Provost confirmed that further resources for the Internal Audit function were under active discussion and in response to a query, also noted that under START a Chief Information Officer is envisaged.

As part of the response to the report of the Audit Committee, these items would be addressed and presented to Board for further consideration.

In response to a comment the Provost reaffirmed that College is committed to the election process for Heads of School and Faculty Deans, etc. However, this process was not without its challenges as there can be difficulties in relation to staff coming forward for these positions particularly given the lack of discretion around remuneration.

In response to a comment the Vice-Provost/Chief Academic Officer confirmed that the issues around consistent implementation of HR policies regarding adjunct appointments were being followed up.

It was agreed that the response to the Audit Committee annual report would be coordinated by the Treasurer/Chief Financial Officer and the response would be presented to the Board at the February or March meetings.

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**BD/13-14/098 Minutes**

The minutes of 6 November 2013 were approved and signed subject to an addition under minute BD/13-14/072 as follows:

- (vi) Even within given grades women are underrepresented amongst Fellows;
- (vii) Even within a given grade, representation as Fellows across Faculties varies.

**BD/13-14/099 Matters Arising**

The following matter arising from the minutes was discussed and is recorded below (see minute BD/13-14/071 (iv) of the meeting of 11 December 2013.)

**BD/13-14/100 Engineering, Energy and Environment (E3)**

In response to a query, the Bursar confirmed that he had met with the Director of Buildings and the Head of Anatomy to discuss proposed works to the Anatomy lecture theatre and that efforts will be made to conserve the decorative features of the room. The Provost also assured the Board that there is ongoing communication between the Interim Head of School of Medicine and the staff in the School regarding the proposed changes to the Anatomy lecture theatre and dissection room and that liaison would remain in place throughout the construction of the E3 building.

It was noted that the Bursar is to bring forward a more detailed proposal as part of a wider programme on exhibitions for consideration by Board in early 2014.

The Board noted Prof O'Neill's dissent and request for further discussion, particularly at School level regarding the future use of the two rooms in question.

**BD/13-14/101 Provost's Report**

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

- (i) Interim Chief Operating Officer  
The Provost informed the Board that Ms Geraldine Ruane, previous Chief Executive of Ordnance Survey Ireland, is to commence as Interim Chief Operating Officer with effect from Tuesday 17 December 2013. In response to a query, the Provost confirmed that the role of Chief Operating Officer has been reviewed under START and that there has been an amendment to the number of direct reports to the COO which should facilitate the function in operating more efficiently.
- (ii) Seanad Éireann  
Asking for comments and views, the Provost informed the Board that a briefing meeting with the Department of the Environment, Community and Local Government has been requested to discuss the Government proposal to legislate to extend the graduate vote to all institutions in one single, six seat constituency covering all graduate electors holding a level 7 qualification or above. Following a discussion, the Provost agreed that the views of the Board would be taken to the briefing meeting and he would report back at the January Board.

(iii) Scholars Calendar

In response to a query, the Registrar clarified that the recently published Scholars Calendar was a student publication, printed to raise funds for charity and was not a staff-led publication.

**BD/13-14/102 Strategic Plan 2014-2019**

The Board noted the Memorandum from the Vice-Provost/Chief Academic Officer and the Associate Vice-President for Global Relations. The Associate Vice-President for Global Relations, attended for this item and the views of the Board were invited, particularly in relation to the issue of growth for the College and the various forms this may take.

During the course of the discussion on this item the following views were noted:

- (i) It would be beneficial for further discussions if financial plans and risk assessment data could be provided;
- (ii) Careful research and planning would be required prior to College considering establishing an overseas campus;
- (iii) Consideration should be given to the needs of International students and the resourcing of the relevant supports for same;
- (iv) Any potential growth in student numbers will require a proportionate growth in staff and teaching facilities.

The issues would be considered again by the Board as part of the consideration of the new strategic plan.

**BD/13-14/103 Trinity Identity Initiative**

The Board noted the presentation as given by the Director of Communications and Marketing who attended for this item.

During the course of the discussion on the item the following issues were noted:

- (i) The importance of acknowledging the benefits associated with existing logos and the current College identity;
- (ii) The potential conflict between what is best from a strategic communications and marketing perspective versus the benefits being realised from the existing brand recognition in the market place;
- (iii) The importance of enabling and encouraging dynamic activity within a structured framework and focusing on what is best for the College.

