Incorporating any amendments approved at subsequent Board meetings.



Board Meeting 28 February 2024

This meeting was held in the Trinity Board Room

Present: Chairperson (Mr P Farrell), Provost (Dr L Doyle), Vice-Provost/Chief Academic Officer

(Professor O Sheils), Professor K Ahmad, Professor I Arnedillo Sánchez, Ms A Bennett, Professor M Cunningham, Professor A Dignam, Ms T Doyle, Ms I Goggin, Dr N Hardiman, Professor D Jones, Dr M Kelly, Professor C Leahy, Ms R Mathews McKay, Mr L Molnárfi, Ms

O Muldoon, Prof A Nolan, Dr D Thornhill, Professor J Walsh, Mr A White.

Apologies: Ms D Caden, Mr M Murtagh-White, Professor C O'Farrelly, Ms L Roe.

In attendance

(ex officio) Secretary to the College/Director of Governance (Ms V Butler), Interim Treasurer/Chief

Financial Officer (Ms L Ryan), Bursar/Director of Strategic Innovation (Professor E Denny),

Chief Operating Officer (Ms O Cunningham).

In attendance

Chief Innovation and Enterprise Officer (Dr M Olmstead), Project Manager, Secretary's Office (Ms S Brown).

SECTION A

BD/23-24/110 Statements of Interest

The Secretary to the College/Director of Governance informed the Board that no statements of potential conflicts of interest had been received.

This item was taken at this point in the meeting.

BD/23-24/111 Board Membership – Ministerial Nominees

With reference to the memorandum from the Secretary to the College/Director of Governance dated 20 February 2024 that had been circulated in advance, the Board noted and approved the appointment of the nomination by the Minister for Further and Higher Education, Research, Innovation and Science of Dr Don Thornhill and Ms Orla Muldoon to be members of the Board.

Action/Decision

111.01 The Board noted and approved the memorandum from the Secretary to the College/Director of Governance dated 20 February 2024 and approved the appointment of the Ministerial nominees Dr Don Thornhill and Ms Orla Muldoon to be members of the Board.

Dr Don Thornhill and Ms Orla Muldoon joined the meeting and introduced themselves to the Board.

BD/23-24/112 New Members Declaration

At the invitation of the Chairperson, Dr Don Thornhill and Ms Orla Muldoon made the declaration in the language of their choice.

BD/23-24/113 Board Confidentiality

The Chairperson raised the issue of Board confidentiality in the context of a recent breach by a Board

member. He noted that the 2010 Consolidated Statutes contain no sanctions for breaches of confidentiality. Given the potentially serious and damaging consequences resulting from breaches, the Board approved a proposal to request the Registrar to draft proposed sanctions clauses for inclusion in the Statutes and to bring these to a future meeting of the Board for approval.

Action/Decision

113.01 The Board approved a proposal to request the Registrar to draft sanctions clauses for inclusion in the Statutes and to bring these to a future meeting of the Board for approval.

BD/23-24/114 Minutes of the meeting of 13 December 2023

The Board approved the draft minutes of the meeting of 13 December 2023.

BD/23-24/115 Matters Arising

There were no items raised under matters arising.

Professor I Arnedillo Sánchez joined the meeting at this point.

BD/23-24/116 Major Strategy Item: Strategic Plan 2025-2030 – Preliminary Discussion

The Vice-Provost/Chief Academic Officer invited the Board's attention to her presentation dated 21 February 2024 that had been circulated in advance. She noted that the current strategic plan concludes in December 2024 and that the purpose of the item was to indicate the commencement of planning for the development of the next strategic plan. She highlighted that while the role of Academic Services Division is to coordinate and oversee the implementation of the strategic plan, the strategic plan belongs to the university and the role of the Board in making inputs and in helping to formulate the vision for the next strategic plan will be important.

She informed the Board that new statutory requirements have been introduced under the HEA Act 2022 that will have implications for the development of the strategic plan and its timeframe, consultation and content. Regarding the timeframe, there is a statutory requirement to have a new strategic plan in place within 3 months of the expiry of the previous plan, i.e., by the end of March 2025. She advised that she is seeking an extension from the HEA to extend the deadline to the end of June 2025 on the basis that the current strategic plan was not officially launched until March 2020.

