



## Trinity College Dublin

Coláiste na Tríonóide, Baile Átha Cliath

The University of Dublin

Incorporating any amendments approved at subsequent Board meetings

### Board Meeting 20 September 2023

*This meeting was held in the Trinity Board Room*

**Present:** Provost (Dr L Doyle), Vice-Provost/Chief Academic Officer (Professor O Sheils), Professor K Ahmad, Professor I Arnedillo Sánchez, Ms A Bennett, Mr K Byrne, Professor M Cunningham, Professor A Dignam, Ms T Doyle, Mr P Farrell, Professor C O'Farrelly, Ms I Goggin, Dr N Hardiman, Dr M Kelly, Professor D Jones, Professor C Leahy, Ms R Mathews McKay, Mr L Molnárfi, Professor J Walsh, Mr A White.

**Apologies:** Professor A Nolan, Professor L Roe.

**In attendance:** Secretary to the College/Director of Governance - Designate (Ms V Butler).

**(ex officio)** Secretary to the College (Mr J Coman), Interim Treasurer/Chief Financial Officer (Ms L Ryan), Bursar/Director of Strategic Innovation (Professor E Denny), Chief Operating Officer (Ms O Cunningham).

#### SECTION A

*The Provost welcomed everyone to the meeting and asked the Secretary to the College to conduct the next item of business.*

##### **BD/23-24/001 Statement of Interest for a Board Member**

The Secretary to the College advised the Board that a statement of potential conflict of interest had been received from Dr Kelly in relation to agenda item (i) Interim Chairperson. Having discussed the matter with Dr Kelly the Secretary to the College proposed, and it was agreed, that she would not be present in the meeting for that item.

##### **BD/23-24/002 Appointment of Interim Chairperson**

*Dr Kelly left the meeting for this item.*

With reference to the memorandum from the Secretary to the College dated 11 September 2023, which had been circulated in advance, the Board approved the appointment of Dr Kelly as Interim Chairperson with immediate effect until the appointment of the Chairperson which would be considered at a later point in the meeting.

*Dr Kelly re-joined the meeting and assumed the position of Interim Chairperson.*

##### **BD/23-24/003 Statement of Interest for a Board Member**

The Secretary to the College advised the Board that he had received a statement of interest from Ms Goggin in respect of the agenda item (ii) Clarification on External Board Membership. Having discussed the matter with Ms Goggin the Secretary proposed, and it was agreed, that Ms Goggin would not be present in the meeting for that item.

##### **BD/23-24/004 Clarification on External Board Membership**

*Ms Goggin left the meeting for this item.*

The Board noted the memorandum from the Secretary to the College dated 11 September 2023, which

had been circulated in advance, and the clarification in respect of external Board membership.

*Professor Arnedillo Sánchez joined the meeting at this point and Ms Goggin re-joined the meeting.*

At the invitation of the Interim Chairperson each Board member briefly introduced themselves.

*Professor Walsh joined the meeting at this point.*

#### **Bd/23-24/005 Statements of Interest**

The Secretary to the College advised the Board that a statement of potential conflict of interest had been received from Mr Farrell in relation to agenda item A.1 Appointment of Chairperson. Having discussed the item with Mr Farrell, the Secretary to the College proposed, and it was agreed, that Mr Farrell would not be present in the meeting for that item.

The Secretary to the College advised the Board that a statement of potential conflict of interest had been received from Dr Kelly in relation to agenda item A.2 Appointment of Deputy Chairperson. Having discussed the item with Dr Kelly, the Secretary to the College proposed, and it was agreed, that Dr Kelly would not be present in the meeting for that item.

The Secretary to the College advised the Board that a statement of potential conflict of interest had been received from Ms Doyle in respect of agenda item A.6.1 Trinity South Renewal Programme. Having discussed the item with Ms Doyle, the Secretary to the College proposed, and it was agreed, that Ms Doyle would remain in the meeting and take part in any discussion and decision unless there is a specific discussion around philanthropy for the project, in which case she would leave the meeting for that element of the discussion and any related decision.

In addition further statements of interest had been received from Ms Doyle in respect of agenda item 6. Overview of Strategic Capital Projects and agenda item 6.3 Dartry Accommodation Project. Having discussed the matter with Ms Doyle, the Secretary to the College recommended, and it was agreed, that Ms Doyle would remain in the meeting and take part in any discussion and decisions on these items unless there was a specific discussion around the involvement of her employer, in which case she would leave the meeting for that element of the discussion and any related decision.