It was noted that a detailed proposal is to come to Board before the end of the academic year for discussion and approval.

**BD/13-14/104 GeneSIS Project- Report of the Independent Monitor to Board**

The Board noted the Memorandum from the Treasurer/Chief Financial Officer dated 4 December 2013 and the report from the Chair of the Project Board and the reports (8/10/13 and 15/11/13) from the Independent Monitor as presented. Mr Paul Dalton, Chair of the Project Board and Mr Marcel McCann, Independent Monitor attended and updated on this item. After providing his report Mr Dalton left the meeting.

In response to a query, the Treasurer/Chief Financial Officer confirmed that a full review of the Academic Registry is to be conducted with a view to identifying any

potential resource gaps and that a full benefits realisation review of the GeneSIS programme will be conducted in the medium term.

It was noted that a full proposal on GeneSIS phase G2 is to come to Board for approval in due course.

The importance of communicating the recent improvements in the GeneSIS Project to the wider College community was also noted.

**BD/13-14/105 START - Update Report**

The Board noted the paper from the Bursar/Director of Strategic Innovation and the Director of Change Management, dated 3 December 2013. The Director of Change Management (Mr Pat Millar) joined the meeting for this item.

The Provost thanked the Bursar and Director of Change Management for the update and for providing the Board with oversight of the initiative.

During the course of the discussion on this item the following issues were noted:

- (i) The resulting benefits of START and of the Academic Registry are to be assessed and brought to a future meeting of Board for discussion by the Treasurer/ Chief Financial Officer.
- (ii) The importance of capturing feedback from the wider College community regarding the impact of the changes arising from START.

**BD/13-14/106 Update on Business School and the Project Management Office (PMO)**

The Board noted the Memorandum from the Bursar/Director of Strategic Innovation, dated 3 December 2013. The Director of Change Management (Mr Pat Millar) joined the meeting for this item.

It was noted that a detailed business case for the Business School/Central Services Building and membership of the steering committee is to come to the February meeting of Board for approval.

It was also noted that the steering committee for this project will report regularly to Board.

**BD/13-14/107 Student & Staff Support Services - START Governance Recommendation to Board**

The Board noted the paper from the Director of Change Management, dated 3 December 2013, as presented. The Director of Change Management (Mr Pat Millar) joined the meeting for this item.

Having reviewed previous START recommendations and at the request of the Board, this revised recommendation on the reporting structure for the student and staff support services was summarised by the Director of Change Management.

The importance of leveraging the relationships between schools, students and industry was noted.

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The Board approved the recommendation of START Governance that Health, Disability, Counselling, Sports & Day Nursery should remain in the Corporate Services Division and report to the Chief Operating Officer and that Careers Advisory Service should move to the Academic Services Division and report into Trinity Teaching & Learning.

The contribution of the previous President of the Students' Union, Mr Rory Dunne, to discussions resulting in this recommendation was noted.

#### **BD/13-14/108 START - Estates Committee**

The Board noted the Memorandum from the Bursar/Director of Strategic Innovation, dated 3 December 2013, as presented. Outlining the context, the Bursar noted that the Board, in considering the 3rd START report, had decided that the future of the Estates Committee would be re-considered (Board reference BD/11-12/233). Since then, Board approved the Trinity Capital Project Governance and Processes (BD/12-13/338). As a result, Board received quarterly reports on all major projects as well as reports from independent monitors appointed to all projects with a cost in excess of €3m. The role and responsibilities of the Estates Committee within those new capital project processes was unclear and required clarification. Board was now being asked to consider the reform of the Estates Committee so that it will no longer be a principal committee of Board but will become a sub-committee of the Finance Committee. Such a change would not require any amendment to the Statutes.

The Provost welcomed the proposal noting that clarity on the role of the Estates Committee was both necessary and timely. The Provost noted that he had considered the matter carefully and had met with the Chair of the Estates Committee, who had been very effective in highlighting the issues which needed to be addressed. The Board was asked to consider the matter, with a view to taking the final decision at a later meeting.

In response to a query in relation to the proposed membership of the reformed Estates Committee, the Provost agreed that consideration could be given to the Chief Operating Office being a member of the Committee and the Director of Buildings being in attendance at Estate Committee meetings.