The Vice-Provost/Chief Academic Officer noted that in developing the next strategic plan, certain commitments and constraints will need to be taken into account, such as financial, capital projects, sustainability, strategies, charters and initiatives.

She drew the Board's attention to the update on the current strategic plan that had been included in the documentation and which had been presented in detail at a previous meeting of the Board.

The Chairperson advised that the strategic plan will be a standing item on the Board agenda from now on and invited comments from Board members.

In the course of discussion, a summary of comments made were as follows:

- The development of the strategy should not be constrained but rather should embrace the opportunity to set out strengths and trade-offs, and to put in writing the decisions and the hard choices that need to be made over the 5 years of the plan;
- Scenario planning of the external environment would be useful for external Board members;
- The new strategic plan could focus on the need for greater investment in digital and IT;
- The Board needs to be involved in developing the strategy; its vision should not be hampered by constraints but rather should be viewed as an opportunity to shape the future of the university, the country and even the world into the future;
- It is an opportunity to implement democracy, accountability and governance;
- It should look at how to give practical expression to academic freedom and collegiality in a meaningful way;
- Constraints help to frame the core principles, making it easier to identify solutions and reflect

- what it is wanted to achieve in the longer term;
- The focus should draw from the Provost's manifesto and place the emphasis onto students and staff rather than capital projects.

In response to the comments made by Board members, the Vice-Provost/CAO clarified that Board members will be included on the working groups set up to develop the plan and that she would welcome nominees in this regard. She advised that in taking a pragmatic approach which takes into account the constraints and boundaries within which the university operates, nonetheless there will be ample scope to challenge ourselves, to re-imagine Trinity in line with the Provost's manifesto and to enshrine more strongly the principles of collegiality, with a positive focus on our staff and students.

The Chairperson closed the discussion and requested four volunteers to join a Strategic Development Team, comprised of internal and external Board members, with names to be submitted to the Secretary to the College/Director of Governance by lunchtime of the following day.

It was agreed that an initial strategic plan workshop 'away day' would be held after the March Board meeting, which would comprise essential business only in order to facilitate this.

Action/Decision

116.01 The Board noted the memorandum from the Vice-Provost/Chief Academic Officer dated 21 February 2024.

116.02 The strategic plan is to be a standing item on the Board agenda from now on until its completion.

116.03 Four volunteers comprising internal and external members of Board, are to submit their names to the Secretary to College/Director of Governance to be part of a Strategic Development Team by lunchtime on 29 February 2024.

116.04 A strategic plan workshop 'away day' will be held after the March Board meeting.

BD/23-24/117 People and Culture Matters

(i) Report from the Chair of the People and Culture Committee

Professor Jones, as Chair of the People and Culture Committee, introduced this item by giving a verbal report summarising the work of the People and Culture Committee to date. He advised that the Committee had met three times, in November, January and February, and had approved a revised Terms of Reference, which would be brought to the Board for final approval, as well as a work programme for 2023/24 and beyond. The work of the Committee also included consideration of the Senior Academic Promotions Call, Interim Changes to the existing Senior Academic Promotions Policy and the Setting up of a Project Team for the next phase of the Senior Academic Promotions Project, and Reward, Recognition and Successful Careers for Professional Staff. He noted that these three items had been recommended for approval by the Committee and were on the Board agenda.

(ii) Senior Academic Promotions Call

The Provost introduced this item with reference to her memorandum, dated 28 February 2024, that had been tabled, which requested the approval of a financial envelope to support the Senior Promotions backlog from the four previous calls (2018-2021) of those who achieved a final agreed score where they met the threshold but who were not promoted due to financial constraints. The Board was advised that the approval sought was pending the approval of an item recommended for approval by the People and Culture Committee and on the Board agenda under section A.2: Interim Changes to the existing Senior Academic Promotions Policy and the Setting up of a Project Team for the next phase of the Senior Academic Promotions Project.

The Provost advised that the financial envelope is intended to cover the backlog from the four previous calls (2018-2021) and also a new senior academic promotions call in 2024 and that it is tightly balanced in order to achieve that while also ensuring that investment in academic promotions can be matched by investment in professional staff recognition and development. The aim has been to ensure fairness and equitable treatment of staff within the available funding envelope. Given the financial challenges expected in the year ahead, it represents the best approach within current

financial constraints. The Provost confirmed that the funding envelope available for the new call is broadly in line with that of previous years.

