



**Incorporating any amendments approved at subsequent Board meetings**

**Minutes of Board Meeting 18 December 2019**

<i>Present</i>	Provost (Dr P J Prendergast), Vice-Provost/Chief Academic Officer (Professor J Barkhoff), Registrar (Professor P Murphy), Senior Lecturer/Dean of Undergraduate Studies (Professor K Mitchell), Bursar/Director of Strategic Innovation (Professor V Campbell), Professor D Ahern, Professor S Alyn Stacey, Ms L Beston, Professor A Burke, Ms J Donoghue, Ms S Farrell, Dr D Fayne, Mr D Grouse, Mr J Keogh, Ms A Leen, Ms N McCay, Professor K McTiernan, Professor R Moss, Professor B O'Connell, Professor E O'Halpin, Ms S Oye, Professor A Seery, Professor F Sheerin.
<i>Apologies</i>	Professor L Brennan, Professor D Faas, Professor D R Phelan.
<i>In attendance</i>	Assistant Secretary to the College (Ms V Butler).
<i>(ex officio)</i>	Secretary to the College (Mr J Coman), Interim Treasurer/Chief Financial Officer (Mr P Reynolds).
<i>(by invitation)</i>	Chief Operating Officer (Ms G Ruane), Vice-President for Global Relations (Professor J Hussey).

**SECTION A**

**BD/19-20/095 Statement of Interest**

The Secretary to the College advised that he had received a statement of potential conflict of interest from Professor Burke in relation to Agenda item D.30 Departures Framework Renewal. The Secretary to the College, following discussion with Professor Burke, suggested and it was agreed that Professor Burke should leave the meeting for the discussion on this item.

**BD/19-20/096 Passing of Professor Barbara Wright**

The Provost expressed his sadness at the recent passing of the late Professor Barbara Wright noting some of her significant achievements throughout her academic career. Following comments from a Board member, it was noted that it would be fitting to hold a memorial service for Professor Wright in due course.

**BD/19-20/097 Minutes**

The draft minutes of the meeting of Board of 27 November 2019 were approved and signed.

**BD/19-20/098 Matters Arising**

**BD/19-20/094 Staff Matters – Early Retirement**

The Secretary to the College advised that the Director of Human Resources had confirmed that exit interviews are offered to staff when finishing their employment in the University.

**BD/19-20/099 Provost's Report**

The Provost, having provided a comprehensive report at the last meeting and in view of the number of other agenda items for discussion, did not provide a further report at this point.

**BD/19-20/100 Strategic Plan 2020-2025 Community and Connection: Risk Assessment**

*The Chief Risk Officer, Ms Julia Carmichael joined the meeting for this item.*

The Vice-Provost/Chief Academic Officer introduced the item with reference to the memorandum dated 11 December 2019, which had been circulated, and invited the Board's attention to his presentation, dated 18 December 2019, which had been circulated. He extended his thanks for the contributions of the Chief Risk Officer and Ms Shumane Cleary, Planning and Finance Partner, Academic Services Division, to this item. The Vice-Provost/Chief Academic Officer advised Board members that further to the discussion held at Board on 27 November 2019 a full Risk Register and Risk Assessment

were now before the Board for consideration and approval. It was noted that the full potential impacts arising from Brexit could not be incorporated with certainty at this moment in time due to the uncertain political landscape. The risks associated with each of the goals contained in the Strategic Plan were then summarised for Board members and an extract of the detail regarding the seven identified high risks was presented.

The Chief Risk Officer invited the Board's attention to each of the seven high risks contained on the Risk Register noting owners and mitigating actions. The Provost thanked the Vice-Provost/Chief Academic Officer and the Chief Risk Officer and opened the item for discussion.

In response to comments from a Board member, Ms Carmichael clarified that performance management and the retention and development of staff were reflected in Goal 8 of the Plan.

In response to comments from Board members, it was noted that the Provost is shortly due to take up the position of Chair of the Irish Universities Association (IUA) Council and that this should also assist in mitigating some of the risks. The importance of taking actions to ensure the continued quality of the University's teaching and learning practices was acknowledged. The impact of GDPR was also acknowledged.