During a discussion on the proposal the following views were expressed:

- (i) The proposal for formal joint meetings with other Board committees should be removed.
- (ii) Principal committees play an essential role in helping Board hold the Executive to account.
- (iii) The Estates Committee can play an important role in the governance of College and should remain as a principal committee of Board, with a Board member as Chair.
- (iv) While approval and monitoring of capital projects was now on a sound footing, oversight was required at the pre-approval stage.
- (v) To ensure best practice governance and accountability, the balance in the proposed membership between Executive and non-Executive members should be reviewed.
- (vi) There is an issue with the current functionality of the Estates Committee, which could be made more effective.

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- (vii) There was broad support among Board members in favour of reform of the committee.
- (viii) The decision should not be rushed and further consideration and discussion is required.

In response to a query, the Provost emphasised that it is not the intention of the proposal to dilute the role of the Estates Committee, but more so to ensure it is appropriately positioned to function effectively with a clearer role. Noting the desire to ensure a balance between the issue of appropriate oversight and good governance, the Provost suggested that the Estates Committee should be asked to propose some suggestions regarding improving the functionality of the Committee.

The Board agreed that reform of the Estates Committee was desirable and also agreed, on the proposal of the Provost that the proposal, as outlined in the memorandum from the Bursar, is to be forwarded to the Estates Committee for discussion. The proposal would then be re-considered by Board in light of the subsequent response from the Estates Committee and a formal decision would be made.

A draft Board minute on this item is to be forwarded to the next meeting of the Estates Committee for information.

#### **BD/13-14/109 Trinity Industry Engagement Strategy**

The Board noted the Memorandum from the Dean of Research, dated 11 December 2013 and the overview provided by the Director of Trinity Research and Innovation, who attended for this item.

The strategy was welcomed by members of the Board and a discussion then followed during which the following points were noted:

- (i) The importance of including a provision for capacity building particularly in relation to staff;
- (ii) It would be beneficial to conduct some further scenario planning for this strategy to inform Board of the potential financial outcomes and associated risks.

The Board approved the Industry Engagement Strategy which is to be monitored by the Finance Committee.

#### **BD/13-14/110 Annual Office**

In light of the resignation of Prof Amanda Piesse as Dean of Students with effect from 31 January 2014, the Provost proposed the nomination of Prof Kevin O'Kelly, School of Engineering, to the Office of Dean of Students, with effect from 1 February 2014. The Board ratified this nomination.

It was noted that prior consultation with student representatives in respect of this nomination was appreciated.

**BD/13-14/111 University Council**

The Board confirmed the Acta of the University Council from the meeting held on the 20 November 2013.

In response to a query in relation to minute CL/13-14/049, the Vice-Provost/Chief Academic Officer confirmed that Planning Group is currently trying to identify a source of funding to which researchers could apply to help mitigate the problems arising from the differential between EU and non- EU fees.

In response to a query in relation to minute CL/13-14/052, the Vice-Provost/Chief Academic Officer informed the Board that a proposal is being forwarded to Planning Group for consideration regarding the re-establishment of a central fund which could be utilised to finance maternity leave cover.

**BD/13-14/112 Any Other Urgent Business - Annual Capitation Allocation**

The Board noted the concerns regarding the reduction in the annual capitation allocation, as raised by the President of the Students' Union. In particular, the President of the Students' Union noted his perception of a lack of clarity surrounding the decision making process resulting in this reduction. The President of the Students' Union, with reference to a letter from the Chief Executive of the HEA, expressed further concerns regarding the 10% cut to the allocation.

By means of providing clarification as to the process by which this reduction had been approved, the Vice-Provost/Chief Academic Officer and the Treasurer/Chief Financial Officer confirmed that the Board had approved this reduction as part of the overall consolidated estimates as presented to Board in March 2013.

It was agreed that the Vice-Provost/Chief Academic Officer, the Treasurer/Chief Financial Officer and the President of the Students' Union would discuss this matter further and that any issues arising as a result of this reduction would be brought back to Board for consideration.

**SECTION B****BD/13-14/113 Board Business****(i) Callover**

The Board noted the Board Callover from the meeting of 6 November 2013, as circulated.

**(ii) Outcomes**

The Board noted the Board outcomes, as circulated.