It was noted that following detailed discussions with a staff representative group that broad consensus had been reached regarding the funding envelope. However, a Board member asked for it to be noted that the agreement reached with the Unions had been predicated on a larger funding envelope.

In response to a query from a Board member, it was confirmed that those who achieved a final agreed score where they met the threshold but who were not promoted due to financial constraints will not need to re-apply under the new call in order to be recommended for promotion and that this will be communicated to those persons at the same time as the new promotions call is being issued.

The Board approved the memorandum from the Provost, dated 28 February 2024, and approved the financial envelope presented as well as a new round of Senior Academic Promotions, with an implementation date of 1 October 2024 (with no retrospection), pending approval of the item on Interim Changes to the existing Senior Academic Promotions Policy and the Setting up of a Project Team for the next phase of the Senior Academic Promotions Project.

Action/Decision

117.01 The Board received a verbal report from the Chair of the People and Culture Committee. **117.02** The Board approved the memorandum from the Provost, dated 28 February 2024, and approved the financial envelope presented as well as a new round of Senior Academic Promotions, with an implementation date of 1 October 2024 (with no retrospection), pending approval of the item on Interim Changes to the existing Senior Academic Promotions Policy and the Setting up of a Project Team for the next phase of the Senior Academic Promotions Project. (*This item was subsequently approved.*)

BD/23-24/118 Critical Infrastructure Committee

(i) Strategic Capital Projects Dashboard

The Board noted the Strategic Capital Projects Dashboard as had been circulated.

The Provost informed the Board that confirmation had been received of a significant philanthropic donation to go towards developing a library on the Trinity East campus. She advised that this would be announced publicly in the coming days and that the Bursar/Director of Strategic Innovation would update the Board at a future meeting.

(ii) E3 Learning Foundry Capital Programme Update

This information is restricted due to commercial sensitivity.

BD/23-24/119 Risk and Compliance Matters

Report from the Chair of the Risk and Compliance Committee

Professor Cunningham, as Chair of the Risk and Compliance Committee, introduced the item by providing an update on the work of the Risk and Compliance Committee to date. He advised that the Committee had met twice in November and January and would be meeting in the following week. He informed the Board that the Chair of Coiste na Gaeilge, Professor Noel Ó Murchadha, had agreed to represent Coiste na Gaeilge on the Risk and Compliance Committee but that student members have still not been identified and the Secretary to the College/Director of Governance is working with the Registrar on this. He reported that an external member with risk expertise has been identified and that he will provide an update to the Board at the next meeting. He advised that a high-level work programme for 2023/24 had been approved which included inputs from Safety Committee, Coiste na Gaeilge and the Risk Management Group as well as standing items which will come annually, such as the Annual Governance Statement and HEA Oversight Agreement. With regard to these latter two items, he informed the Board that these would go to Board following consideration and approval at

Risk and Compliance Committee in March. The Annual Governance Agreement will be signed off by the Provost and submitted to the HEA and the HEA Oversight Agreement will be signed by the Provost and the Chairperson of the Board.

He reported that the Secretary to the College/Director of Governance had presented an overview of regulatory compliance at Trinity and that work was ongoing to compile a composite log of all areas mapping their specific regulatory compliance requirements that would be used as the basis to provide assurance to the Committee, and ultimately to the Board.

He noted that training in the areas of governance, risk and compliance was being organised for the Committee. He completed the update by advising that the Committee was looking to understand fully the top five risks of the university, and the mitigations and treatments of each, and in that regard the Director of IT Services and Information Security Manager would present on the cyber security risk at the March meeting of the Committee.

A matter was raised by a Board member regarding an alleged invitation to the campus related to research and Professor Cunningham advised that in light of a potential reputational risk, he had already liaised with the Secretary to the College/Director of Governance on this matter but would liaise further with her and the Junior Dean.

In response to a request from a Board member, the Secretary to the College/Director of Governance undertook to investigate the potential to amend the Research Support System (RSS) drop-down funding list.

With regard to risk associated with capital projects, Professor Cunningham undertook to consider how this might be best dealt by the Committee.

In response to a query from a Board member, he confirmed that the University risk register will be brought to the Board.