Following discussion, it was noted that the risk owners will be engaged with in the coming months to further define mitigating actions and confirm appropriate timelines. The Provost thanked the Vice-Provost/Chief Academic Officer and the Chief Risk Officer for their contributions to the Risk Assessment and the detailed Risk Register of the Strategic Plan 2020-2025.

#### **Action/Decision**

**100.01** The Board considered and approved the memorandum from the Vice-Provost/Chief Academic Officer and Chief Risk Officer dated 11 December 2019, the Risk Assessment and the detailed Risk Register of the Strategic Plan 2020-2025.

#### **BD/19-20/101 University Risk Register**

*The Chief Risk Officer remained in the meeting for this item.*

The Provost introduced the item noting that Trinity was the first university in Ireland to appoint a Chief Risk Officer.

The Chief Risk Officer invited the Board's attention to her presentation, dated 18 December 2019, which had been circulated. She informed the Board that the University's Risk Register was representative of the high level risks that have been identified through the consideration of the noted high risks within each individual School, Faculty and Division's Risk Register as well as those strategic risks noted within the Trinity College Risk Register 2017-2018 and the Strategic Plan 2014-2019. Ms Carmichael gave an overview of the process which had been followed to prepare the 2018-2019 Risk Register, including careful consideration by the Risk Management Group, noting that it is envisaged that the 2019-2020 Risk Register would be brought to a meeting of the Board before the end of the academic year. She also summarised the main reasons for the addition or removal of risks from the 2017-2018 Risk Register to form the one now before the Board for review and approval.

In response to comments from a Board member in respect of a discussion which had been held at the Audit Committee, Ms Carmichael clarified that every effort is being taken to ensure that the Register is as comprehensive as possible. She advised that as risks emerge timelines are developed for mitigation actions to be taken and the importance of regularly reviewing and updating the Register was noted.

Following comments from Board members, the potential benefits of having risk registers discussed at School staff meetings was acknowledged. The importance of encouraging a culture in which colleagues identify and declare risks so that appropriate mitigation actions can be taken was also acknowledged.

In response to comments from a Board member, Ms Carmichael advised that financial and commercial risks had been raised by the Chief Operating Officer and the Interim Treasurer/Chief Financial Officer and captured accordingly. In response to points made by a Board member, the

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question of risk in the capitated bodies would be considered by the Chief Risk Officer.

*Professor O'Halpin left the meeting at this point.*

**Action/Decision**

**101.01** The Board considered and approved the presentation from the Vice-Provost/Chief Academic Officer and the Chief Risk Officer and the accompanying University Risk Register 2018-2019.

*Ms Carmichael left the meeting at this point.*

**BD/19-20/102 Quality Review of IT Services**

*The Director of IT Services, Mr Patrick Magee, joined the meeting for this item.*

The Chief Operating Officer introduced this item with reference to the document, dated 8 November 2019, which had been circulated. She welcomed the review and the resulting recommendations noting that some recommendations would require wider discussion. The Chief Operating Officer also advised the Board of some of the key resource recommendations that had been made including the appointment of a Chief Information Officer and a Chief Digital Officer.

Mr Magee invited the Board's attention to the presentation, dated 18 December 2019, which had been circulated. He advised the Board that the review had recommended the creation of the two Chief Officer roles, clarifying the role of each and he then clarified the role of the Director of IT Services should these two appointments be approved.

Following comments from Board members, Mr Magee acknowledged the need to continue to explore ways of further enhancing and broadening the services provided by IT Services as the University community continued to grow and the rate of change of technology accelerated and he advised that consideration could be given to utilising a different funding model to that of the Baseline Budgeting Model to support new activities. Mr Magee also advised that a two-step authentication process for devices is currently being rolled out across the University with the intention of enhancing IT security and minimising the risk of unauthorised external access to information.

In response to queries from a Board member, Mr Magee clarified the reporting relationship of the roles being discussed noting that the two proposed posts could be progressed separately and that in some organisations these posts had been combined.

