



**Trinity College Dublin
The University of Dublin**

Minutes of the Risk and Compliance Committee

Thursday, 9th May 2024, 13.30-14.30

Trinity Board Room

Present: Professor M Cunningham (Chair), Secretary to the College/Director of Governance (Ms V Butler) (Secretary), Mr A Blair, Academic Secretary (Ms P Callaghan), Chief Operating Officer (Ms O Cunningham), Chief Risk Officer (Ms J Carmichael), Professor J Gilmer, Mr J Harty, College Solicitor (Ms S MacBride), 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: None

RCC/23-24/30 Welcome

The Chairperson welcomed Mr Alastair Blair to the meeting and informed the RCC that he had been appointed as the second external member of the Committee.

RCC/23-24/31 Statements of Interest

There were no statements of interest declared by members.

RCC/23-24/32 Minutes

The RCC approved the draft minutes of the meeting of 6 March 2024.

RCC/23-24/32 Matters Arising

There were no matters arising.

RCC/23-24/33 Callover

The RCC noted the callover dated 6 March 2024.

RCC/23-24/34 University Risk Register

The Chief Risk Officer introduced the item with reference to her memorandum dated 2 May 2024 and her presentation dated 9 May 2024 which had been circulated.

The Chief Risk Officer gave an overview of the governance structures and the revised timescales in place to approve the University Risk Register, the methodology used to compile

it and the movement of risks in several risk categories since 2023. She drew the Committee's attention to emerging risks in the external environment that may impact on the University and that were being monitored by the Risk Management Office on an ongoing basis. She presented the top high six risks, summarising the risk movement of each and noted the importance of the mitigating actions for each, all of which are underway, but some of which are challenging to implement, such as lobbying. She drew the Committee's attention to the full list of the 15 top high risks on the University's Risk Register in Appendix 1.

The Chairperson thanked the Chief Risk Officer and opened the floor to discussion.

In response to a query from a member, it was agreed that the memorandum would specify that the RCC was asked to approve the top 15 high risks on the University Risk Register and that the medium and low risks will be brought for separate consideration and approval to the next RCC meeting in June. The Chief Risk Officer undertook to amend the memorandum for submission to the Board. She also clarified that the format for bringing forward the University Risk Register for approval had been agreed with the Chair of the Board and with the Provost, and that it was important to give the Board oversight of the high-level risks without delay.

Further to a query from the Committee, the Chief Risk Officer informed the RCC that under the new risk management system, each risk's actions and controls are assigned an owner and that a report on completed and outstanding actions, along with the reasons for any outstanding actions, will be brought to the RCC to provide oversight going forward. In addition to the new reporting to be provided to the RCC, she advised that options to accept, avoid, defer, mitigate, or transfer risks were also available on the new system, which will also generate a risk dashboard that will facilitate an enhanced level of oversight to the RCC, to the Board and to other principal committees of the Board. She noted that the Environment and Sustainability Committee had requested that their risk register be uploaded to the system and that this was now in place subject to training being provided to them by the Risk Management Office in the coming weeks.

Ms Patricia Callaghan joined the meeting at this point.

There being no further queries related to the 15 top high risks of the University Risk Register, the RCC approved these risks, on the basis that it would be provided with full oversight of the remaining medium and low risks on the Risk Register at the following meeting. The Chief Risk Officer outlined that that Risk Management Group had agreed in the interests of ensuring that the high risks were presented to the Board within the revised timelines, that the focus of future presentation on the register be on the top high-rated risks. It was noted that the medium and low risks would progress to the RCC at its next meeting in June 2024, and also on to the Board for its consideration thereafter.

Action

34.1 The Chief Risk Officer is to amend the covering memorandum for submission to the Board on the University Risk Register to make it clear that approval was sought from the RCC for the top 15 high risks.

RCC/23-24/35 Safety Items

(i) Revised Occupational Health and Safety Policy

The Chief Operating Officer introduced the item with reference to her memorandum dated 2 May 2024 and accompanying Occupational Health and Safety Policy and Fire Safety Statement which had been circulated. She summarised the minor changes that had been made to the Policy. It was noted that the Fire Safety Statement is a dynamic document and that it will be brought back to the RCC for noting if any additional major changes are made to it.

In response to a query the College Safety Officer clarified that PAT testing of electrical equipment is not a legislative requirement in Ireland and that electrical equipment is tested under regular review and maintenance checks. The College Solicitor confirmed that liability rests with the University and not with any one individual.