**BD/13-14/114 Audit Committee**

The Board noted and, where a decision was required, approved proposals in the draft minutes of the Audit Committee from its meeting of 12 November 2013 and 21 November 2013.



**BD/13-14/115 Estates Committee**

The Board noted and, where a decision was required, approved proposals in the draft minutes of the Estates Committee from its meeting of 11 November 2013. The Provost drew the Board's attention to the proposal to rename the Biotechnology Building to the Watts Building, which was approved. The requirement for a College Naming Policy was also noted.

**BD/13-14/116 Finance Committee**

The Treasurer/Chief Financial Officer provided an overview of the draft Finance Committee minutes of the meeting of 14 November 2013 together with the two memoranda, both dated 7 November 2013, in respect of the following:

- (i) Policy for Transfers from the Trust Funds (FN/13-14/16);
- (ii) Proposed amendment to Trust Funds Financial Year End and name change.

The Board noted and approved these items.

**BD/13-14/117 Financial Statements****(i) Draft Trust Funds (Benefactions) Financial Statements for y/e 30 June 2013**

The Board noted and approved memorandum from the Treasurer/Chief Financial Officer, dated 4 December 2013, which was accompanied by the following:

- (a) Memorandum of Finance Committee minute FN/13 - 14/3 of 19 September 2013;
- (b) Draft Trust Funds (Benefactions) Financial Statements for the year ended 30 June 2013;
- (c) Draft Letter of Representation to KPMG dated 11 December 2013;
- (d) Letter from KPMP dated 3 December 2013

**(ii) Trust Funds audit for the year ended 30 June 2013**

The Board also noted and approved the memorandum from the Audit Committee Secretary dated 13 November 2013 in relation to the Trust Funds audit for year end 30 June 2013.

**BD/13-14/118 Human Resources Committee**

The Board noted, and where a decision was required, approved proposals in the draft minutes of the Human Resources Committee of the meeting of 31 October 2013.

**SECTION C****BD/13-14/119 Higher Degrees**

The Board noted Higher Degrees, approved by the sub-committee of Board and Council on 20 November 2013.

**BD/13-14/120 Proctors' Lists for Winter Commencements**

The Board noted that the Proctors' Lists were approved by the sub-committee of Board and Council on 26 November 2013.

**BD/13-14/121 Headship of School - Pharmacy and Pharmaceutical Sciences**

The Board noted and approved the nomination of Professor Anne Marie Healy, Professor in Pharmaceutics and Pharmaceutical Technology to the Headship of the School Pharmacy and Pharmaceutical Sciences for three years from 1 November 2013.

**BD/13-14/122 Prizes and Other Awards****(i) The Professor John Fitzpatrick Prize**

The Provost welcomed the establishment of the Professor John Fitzpatrick Prize by the School of Engineering and the Board noted and approved the memorandum from the Administrator of the School of Engineering, dated 7 November 2013.

**(ii) Lucy Gwyn Prize**

The Board noted and approved the memorandum from the Senior Lecturer/Dean of Undergraduate Studies, dated 22 November 2013.

**BD/13-14/123 Dean of Research Annual Report 2011-2012 (see Actum CL/13-14/049 of 20 November 2013)**

The Board noted the Dean of Research Annual Report 2011-12 and it is to be placed on the Agenda for the Meeting of Board on 29 January 2014 for further discussion.

It was agreed that going forward, the Dean of Research Annual Report should be brought to one of the first meetings of Board in the academic year and as a Section A item for discussion.

**BD/13-14/124 Tutorship**

The Board noted and approved a memorandum from the Senior Tutor, circulated, dated 3 December 2013.

**BD/13-14/125 Committee on Student Conduct and Capacity - Membership 2013-2014**

The Board noted and approved a memorandum from the Registrar, circulated, dated 2 December 2013.

**BD/13-14/126 Audit of Financial Statements - KPMG Engagement Letter circulated, dated 18 September 2013**

The Board noted and approved a memorandum from the Internal Auditor, Secretary to the Audit Committee, circulated, dated 13 November 2013.

**BD/13-14/127 Financial Signatories**

The Board noted and approved a memorandum from the Secretary to the College, circulated, dated 5 December 2013.

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**SECTION D**

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

Signed: .....

Date: .....

*Incorporating any amendments approved at subsequent Board meetings*