*Mr Magee left the meeting at this point.*

Following discussion, it was agreed that further consideration should be given to all of the recommendations in the report with a focus on the quality of the services being delivered by IT Services and how IT Services contributes to the digital strategy and digital curriculum in the University. Mr Magee is to give a further presentation on this at a future meeting of the Board.

**Action/Decision**

**102.01** The Board considered the memorandum from the Quality Office on behalf of the Chief Operating Officer, dated 8 November 2019.

**102.02** It was agreed that further consideration should be given to all of the recommendations in the report with a focus on the quality of the services being delivered by IT Services and how IT Services contributes to the digital strategy and digital curriculum in the University. Mr Magee is to give a further presentation on this at a future meeting of the Board.

*The Senior Lecturer/Dean of Undergraduate Studies left the meeting at this point.*

**BD/19-20/103 Quality Review of Human Resources**

*The Director of Human Resources, Ms Antoinette Quinn attended for this item.*

The Chief Operating Officer introduced the item welcoming the report which had been prepared on foot of the Quality Review of Human Resources (HR). She noted that the review highlights the

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important role of HR as an enabler to attract, develop and retain people with the skills and capability needed for the continued and successful development of the University.

Ms Quinn, with reference to the document dated 8 November 2019, which had been circulated, provided the Board with a summary of her response, from a HR perspective, to the review and the recommendations. She also provided the Board with an overview of some of the actions that have been taken to date to address some of issues identified by the reviewers. Ms Quinn noted that she was in agreement with many observations contained in the report and advised of areas where further work and development is required, which could result in creating a very positive impact on the University.

Responding to comments from Board members, Ms Quinn advised that investment was being made in the area of Learning and Development and that consideration would be given to the development of policy in this area. The potential benefits that could be gained from improved communications and from an increased use of staff surveys was acknowledged. Ms Quinn also advised that, while the structure of the Human Resources function is generally appropriate, consideration is being given to ways of further improving processes so that the potential for time delays could be minimised.

*Ms Quinn left the meeting at this point.*

In response to comments from Board members, it was noted that the document had been considered by the Quality Committee and the Provost suggested that it may be beneficial to establish a project to consider all of the recommendations resulting from the review focusing on themes such as:

- The simplification of HR processes;
- HR structure and governance;
- The development of the role of the Director of Human Resources;
- The role of the Human Resources Committee.

Following further discussion, it was agreed that the Human Resources Committee is to consider the Quality Review of Human Resources and is to review project proposals, for the consideration of the Board, in respect of how the resulting recommendations might be implemented.

#### **Action/Decision**

**103.01** The Board considered the memorandum from the Quality Office on behalf of the Chief Operating Officer, dated 8 November 2019.

**103.02** It was agreed that the Human Resources Committee is to consider the Quality Review of Human Resources and is to review project proposals, for the consideration of the Board, in respect of how the resulting recommendations might be implemented.

#### **BD/19-20/104 Historic Accommodation Buildings – Project Update**

*The Dean of Students, Professor Kevin O’Kelly (Project Sponsor) and the Head of Capital Projects, Mr Greg Power joined the meeting for this item.*

Professor O’Kelly, with reference to his memorandum, dated 10 December 2019 and his presentation dated 18 December 2019, which had been circulated, provided the Board with an update on the progress with this project to date. He advised Board members that appointments had been made in respect of the Design Team and the Project Manager and Quantity Surveyors for the project. Professor O’Kelly gave an overview of the project timelines, pre-planning works and permissions required as the Rubrics is a protected structure. He also advised that a series of user relocations are scheduled for the coming months and summarised the engagement and consultation with stakeholders to date. Professor O’Kelly concluded by providing an overview of the high-level budget for the project.

The Provost thanked Professor Kelly and Mr Power for the update and welcomed the project, noting the importance of maintaining and refurbishing the historic buildings on the campus.

#### **Action/Decision**

**104.01** The Board noted the memorandum from the Dean of Students (Project Sponsor) dated 10 December 2019 and noted the project update.