Action/Decision

119.01 The Board received the verbal report from the Chair of the Risk and Compliance Committee. **119.02** The Chair of the Risk and Compliance Committee is to make enquiries regarding an alleged invitation to the campus related to research.

119.03 The RSS drop-down funding list is to be revised to accommodate a change requested. **119.04** The Chair of the Risk and Compliance Committee will consider how risk associated with capital projects might be best dealt with by the Risk and Compliance Committee.

Professor Cunningham left the meeting at this point.

BD/23-24/120 Financial/Audit Matters

Report from the Chief Operating Officer

The Chief Operating Officer informed the Board about a confidential financial matter and advised that she will keep the Board appraised.

This item was taken at this point in the meeting.

BD/23-24/121 Interim Changes to the existing Senior Academic Promotions Policy and the Setting up of a Project Team for the next phase of the Senior Academic Promotions Project

Professor Jones, as Chair of the People and Culture Committee introduced this item with reference to a memorandum from the Vice-Provost/Chief Academic Officer and Director of Human Resources, dated 22 February 2024, which had been circulated in advance, noting that it is an A.2 item on the agenda and as such had already been considered by the People and Culture Committee. He confirmed that there will no longer be a requirement for external referees in the application process as this had led to significant delays and had been deemed unnecessary. The Vice-Provost/Chief Academic Officer confirmed that the matter of external review will be considered by the Project

Team for the next phase of the Senior Academic Promotions project.

The Board approved the memorandum from the Vice-Provost/Chief Academic Officer and Director of Human Resources, dated 22 February 2024, including the proposed indicative timeline for the call in 2024 set out in Option 4 in Appendix 1, supported by the People and Culture Committee, and the changes, as had been circulated, to the existing Procedure 57, Senior Academic Promotions (SAP) Policy, and Procedure 57a, Senior Academic and Academic Consultant Promotions Procedure (DDUH). The Board also approved the setting up of a project team to bring the next phase of this Senior Academic Promotions (SAP) project forward as had been circulated.

Action/Decision

120.01 The Board approved the memorandum from the Vice-Provost/Chief Academic Officer and Director of HR, dated 22 February 2024, including the proposed indicative timeline for the call in 2024 set out in Option 4 in Appendix 1, supported by the People and Culture Committee, and the changes as had been circulated to the existing Procedure 57, Senior Academic Promotions (SAP) Policy, and Procedure 57a, Senior Academic and Academic Consultant Promotions Procedure (DDUH).

120.02 The Board approved the setting up of a project team to bring the next phase of this Senior Academic Promotions (SAP) project forward as had been circulated.

This item was taken at this point in the meeting.

BD/23-24/122 Reward, Recognition and Successful Careers for Professional Staff

Professor Jones, as Chair of the People and Culture Committee introduced this item with reference to the memorandum from the Director of Human Resources, dated 22 February 2024, which had been circulated in advance, noting that it is an A.2 item and as such had already been considered by the People and Culture Committee.

In response to a comment by a Board member, the Provost acknowledged that it was regrettable that the Report had taken this long to be produced but explained that the rationale had been to issue it in tandem with the next Senior Academic Promotions Call to maintain an equitable balance between academic promotions and professional staff career recognition and support. She undertook to ensure that there are more frequent communications in the future.

The Board approved the memorandum from the Director of Human Resources, dated 22 February 2024, and the report on Reward, Recognition and Successful Careers for Professional Staff, noting that the approval of this project will have financial implications.

Action/Decision

122.01 The Board approved the memorandum from the Director of Human Resources, dated 22 February 2024, and the report on Reward, Recognition and Successful Careers for Professional Staff, noting that the approval of this project will have financial implications.

Professor Jones left the meeting at this point.

BD/23-24/123 Proposed Changes to the 2010 Consolidated Statutes

The Registrar, Professor Neville Cox, joined the meeting for this item.

(i) Schedule 1 to the Chapter on Academic Staff Conduct (Grievance and disciplinary issues relating to members of the academic staff)

The Registrar introduced the item with reference to his memorandum, dated 22 February 2024, that had been circulated in advance and provided the Board with a summary of the proposed changes to Schedule 1 to the Chapter on Academic Staff Conduct (Grievance and disciplinary issues relating to

member of the academic staff). It was agreed to defer the decision to allow for consultation with the staff representative groups, following which it will be brought back to the Board for approval.

