



**Trinity College Dublin
The University of Dublin**

Minutes of the Risk and Compliance Committee

Thursday, 25th January 2024, 12.00-13.00

West Theatre Meeting Room

Present: Professor M Cunningham (Chair), Secretary to the College/Director of Governance (Ms V Butler) (Secretary), Academic Secretary (Ms P Callaghan), Chief Operating Officer (Ms O Cunningham), Chief Risk Officer (Ms J Carmichael), Professor J Gilmer, Mr J Harty, Head of Safety (Dr K Murray), Professor N Ó Murchadha, Mr D Scott, Mr G Woods, Professor J Wyse.

In Attendance: Ms S Brown (Minute-taker)

Apologies: College Solicitor (Ms S MacBride)

RCC/23-24/8 Statements of Interest

There were no statements of interest declared by members.

RCC/23-24/9 Welcome

The Chairperson welcomed the Academic Secretary to the meeting. He informed the Risk and Compliance Committee (RCC) that further to the previous meeting where it had been agreed to invite a nominee of Coiste na Gaeilge to be a member of the RCC, Professor Noel Ó Murchadha, chairperson of Coiste na Gaeilge, had agreed to fill this role.

RCC/23-24/10 Minutes

The RCC approved the draft minutes of the meeting of 20 November 2023.

RCC/23-24/11 Matters Arising

The following item was raised under matters arising:

(i) RCC/23-24/3 Terms of Reference

The Secretary to the College/Director of Governance clarified that with regard to the feedback received from the Chairperson of the Audit Committee that had been incorporated into the RCC Terms of Reference, her suggestions on membership had not been incorporated at this stage but would be considered when the membership is reviewed as part of the statutory annual review of Committee membership undertaken by the Registrar during the summer period.

RCC/23-24/12 Callover

The RCC noted the callover dated 20 November 2023.

RCC/23-24/13 Draft Work Programme 2023/24

It was clarified that the items listed under Safety Committee would come to the RCC in May, and not in March (as Safety Committee meetings are not aligned with RCC in this academic year). It was agreed to revise the work programme to include two policies that relate to risk: the revised fraud policy and the revised risk management policy which would come for approval in May. The RCC approved the draft work programme 2023/24, pending those revisions.

Action

- 13.1** The RCC Work Programme 2023/24 to be revised to move Safety Committee items from March to May and to include two risk-related policies under May, the revised fraud policy and the revised risk management policy.

Professor Ó Murchadha joined the meeting at this point.

RCC/23-24/14 Overview of Regulatory Compliance in Trinity College Dublin

The Secretary to the College/Director of Governance introduced this item with reference to the presentation that had been compiled by the College Solicitor, which had been circulated in advance. She drew the Committee's attention to the benefits of compliance, i.e., that its purpose is to protect people and resources and as such is in their best interest. She also highlighted the wide breadth of compliance requirements at Trinity given that its composition is complex and reflects many of the activities that would be found in a small town rather than in a traditional educational institution. She summarised the key areas of centralised compliance, in the Secretary's Office, Finance, Human Resources, and Estates and Facilities (including health and safety policies, risk assessments, and fire safety). She advised that compliance also takes place at a devolved level across the university and gave specific examples of compliance in the area of research, the library and catering and accommodation.

The Chairperson thanked the Secretary to the College/Director of Governance and opened the item for discussion. The significant increase in compliance requirements over the past 20 years was noted, which has resource implications and creates a tension with creativity. It was clarified that the RCC would be notified via the Safety Committee of incidences of non-compliance that had for example reputational implications for the University. However it was recognised that there is no overarching structure in place that would capture all cases of non-compliance with legislation; cases that occur at a local level would not always be reported beyond Faculty Dean level. It was noted that it is planned to incorporate incident management into the new risk management system via Decision Time in the future. Currently, safety incidents are logged via the iProtectu system. The difficulty of managing compliance was raised, due to the transience of, for example, visiting research students and staff turnover; however it was noted that where it was in the interest of owners to comply, such as for professional accreditation purposes, compliance tended to be well managed.

It was agreed that the proposal to compile a composite log of all areas mapping their specific regulatory compliance requirement that would be used as the basis to provide assurance to the RCC, and ultimately to the Board, should be explored further and brought to a future meeting with a view to making a recommendation to the Board. The resource implications for the proposal would need to be understood before making any such recommendation. As a next step, the Secretary to the College/Director of Governance undertook to liaise with the College Solicitor to explore the scope of information that could be provided within existing resources that would feed into a composite log, to bring to the next meeting of the RCC. The Safety Officer undertook to compile a composite log of health and safety legal requirements.