**BD/19-20/105 Printing House Square - Project Update**

*The Dean of Students, Professor Kevin O’Kelly (Project Sponsor) and the Head of Capital Projects, Mr Greg Power remained in the meeting for this item and were joined by Principal Architect, Mr Ronan O’Connor (Director, McCulloughMulvin); Ms Valerie Mulvin (Co-Owner, McCulloughMulvin); Independent Monitor, Ms Denise Kennedy; and Chair of Steering Committee, Mr Joe Linders for this item.*

Professor O’Kelly invited Board members’ attention to his presentation, dated 18 December 2019 and to his memorandum dated 11 December 2019, which had been circulated. He provided Board members with a summary of the status of this project noting that while aspects in respect to cost, quality and health and safety were in a good position, a delay to the project programme had been experienced. He advised Board members of the actions taken to address the delay including discussions in respect of addressing Trinity costs incurred in the delay and also advised of the quality assurance procedures which had been put in place.

The Independent Monitor, with reference to her memorandum dated 11 December 2019 provided Board members with a summary of her report under the following headings:

- Budget;
- Programme;
- Quality;
- Health and Safety and
- Team Performance.

Ms Kennedy concluded by advising the Board of the importance of quality being a key focus for those working on the site as this will be the long-term legacy of the project.

Ms Mulvin advised the Board of the positive contribution the finished building would have on the campus and Mr Linders informed the Board that the project as a whole was progressing well and he noted the delay experienced arising from a lack of resources across the construction sector.

In response to comments from a Board member, Professor O’Kelly advised that a revised programme of works had been put in place with a focus on reaching a confirmed delivery date and Ms Kennedy advised that, in her view, the revised delivery date is achievable. Professor O’Kelly also clarified that any potential financial settlement would be linked to programme delivery.

Responding to comments and queries from a Board member, the potential for an extended period of disruption to those in surrounding areas of the site was acknowledged and Professor O’Kelly confirmed that all financial implications arising from the delay were being carefully monitored and addressed.

In response to a query from a Board member, it was clarified that many construction companies continue to conduct work throughout the summer months and assurances in respect of the revised delivery date were acknowledged.

The Vice-President for Global Relations welcomed the project noting the significant contribution it will make to student accommodation in the university and the Provost noted that the project affirms Trinity’s commitment to being a residential university.

The Provost closed the item thanking Professor O’Kelly and the team for the update and their contribution to this project to date.

**Action/Decision**

**105.01** The Board noted and discussed the memorandum from the Project Sponsor and Dean of Students Professor O’Kelly dated 11 December 2019.

*Professor O’Kelly, Mr Power, Mr O’Connor, Ms Mulvin, Ms Kennedy and Mr Linders left the meeting at this point.*

*Professor O’Connell also left the meeting at this point.*

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**BD/19-20/106 University Council**

The Board approved the draft Acta of the Council meeting of 4 December 2019.

**BD/19-20/107 Honorary Degree**

The Board noted and approved the memorandum from the Registrar dated 18 December 2019.

**BD/19-20/108 Any Other Urgent Business**

**(i) Senior Academic Promotions Call 2018**

The Provost, with reference to his memorandum which had been tabled dated 16 December 2019, advised the Board that it is proposed to increase the financial envelope for Senior Academic Promotions to facilitate the 2018 promotions process.

In response to comments from a Board member that there were no longer annual promotions calls for members of the professional, administrative and technical staff, the Provost advised that the job-sizing process was being developed for those members of staff, and the Chief Operating Officer noted that engagement with the staff union representative groups in respect of this was ongoing.

The Vice-Provost/Chief Academic Officer, noting the considerable deliberations which had taken place in respect of the financial request as summarised by the Provost, voiced his support for the request.

**Action/Decision**

**108.01** The Board approved the memorandum from the Provost as tabled and the financial request contained within.

*The dissent of Mr Grouse was noted.*

**(ii) Treasurer/Chief Financial Officer**

The Provost advised the Board that the role of Treasurer/Chief Financial Officer had formally been offered to Mr Peter Reynolds.