#### **BD/23-24/006 New Member Declaration**

At the invitation of the Interim Chairperson each of the new Board members made the declaration in the language of their choice.

#### **BD/23-24/007 Appointment of the Chairperson**

*Mr Farrell left the meeting for this item.*

The Secretary to the College introduced this item with reference to his memorandum dated 11 September 2023, which had been circulated in advance, and noted the provision in respect of the Chairperson of the Board as laid down in legislation.

He advised the Board that the Nominations Committee had met on Friday, 8 September 2023 to consider making a nomination to the Board in respect of the role of Chairperson from amongst those external members who had confirmed their willingness to be considered for such a role.

Having carefully considered the matter, and with due regard to his skills and experience, the Committee agreed to nominate Mr Paul Farrell as Chairperson of the Board. The Secretary to the College advised the Board that Mr Farrell was originally appointed by the Board at its meeting on 14 September 2022 as an external Board member for a four-year term. Mr Farrell was re-appointed by the Board at its meeting on 21 June 2023 as an external Board member to serve the remainder of his four-year term of office until the end of the academic year 2025/26. The Secretary to the College concluded by noting that a copy of Mr Farrell's CV had been circulated to the Board for information.

**Action/Decision**

**007.01** The Board approved the nomination of Mr Farrell as Chairperson of the Board without dissent.

*Mr Farrell re-joined the meeting and assumed the position of Chairperson receiving a round of applause from the Board members. He expressed his thanks to the Board and in particular commended the work of the Secretary to the College in respect of his work on the Board composition and also commended the Provost for her excellent chairing of the Board to date.*

**BD/23-24/008 Appointment of Deputy Chairperson**

*Dr Kelly left the meeting for this item.*

The Board considered and approved the memorandum from Secretary to the College dated 11 September 2023 and the nomination of Dr Mary Kelly as Deputy Chairperson as contained within.

**BD/23-24/009 Board Composition**

The Secretary to the College with reference to his memorandum dated 11 September 2023, which had been circulated in advance, provided the Board with an update on the composition of the Board. He informed the Board that the Minister had commenced the process to identify two potential Ministerial nominees and advised Board members that they could encourage individuals with suitable skills and experience to apply through the relevant process. It was noted that in the Candidate information Booklet is the Skills and Experience matrix as approved by the Board along with a statement that applications are particularly welcomed from candidates of diverse backgrounds. He also advised the Board that it is expected that the Students' Union will provide a nomination to the Board for the third student member in the coming weeks.

**Action/Decision**

**009.01** The Board noted the memorandum from Secretary to the College dated 11 September 2023.

**BD/23-24/010 Minutes**

**(i) Draft Minutes of the Meeting of 21 June 2023 and of the Meeting of 23 August 2023.**

The Board approved the draft minutes of the meetings of 21 June 2023 and 23 August 2023.

**BD/23-24/011 Matters Arising**

The following item was raised under matters arising:

**(i) Board Annual Work Programme**

The Secretary to the College advised the Board that a draft Annual Work Programme would be brought to the next meeting of the Board. In addition, he advised the Board that there is to be a meeting with the Chairs and Secretaries of the Committees in the coming weeks and, as such, it was proposed to defer item no. C19 Terms of Reference of Committees to the October Board meeting.

**BD/23-24/012 Strategic Capital Projects Dashboard**

The Bursar/Director of Strategic Innovation introduced the item with reference to her presentation dated 14 September 2023 which had been circulated in advance. With reference to the stages and approvals process she provided the Board with an overview of the recently completed, ongoing and planned strategic capital projects. In particular, the Bursar/Director of Strategic Innovation noted that 3 capital projects were on the agenda for consideration and approval by the Board and gave the context of each in respect of the Strategic Plan 2020-2025 and noted the importance of aligning the projects with the University's sustainability goals.

The Bursar/Director of Strategic Innovation concluded by giving an overview of the typical funding sources for capital projects and emphasised the importance of respecting the confidential nature of the information presented to the Board to inform decision making on such projects.

Responding to comments from a Board member, the Provost noted that the next Strategic Plan will

allow opportunities to consider future projects and noted that there will continue to be a much greater emphasis on re-using and re-purposing existing buildings to support the University's sustainability objectives.