The RCC approved the memorandum and the revised Occupational Health and Safety Policy and noted the Fire Safety Statement, Revision 5, 2024.

(ii) Dangerous Goods Safety Report

The RCC noted the Dangerous Goods Annual Report 2023 dated 1 February 2024.

(iii) Revised Safety Committee Terms of Reference

The RCC noted and approved the revised Safety Committee Terms of Reference which had been circulated, pending the following change:

- Under 1. Objectives, line 2, insert 'Board' after 'a Principal Committee of'.

It was clarified that the Secretary to the College/Director of Governance is a member of the Safety Committee as one of the Chairpersons of principal sub-committees of the Safety Committee.

(iv) Safety Committee Minutes

The RCC noted and approved the draft minutes of 25 April 2024.

(v) Current Position for Risk Reduction Funding for the College Safety Office

The Chief Operating Officer introduced the item with reference to her memorandum dated 29 April 2024 which had been circulated. She informed the RCC that she would be bringing the funding request to the Planning Group but that the RCC was being asked to note the risk of the lack of a longer-term funding strategy for risk reduction in the University which included on the University's Risk Register. The Chairperson undertook to note this risk to the Board as part of his next update on RCC matters.

The RCC noted the memorandum from the Chief Operating Officer and Chair of the College Safety Committee dated 29 April 2024.

Action

35.1 The Chairperson to note to the Board the risk of the lack of a longer-term funding strategy for risk reduction in the University as part of his update at the next Board meeting.

RCC/23-24/36 Revised Policy Management Framework

The Secretary to the College/Director of Governance introduced the item with reference to her memorandum dated 30 April 2024 and accompanying documentation which had been circulated. She informed the RCC that some minor revisions had been made to the Policy Management Framework including revision to reflect the changes to the Principal Committees of the Board and the Compliance Committees of Board and Council.

The RCC noted and approved the memorandum dated 30 April 2024 and revised Policy Management Framework.

RCC/23-24/37 Revised Ethics Policy

The Secretary to the College/Director of Governance introduced the item with reference to the memorandum from her and the Project Manager, Secretary's Office, dated 30 April 2024 and accompanying documentation which had been circulated in advance.

In the course of discussion, the following additional revisions were suggested:

- Add in hyperlinks to the related documents referred to in the policy
- Include reference to Codes of Conduct and Governance in the related documents section
- Delete 'national' from section 5.1.7
- Include reference to sustainability in the policy, in addition to the reference to the Sustainability Policy already included.

It was clarified that students are made aware of the University's Policies at registration and awareness is also raised through the annual communication on new and revised policies from the Secretary's Office. In addition, she advised that behavioural obligations are set out in the student Codes of Conduct.

Pending the revisions, the RCC noted and approved the revised Ethics Policy.

Action

37.1 The suggested revisions are to be made to the revised Ethics Policy before it is submitted to the Board for final approval.

RCC/23-24/38 Risk and Compliance Committee Revised Terms of Reference

The Secretary to the College/Director of Governance introduced the item with reference to the revised RCC Terms of Reference which had been circulated. She informed the RCC that she had received additional changes from the Internal Auditor which would be brought for consideration and approval to the next meeting of the RCC before going to Board for final approval.

The RCC approved the change to section 3.2 regarding quorum, noting that it would be good practise to invite the input of external members in advance of a meeting if they are unable to attend.

RCC/23-24/39 Overview of Communication between the Audit Committee and Risk and Compliance Committee

The Chairperson introduced the item with reference to the draft document on Overview of Communication between Audit Committee and Risk and Compliance Committee which had been circulated. In response to query from a member, he provided the context for the document, the purpose of which is to clarify the role of the Audit Committee and the RCC and the proposed information to be shared between both Committees, given that there are some common areas of interest for both.

The RCC approved the Overview of Communication between the Audit Committee and Risk and Compliance Committee.

RCC/23-24/40 Coiste na Gaeilge

The RCC noted and approved the corrected minutes of 21 February 2024 and the draft minutes of 15 April 2024.

RCC/23-24/39 Any Other Business

There were no other items of business.

The next meeting of the RCC will take place on Friday 7 June 9 May 2024 at 14.00 in the Trinity Board Room.

Signed 

Date 7th June 2024