**(iii) Resignation of a Board Member**

The Provost, noting that this was Mr Keogh's last meeting as a Board member, extended his thanks to Mr Keogh for his contribution to the work of the Board during his time on the Board.

**SECTION B**

**BD/19-20/109 Board Business**

**(i) Callover**

The Board noted the callovers updated to 23 October 2019 and 27 November 2019.

**(ii) Outcomes**

The Board noted the Board outcomes from the meetings of 23 October 2019 and 27 November 2019.

**BD/19-20/110 Audit Committee**

Professor Burke, as a member of the Audit Committee, provided Board members, by way of context, with a summary of the discussion which was had at the meeting of the Audit Committee on 10 December 2019 noting in particular the view of the Audit Committee in respect of its role in not being responsible for identifying risks.

The Board noted and approved the draft minutes of the meeting of 4 June 2019 and an extract from the minutes of the meeting of 10 December 2019.

**BD/19-20/111 Coiste na Gaeilge**

The Board noted and approved the draft minutes of the meeting of 1 May 2019.

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**BD/19-20/112 Equality Committee**

The Board noted and approved the draft minutes of meeting of 30 October 2019.

**BD/19-20/113 Finance Committee**

The Interim Treasurer/Chief Financial Officer invited Board members' attention to those minutes of particular relevance to Board members and the Board noted and approved the draft minutes of the meeting of 18 November 2019.

*Professor Burke left the meeting at this point.*

**BD/19-20/114 Human Resources Committee**

Professor Ahern, as Chair of the Human Resources Committee, provided Board members with a summary of the main items as contained in the minutes of the meetings of the Human Resources Committee of 1 October 2019 and 28 November 2019. It was noted that it is proposed to increase the number of meetings of the Human Resources Committee from four to five and that external legal advice was being sought in respect of potential pension rights for staff members holding contracts of indefinite duration.

It was also noted that redrafting of the job-sizing proposal was on-going and, in response to comments from a Board member, it was further noted that discussions with staff representative groups are to be progressed as quickly as possible.

The Board noted and approved the draft minutes of the meetings of 1 October 2019 and 28 November 2019.

**BD/19-20/115 Library and Information Policy Committee**

The Board noted and approved the draft minutes of the meeting of 13 May 2019.

**BD/19-20/116 Quality Committee**

The Board noted and approved the draft minutes of the meetings of 9 October 2019 and 14 November 2019.

**SECTION C**

**BD/19-20/117 Pro-Chancellors of the University of Dublin**

The Board noted that Dr Sean Barrett and Dr David McConnell had completed their terms of office as Pro-Chancellors and directed the Registrar to take steps to fill the vacancies.

**BD/19-20/118 Board Membership: Technical, Administrative and Support Staff Constituency – Weekly Paid**

The Board noted and approved the Memorandum from the Secretary to the College dated 11 December 2019.

**BD/19-20/119 Membership of Principal Committees of Board**

The Board noted and approved the Memorandum from the Registrar dated 11 December 2019.

**BD/19-20/120 Higher Degrees**

The Board noted Higher Degrees approved by the sub-committee of Board and Council on 23 October 2019, 13 November 2019 and 27 November 2019.

**BD/19-20/121 Intermission of Non-Foundation Scholarship**

The Board noted and approved the Memorandum from the Dean of Graduate Studies dated 25 November 2019.

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**BD/19-20/122 Representation: The Lir (National Academic of Dramatic Arts)**

The Board noted and approved the Memorandum from the Secretary to the College dated 10 December 2019.

**BD/19-20/123 Trinity Brand Commercial Services Limited (TBCSL) – Loan Status**

The Board considered and approved the Memorandum from the Interim Treasurer/Chief Financial Officer dated 17 December 2019.

In response to a query from a Board member, the Interim Treasurer/Chief Financial Officer clarified that following a review it was agreed by the company board to reschedule the loan facility repayments. Revised financial forecasts are being prepared and an update will be brought to a future meeting of the Trinity Board.

**SECTION D**

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

*The Provost closed the meeting by wishing everyone a very happy Christmas.*

Signed: .....

Date: .....