The Provost left the meeting at this point.

(ii) Schedule 2 to the Chapter on Committees (Detailed Provisions Relating to Committees) The Registrar introduced the item with reference to his memorandum, dated 22 February 2024, that had been circulated in advance and provided the Board with a summary of the proposed changes to Schedule 2 to the Chapter on Committees (Detailed Provisions Relation to Committees), and specifically proposed changes to the membership of the Research Committee.

In response to a request by a Board member, the Vice-Provost/Chief Academic Officer confirmed that now that the review and implementation of changes of the Principal Committees has been completed, it is planned to review the Academic Committees of Council which will include a review of the membership.

The Board approved the changes to Schedule 2 to the Chapter on Committees (Detailed Provisions Relation to Committees) as circulated.

(iii) Schedule 1 to the Chapter on Professors (Established Chairs)

The Registrar introduced the item with reference to his memorandum, dated 22 February 2024, that had been circulated in advance and provided the Board with a summary of the proposed amendment to Schedule 1 to the Chapter on Professors (Established Chairs). He noted that this item had been deferred from the October Board meeting in light of the discussion on that occasion. He provided an explanation and context for the proposed amendment and advised the Board of the requirement for the amendment noting that due process had been followed to date including the approval by the Board for the establishment of the relevant chair in May 2022.

In the course of discussion, the potential reputational implications of naming conventions for the University was raised.

The Chairperson closed the discussion by noting that there were two separate issues under consideration, the approval of the change to Schedule 1 and naming principles. With regard to the first issue, the Board approved the change to Schedule 1 to the Chapter on Professors (Established Chairs) as circulated. With regard to the second issue, it was agreed that the Chair of the Risk and Compliance Committee, the Secretary to the College/Director of Governance and the Bursar/Director of Strategic Innovation would liaise with the Gift Acceptance Committee and would report back to a future Board meeting.

Action/Decision

123.01 It was agreed to defer the decision on changes to Schedule 1 to the Chapter on Academic Staff Conduct (Grievance and disciplinary issues relating to members of the academic staff) to allow for consultation with the Unions, following which it will be brought back to the Board for approval. **123.02** The Board approved the changes to Schedule 2 to the Chapter on Committees (Detailed Provisions Relation to Committees) as circulated.

123.03 The Board approved the change to Schedule 1 to the Chapter on Professors (Established Chairs) as circulated.

123.04 It was agreed that the Chair of the Risk and Compliance Committee and the Secretary to the College/Director of Governance, the Bursar/Director of Strategic Innovation would liaise with the Gift Acceptance Committee and would report back to a future Board meeting.

BD/23-24/124 Nominations for Honorary Degrees

The Registrar remained in the meeting for this item.

The Registrar provided the Board with a summary of his memorandum dated 27 February 2024, that had been tabled, and the nominations for Honorary Degrees.

The Board approved the memorandum and the nominations for Honorary Degrees as contained within.

The Registrar concluded by noting the confidential nature of this item noting the right to take action should any breach occur.

Action/Decision

124.01 The Board approved the memorandum from the Registrar dated 27 February 2024, as tabled, and approved the nominations for Honorary Degrees as contained within.

The Registrar, Mr White, and Professor Leahy left the meeting at this point.

BD/23-24/125 Provost's Report

This item was deferred.

BD/23-24/126 Any Other Urgent Business

There were no other items of urgent business.

SECTION A.2

BD/23-24/127 Proposal to stand down Policy and Procedure on Engaging Externally Contracted Service Providers

The Board considered and approved the memorandum from the Secretary to the College/Director of Governance and Project Manager, Secretary's Office, dated 9 February 2024, and the memorandum from the Procurement Manager, dated 9 February 2024.

BD/23-24/128 Institutional Review Implementation Plan – Progress Report for 2022/23

Approval was deferred of the memorandum from the Vice-Provost/Chief Academic Officer, dated 20 February 2024, and the accompanying Update Report on the Institutional Review Implementation Plan, pending further information being provided on the Performance Management Pilot 2023 and on the diagram used to refer to the governance structures of Board and Council.

Action/Decision

128.01 Further information is to be provided on the Performance Management Pilot 2023 and on the diagram used to refer to the governance structures of Board and Council in the Update Report on the Institutional Review Implementation Plan, following which it will be brought back to Board for approval.