The Interim Chief Financial Officer, responding to comments from a Board member, provided clarification in respect of the University's financial status and offered to liaise further with the Board member on the matter. The Provost advised the Board that the financial position of the University is carefully monitored and any borrowing is monitored and reported to the Board and published in the audited financial statements.

**Action/Decision**

**011.01** The Board noted the Dashboard as presented and received the verbal update from the Bursar/Director of Strategic Innovation.

**BD/23-24/013 Trinity South Renewal Programme**

*Ms Edwina Hegarty, Programme Manager for Strategic Projects, Mr Paul Coote, Financial Planning Manager, and Mr Ger Walsh, Interim Head of Capital Projects and Planning joined the meeting for this item.*

The Bursar/Director of Strategic Innovation invited the Board's attention to her presentation dated 14 September 2023 which had been circulated in advance. She provided the Board with an overview of the project noting that it would allow a realization of the vision for the Law School, while at the same time addressing the need for more student spaces, and much needed improvements to the Arts Building, including an energy efficiency upgrade. In addition the project will enable the development of a Student Centre which will provide a central hub space for students to come together.

The Bursar/Director of Strategic Innovation advised the Board that the Board had in April 2022 approved the submission of an application to the Higher Education Strategic Infrastructure Fund Round Two (HESIF II) for the Trinity South Renewal Programme and that Trinity's application was approved in May 2023 securing a significant financial contribution towards the costs of the Trinity South Renewal Programme.

She concluded by providing a summary of the high-level capital costs and funding of the project and summarised the request to the Board to progress through Stage 1 to develop the preliminary Business case and to return to Board in March 2025 with a completed Preliminary Business case, high-level design and high-level costs and to draw down the required funding to complete this stage.

The Chairperson thanked the Bursar/Director of Strategic Innovation and opened the item for discussion.

Several Board members welcomed the proposals and the opportunity to consider accessibility in the buildings was welcomed.

The Bursar/Director of Strategic Innovation, in response to comments from a Board member in respect of embedded energy costs, noted that further consideration is to be given to this matter when discussing all capital projects at the Board.

Responding to comments from a Board member, the Bursar/Director of Strategic Innovation advised the Board that this project has been under consideration for some time and forms part of the current Strategic Plan. In addition she noted that a wide-scale space utilisation survey is to be conducted in October.

In response to comments from Board members in respect of the proposed increase in student numbers and the staff: student ratio Mr Coote clarified for the Board that a significant amount of planning had been conducted with the schools involved in the project and that the growth had been carefully planned and agreed with the relevant stakeholders.

The Provost, responding to comments from a Board member in respect of dedicated space for PhD

students advised the Board that this matter is under active consideration noting that there will be opportunities in this regard in Trinity East.

In response to comments from a Board member, the Chairperson noted that consideration will be given to organising further briefing sessions for Board members.

**Action/Decision**

**013.01** The Board considered and approved the update from the Bursar/Director of Strategic Innovation dated 14 September 2023.

*Ms Hegarty left the meeting at this point.*

**BD/23-24/014 Trinity East Project**

*Mr Paul Coote, Financial Planning Manager, Mr Ger Walsh, Interim Head of Capital Projects and Planning, remained in the meeting for this item.*

The Bursar/Director of Strategic Innovation introduced this item with reference to her presentation dated 14 September 2023 which had been circulated in advance. She provided the Board with an overview of the strategic origins of the project and provided updates in respect of the current status of the project. The Bursar/Director of Strategic Innovation also summarised the principles of the development which are to underpin the phased retrofit and refurbishment of existing buildings.

The Bursar/Director of Strategic Innovation concluded by summarising the specific request to the Board which included approval in principle for the capital programme to commence and the approval of a three-year budget which is primarily philanthropically funded. It was acknowledged that the revised occupation of Trinity East will result in an increase in operating costs for the site and that a funding strategy is to be developed in this regard and will be brought to a future meeting of the Board.

A Board member welcomed the proposed extension of the Library facilities at Trinity East and the importance of considering the needs of researchers in respect of such facilities in the round was acknowledged and another Board member noted the importance of considering all of the capital projects as part of the overall strategic capital development of the University.