Actions

- 14.1** The proposal to compile a composite log of all areas mapping their specific regulatory compliance requirement that would be used as the basis to provide assurance to the RCC, and ultimately to the Board, to be explored further and brought to a future meeting with a view to making a recommendation to the Board. The resource implications for the proposal need to be understood before making any such recommendation.
- 14.2** The Secretary to the College/Director of Governance undertook to liaise with the College Solicitor to explore the scope of information that could be provided within existing resources that would feed into a composite log, to bring to a future meeting of RCC.
- 14.2** The Safety Officer undertook to compile a composite log of health and safety legal requirements.

RCC/23-24/15 Annual Governance Statement

The Secretary to the College/Director of Governance introduced this item with reference to her memorandum, dated 10 January 2024, which had been circulated in advance. She informed the Committee that the HEA issues a fixed template for the Annual Governance Statement annually in December for completion by Trinity by the end of March. She clarified that the template allows for an explanation to be given in cases of non-compliance, with no penalty for non-compliance being incurred currently. The draft completed Annual Governance Statement would be brought to the RCC for approval in March before going to the Board for final approval. It would then be signed by the Provost and returned to the HEA. Following review by the HEA (in tandem with the review of all returns from across the university sector), and pending queries, it would be signed off by the HEA by the following September. It was clarified that any incidences of fraud or data breaches are reported in the template annually, although they would also have been reported separately to the HEA when they occurred.

The RCC noted the memorandum from the Secretary to the College/Director of Governance, dated 10 January 2024, and the Annual Governance Statement template for 2023/24.

RCC/23-24/16 Coiste na Gaeilge

- (i)** The RCC noted and approved the draft Terms of Reference of Coiste na Gaeilge.
- (ii)** The RCC noted and approved the minutes of Coiste na Gaeilge of 27 November 2023.

RCC/23-24/17 HEA Oversight Agreement 2024

The Secretary to the College/Director of Governance introduced the item with reference to the memorandum from her and the Head of Financial Planning and Analysis, FSD, dated 9 January 2024, that had been circulated in advance. She informed the Committee that the template for the HEA Oversight Agreement is prescribed by the HEA and is primarily focussed on financial compliance. She advised that the IUA Secretaries' Group is currently in discussions with the HEA to advocate for the new reference in the template to adherence to the Code of Practise for the Governance of State Bodies, 2016 to be deleted and for the reference to the Code of Governance for Irish Universities, 2019 to be maintained. She confirmed that the completed draft HEA Oversight Agreement would be brought to the RCC in March for noting and approving and to the Board for final approval, following which it would be signed off by the Chairperson of the Board.

The RCC noted the memorandum from the Secretary to the College/Director of Governance and Head of Financial Planning and Analysis, FSD, dated 9 January 2024 and the HEA Oversight Agreement template.

RCC/23-24/18 Any Other Business

- (i) In response to a query it was clarified that under the Official Languages (Amendment) Act 2021 key requirements relate to advertising (a provision that at least 20% of annual advertising is required in Irish) and recruitment of new staff (20% are to have Irish language proficiency by 2030). It was clarified that the extent to which the latter provision would apply to academic staff is being queried and that the translation of surveys into Irish would constitute good practise rather than a legislative requirement.
- (ii) It was agreed that in order for the RCC to understand fully the top five risks of the university, and the mitigations and treatments of each, it would be useful for the owners of each of these risks to be invited to future meetings of the RCC to report on the relevant issues, and their needs to manage these risks. As a next step, the Chief Operating Officer undertook to speak to the risk on cyber security at the next meeting of the RCC. The Chief Risk Officer agreed to provide the link to a relevant recording from IT Services on the topic for circulation to the RCC.

Actions

- 18.1** The owners of each of the top five risks of the university to be invited to future meetings of the RCC to report on the relevant issues, and their needs to manage these risks.
- 18.2** The Chief Operating Officer to present on the cyber security risk at the next meeting of the RCC.
- 18.3** The Chief Risk Officer to provide the link to a relevant recording from IT Services on the topic for circulation to the RCC.

The next meeting of the RCC will take place on Wednesday 6 March 2024 at 11.00am in the Trinity Board Room.



Signed _____

6th March 2024

Date _____