BD/23-24/129 Annual Quality Report 2022/23 to QQI

The Board considered and approved the memorandum from the Academic Secretary, dated 15 February 2024, and the Annual Quality Report 2022-2023.

BD/23-24/130 Royal Irish Academy of Music (RIAM) IT Service Quality Review

The Board noted the memorandum from the Academic Secretary, dated 15 February 2024, and the RIAM ICT Services Quality Review Report, dated September 2023.

SECTION B

BD/23-24/131 Board Business

(i) Callover

The Board noted the callover updated to 13 December 2023.

(ii) Outcomes

The Board noted the Board outcomes from the meeting of 13 December 2023.

BD/23-24/132 University Council

The Board noted and approved the Acta of the meeting of 17 January 2024 and the draft Acta of the meeting of 14 February 2024.

BD/23-24/133 Audit Committee

The Board noted and approved the minutes of the meetings of 10 October 2023 and 6 December 2023.

BD/23-24/134 Environment and Sustainability Committee

The Board noted and approved the draft minutes of the meeting of 4 December 2023.

BD/23-24/135 Estates Policy Committee – Final Minutes

The Board noted and approved the minutes of the final meeting of 7 June 2023.

BD/23-24/136 Finance Committee

The Board noted and approved the draft minutes of the meeting of 8 February 2024.

BD/23-24/137 People and Culture Committee

The Board noted and approved the minutes of the meeting of 29 November 2023.

BD/23-24/138 Quality Committee

The Board noted and approved the minutes of the meeting of 23 November 2023 and the draft minutes of the meeting of 25 January 2024.

BD/23-24/139 Risk and Compliance Committee

The Board noted and approved the draft minutes of the meeting of 25 January 2024.

SECTION C

BD/23-24/140 Membership of Committees of Board

The Board noted and approved memorandum from the Registrar dated 21 February 2024.

BD/23-24/141 Board Business Approved by Written Procedure

The Board noted that the following items were approved by Board on 12 February 2024:

- (i) Membership of the Critical Infrastructure Committee, memorandum from the Registrar dated 7 February 2024
- (ii) Lucy Gwynn Prize Committee Nominations, memorandum from the Senior Lecturer/Dean of Undergraduate Studies dated 1 February 2024

BD/23-24/142 Planning Group Report #29 to Board

The Board noted and approved the memorandum from the Vice-Provost/Chief Academic Officer dated 21 February 2024.

BD/23-24/143 Head of School

The Board noted and approved the nomination of Professor Catherine Conlon as Head of School of Social Work and Social Policy from 3 June 2024 to the end of Trinity Term 2027.

BD/23-24/144 Prizes and Other Awards

(i) Gold Medal Nomination

The Board noted and approved the memorandum from the Senior Lecture/Dean of Undergraduate Studies dated 14 February 2024.

(ii) Establishment of Meath Hospital General Nursing Final Year Student Award

The Board noted and approved the memorandum from the School of Nursing and Midwifery dated 16 February 2024.

BD/23-24/145 Higher Degrees

The Board noted the Higher Degrees, approved by Council on the following dates:

- (i) 17 January 2024
- (ii) 14 February 2024

BD/23-24/146 Electoral Register

The Board noted and approved the memorandum from the Secretary to College/Director of Governance dated 19 February 2024.

BD/23-24/147 Associated Companies – Directors' Reports

The Board noted and approved the memorandum from the Secretary to the College/Director of Governance dated 21 February 2024.

BD/23-24/148 Related Entity Financial Reporting

The Board noted the memorandum from the Interim Treasurer/Chief Financial Officer dated 14 February 2024.

BD/23-24/149 Senate Business - Recommendations for award of the degree MA (jure officii)

The Board noted and approved the memorandum from the Registrar dated 21 February 2024.

BD/23-24/150 Trinity Brand Commercial Services Ltd – Revised Service Level Agreement

The Board noted and approved the memorandum from the Commercial Director, Trinity Brand Commercial Services Ltd, dated 20 February 2024.

BD/23-24/151 Financial Services Division Annual Report 2022/23

The Board noted and approved the report for 2022/23.

SECTION D

In compliance with the Data Protect	ion Acts this	s information is restricted.
	Signed:	
	Date:	