In response to comments from a Board member in respect of the provision of incubator space on the site for researchers across the disciplines the Bursar/Director of Strategic Innovation confirmed that the Portal project on Trinity East would provide such space and is part of a separate, stand-alone capital project which was previously approved by Board. It was noted that Portal is due to complete by the end of 2024.

Responding to queries from Board members in respect of the occupancy of the campus, the Bursar/Director of Strategic Innovation advised that there will be active engagement with the College community to address the various space needs. She also confirmed that there is significant engagement with the local community surrounding the campus.

The Bursar/Director of Strategic Innovation suggested, and it was agreed, for a tour for Board members of the Trinity East campus and the Secretary's Office will liaise with Board members to arrange.

In response to a query from a Board member, the Bursar/Director of Strategic Innovation is to clarify the current location of the Porter's Lodge building which placed in to storage.

**Action/Decision**

**014.01** The Board considered and approved the update from the Bursar/Director of Strategic Innovation dated 13 September 2023, with an occupancy and staffing plan and a report on embedded energy costs to be provided within a year.

*A photograph to mark the first meeting of the newly constituted Board was taken at the break.*

**BD/23-24/015 Dartry Accommodation Project**

*Professor Kevin O’Kelly, Project Sponsor, Dartry Accommodation Project, and Mr Greg Power, Head of Capital Projects and Planning joined the meeting and Mr Paul Coote, Financial Planning Manager and Mr Ger Walsh, Interim Head of Capital Projects and Planning, remained in the meeting for this item.*

Professor O’Kelly introduced this item with reference to the presentation which had been circulated in advance. He advised the Board of the motivation behind the project and noted that while the project had been originally approved by the Board in 2019, inflationary costs incurred in the subsequent years during which planning permission had been obtained had resulted in the project becoming unviable for the University.

Professor O’Kelly then provided an update to the Board whereby it was noted that the Department of Further and Higher Education, Research, Innovation and Science (DFHERIS) has engaged with several universities to provide financial assistance under the Student Accommodation Short Term Activation (STA) Programme for projects that have stopped/stalled because of higher costs. He advised the Board that preparation was underway to apply for Government funding for the project and that if successful permission will be sought from the Board to process to the next stage of tender preparation.

Professor O’Kelly provided an overview of a revised financial model for the project which, if in receipt of Government funding, would produce a viable business case.

Professor O’Kelly concluded by seeking approval from the Board of the revised business case, subject to Finance Committee approval, and approval to submit the project to the Government’s Short-Term Activation (STA) Programme.

The Chairperson thanked Professor O’Kelly and opened the item for comments and questions.

Several Board members voiced their support for the proposal noting the challenges faced by students in finding accommodation in Dublin. In response to comments from Board members Professor O’Kelly advised the Board that that certain conditions under the scheme meant that assistance from the Government would only apply to 30% of the rooms.

In response to queries from a Board member in respect of the project, Mr Coote clarified the indicative interest rates and financing under-pinning the revised business case.

Responding to queries in respect of construction inflation, Mr Power clarified that a Public Works contract would be used which should result in a degree of price certainty.

Responding to concerns in respect of the proposed accommodation rates to be used Professor O’Kelly noted that the rate to be used by the university are to be below the private market sector rates. A Board member suggested that it may be worthwhile to explore using a separate entity, run by Trustees, for a development such as this.

Responding to comments from a Board member, Professor O’Kelly noted that the Rubrics and the Chief Stewards buildings offered accommodation for staff and the difficulties facing students and staff in respect of identifying accommodation were acknowledged.

**Action/Decision**

**015.01** The Board considered and approved the update from the Project Sponsor, Dartry Accommodation Project, dated 13 September 2023.

*Professor O’Kelly, Mr Coote, Mr Power and Mr Walsh left the meeting at this point.*

**BD/23-24/016 Proposed Changes to the 2010 Consolidated Statutes**

*The Registrar, Professor Neville Cox, joined the meeting.*



The Registrar introduced this item with reference to his memorandum dated 15 September 2023 which had been circulated in advance. He advised the Board that there were various amendments to the College Statutes before the Board for consideration, each of which had been considered by the Statutes and Schedules Working Party on 11 September 2023 and were now recommended to the Board for approval.

The Registrar clarified for Board members the process by which amendments can be made to the Statutes noting the different approval processes for amendments to Chapters and the Schedules.

The Registrar then provided the Board with a summary of each proposed amendment and the rationale for the change under the following headings:

1. Nomenclature for Students in the First and Second Year of Undergraduate Studies
2. Proposal in respect of Fellowship
3. Proposed Changes to Committee Membership
4. Clarification in respect of Academic Appeals
5. Certificate of Attendance.

In response to comments from a Board member, the Registrar proposed, and it was agreed, to make a further amendment to the Statutes to provide for a staff member on the Finance Committee.

#### **Action Decision**

**016.01** The Board considered and approved the memorandum from the Registrar dated 15 September 2023 and the accompanying amendments to the Statutes subject to the additional amendment as noted above.

*The Registrar left the meeting at this point.*

#### **BD/23-24/017 Visitors**

The Board received the verbal report from the Secretary to the College.

#### **BD/23-24/018 Annual Officers**

The Board approved the memorandum from the Provost dated 11 September 2023, which had been tabled.

#### **BD/23-24/019 Provost's Report**

The Provost gave a report under the following heading:

- (i) Loss of members of the University Community

The Provost advised the Board that it was with sadness that she noted the recent passing of members of the College community that would no longer be with us, particularly at this time at the start of the new academic year.

In response to comments from a Board member, the Provost clarified the role of the Senior Tutor in the instances of a student's passing and advised that it is timely for the relevant protocols will be reviewed.

#### **BD/23-24/020 Any Other Urgent Business**

There following item was raised under any other urgent items of business:

- (i) Proposal submitted

In response to comments from a Board member in respect of an item which had been submitted to the Secretary's Office with a request to be considered by the Board, the Provost clarified that under the Statutes the appropriate place for the item to be considered was at Council which is the main academic body in the University. She emphasised the University's commitment to addressing the item noting that there were already actions being taken under the Postgraduate Renewal Programme to address a number of the matters raised. The Provost also noted that Trinity had been the first Irish university where the PhD stipend had been increased where practicable.

## SECTION A.2

### **BD/23-24/021 Consideration of Items**

Noting the limited time left in the meeting and following comments from Board members in respect of the importance of ensuring adequate time to consider items in Section A.2 on the agenda, the Chairperson proposed, and it was agreed, that the item would be deferred and is to be taken early at the next meeting of the Board. It was also noted that these items had been given careful consideration by the relevant Principal Committee and that there had already been a significant degree of stakeholder engagement.

### **BD/23-24/022 Role Grading Policy**

This item was deferred to the next meeting of the Board.

## SECTION B

### **BD/23-24/023 Board Business**

#### **(i) Callover**

The Board noted the callover updated to 21 June 2023.

#### **(ii) Outcomes**

The Board noted the Board outcomes from the meeting of 21 June 2023.

### **BD/23-24/024 Finance Committee**

The Board noted and approved the draft minutes of the meeting of 8 June 2023.

## SECTION C

### **BD/23-24/025 Board Business Approved by Written Procedure**

The Board noted that the enclosed memorandum from the Director of Human Resources and the Head of Talent, Human Resources, dated 19 July 2023, was approved by Board on 24 July 2023.

### **BD/23-24/026 Administrative Procedures in the Summer Session**

The Board noted the memorandum from the Secretary to the College dated 18 September 2023.

### **BD/23-24/027 Revised Timeline for Assent of the Fellows**

The Board noted and approved the memorandum from the Registrar dated 18 September 2023.

### **BD/23-24/028 Membership of Committees**

The Board noted and approved the memorandum from the Registrar dated 18 September 2023.

### **BD/23-24/029 Terms of Reference of Committees**

This item was deferred to the next meeting of the Board.

### **BD/23-24/030 Advisory Committee on Honorary Degrees - Revised Process**

The Board noted the memorandum from the Registrar dated 13 September 2023.

### **BD/23-24/031 Student Conduct and Capacity Committee**

The Board noted and approved the memorandum from the Registrar dated 18 September 2023.

### **BD/23-24/032 Statutes and Schedules Working Party**

The Board noted the memorandum from the Registrar dated 18 September 2023.



**BD/23-24/033 Prizes and Other Awards – Gold Medal Nominations**

The Board noted and approved the memorandum from the Senior Lecturer/Dean of Undergraduate Studies dated 12 September 2023.

**SECTION D**

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

Signed: .....

Date: .....