



(2) Except where the Principal Enactments otherwise require, Board may delegate any of its functions, and the principles of delegation shall apply.

Membership

4. (1) Board shall comprise:
- (a) The Provost, Vice-Provost, Senior Lecturer, Registrar and Bursar;
  - (b) Six Fellows;
  - (c) Five members of the academic staff who are not Fellows at least three of whom must be of a rank not higher than senior lecturer;
  - (d) Two members of the academic staff of the rank of professor;
  - (e) Three members of the non-academic staff;
  - (f) Four students of the College at least one of whom shall be a post-graduate student;
  - (g) One member not being an employee or student of the College chosen by a committee of Board which shall comprise the Provost and two members of Board from among nominations made by such organisations as are representative of such business or professional interest as Board considers appropriate; and
  - (h) One member appointed by Board on the nomination of the Minister following consultation with the Provost.
- (2) As a consequence of section 3(5) of the Act of 2000,<sup>3</sup> sub-section (1) may be altered or amended pursuant to the Introduction Chapter only in a manner consistent with the purpose and substance of the sections of the Act of 1997 mentioned in section 4(2) of that Act.<sup>4</sup>
- (3) Regulations governing elections to Board and the filling of casual vacancies shall be set out in Schedule 1.
- (4) Before taking a seat at Board, every newly elected member shall make a Declaration in the presence of Board in the form prescribed by the Schedule on Declarations.
- (5) The Secretary and the Treasurer shall attend meetings of Board.
- (6) The Secretary shall be the Secretary to Board; and correspondence to Board shall be addressed to the Secretary on behalf of Board.

Meetings

5. (1) Board shall hold such ordinary meetings as the Provost may determine or the Statutes require.
- (2) Board may hold such additional or extraordinary meetings as the Provost or Board may determine.
- (3) Board may hold such meetings jointly with Council as the

---

<sup>3</sup> See Section 3(5) of the Act of 2000

<sup>4</sup> Section 4(2) of the Act of 1997 refers to sections 16(1)-(7), 21, 6, 22, 23, 32 and 33 of that Act.

Provost may determine.

- (4) The Provost shall convene a meeting of Board whenever requested to do so pursuant to the Act of 1997.<sup>5</sup>
- (5) The quorum for a meeting of Board shall be one third of the total number of members, rounded up to the nearest whole number, plus one.<sup>6</sup>
- (6) The Provost shall ensure that members of Board shall normally receive at least one week's notice of any meeting of Board.
- (7) Board shall otherwise regulate its procedure and business, and such regulations or standing orders as it shall make for this purpose shall be set out in Schedule 2.

Chairperson

6. (1) The Provost shall be Chairperson of Board and the Vice-Provost shall be its Deputy-Chairperson, except as otherwise provided for pursuant to the Act of 1997<sup>7</sup>.
- (2) The Chairperson shall not vote at divisions on Board except to exercise a casting vote.<sup>8</sup>
- (3) Where the Chairperson is not the Provost, references to the Provost in section 5 shall be taken to be references to the Chairperson.

Duties of members

7. (1) Every member of Board shall make such disclosures and declarations as are required by the law of the land.<sup>9</sup>

Re-establishment

8. (1) If, following a Legislative Visitation, Government makes an order providing for the suspension of Board ("the suspension"), then the Visitors shall consult with the Minister and with such members of College as they consider appropriate; and, as soon as possible after the suspension, they shall appoint such person or body of persons as they think fit to perform the functions of Board for the period of the suspension.<sup>10</sup>
- (2) During the period of three months following the suspension, the Visitors shall consider all the circumstances; and, before the end of that period, they shall make an order providing that Board be re-established
  - (a) with the membership as it was at the date of the suspension, or
  - (b) with a new membership.

---

<sup>5</sup> Section 10(2) of the Third Schedule to the Act of 1997 provides:

The chairperson shall convene a meeting of the governing authority whenever requested to do so by not less than the number of members which constitute a quorum.

<sup>6</sup> Compare section 10(3) of the Third Schedule of the Act of 1997.

<sup>7</sup> See section 17 of the Act of 1997, and sections 2 and 6 of the Third Schedule to the Act of 1997.

<sup>8</sup> See section 12 of the Third Schedule to the Act of 1997.

<sup>9</sup> See section 17 of the Ethics in Public Office Act, 1995 and section 8 of the Third Schedule to the Act of 1997.

<sup>10</sup> See section 21 of the 1997 Act [minus subsection (6)] and section 3(6) of the 2000 Act.

- (3) If the Visitors make an order pursuant to sub-section 2(a), then
  - (a) the Provost shall arrange for a meeting of Board to be held as soon as possible thereafter, and
  - (b) if, in the ordinary course of events, the procedures for the replacement of members of Board in Schedule 1 would have been followed but were not followed due to the suspension, then
    - (i) those who were members of Board at the time of its suspension shall continue to exercise the functions of Board until their successors have taken office,
    - (ii) Board shall make arrangements for all of the relevant procedures to be followed as soon as reasonably practicable after its re-establishment to elect the members under section 4(1)(b)-(e) pursuant to Schedule 1, select the members under section 4(1)(f), choose the member under section 4(1)(g), and appoint the member referred to in section 4(1)(h),
    - (iii) the period of the suspension shall count for the purposes of determining the term of office of a member of Board; provided that the term of office of any member of Board taking office pursuant to the previous sub-paragraph shall be reckoned to have commenced on the date on which the relevant procedures would have been followed and not on the date on which they were actually followed.
- (4) If the Visitors make an order pursuant to sub-section 2(b), then
  - (a) that order shall provide for the election of the members referred to in section 4(1)(b)-(e) and the selection of the members referred to in section 4(1)(f) on foot of procedures which shall so far as possible reflect Schedule 1,
  - (b) the person or body of persons appointed under sub-section (1) shall nominate one person who, with the Provost, shall choose the member referred to in section 4(1)(g), notwithstanding that section 4(1)(g) would otherwise have required two members of Board to act with the Provost in that regard, and
  - (c) the Provost shall consult with the Minister regarding the appointment of the member referred to in section 4(1)(h).

Legislative powers

- 9. (1) Board may, pursuant to the Introduction Chapter, make such Ordinances to amend, alter or add to the Statutes as appear to it to be necessary.

- (2) Board may, pursuant to the Principal Enactments, make such Decrees as appear to it to be necessary to regulate omitted cases where nothing certain has been determined in the Statutes; provided that no such Decree shall be valid unless and until it has received the Approval of the Visitors.
- (3) Board may make such regulations as appear to it to be necessary or expedient for the performance of its functions.
- (4) The Statutes, attendant Schedules, and Decrees and regulations made pursuant to this section, shall be administered by or on the directions of Board.
- (5) No general regulation governing Degrees shall be valid unless and until it has been proposed by Board to Senate and Senate has consented thereto.
- (6) Where a regulation regarding the academic affairs of the University is originated by Board, it shall not be valid unless and until it has received the consent of Council.
- (7) Where Council declines to grant such consent, Board may appeal the matter to the Visitors, pursuant to the provisions of the Chapter on the Visitors.

External relations

10. (1) The external relations of College shall be conducted by Board, or on its directions by the Provost or an Officer.
- (2) Except for minor undertakings, no agreement concluded by the Provost or an Officer on behalf of College shall bind College unless and until it shall have received the consent of Board.
- (3) Without limiting the generality of subsection (2), no agreement
  - (a) to associate with, or
  - (b) to incorporate, pursuant to the Act of 1997<sup>11</sup> or otherwise,
 another institution or part thereof, shall be concluded by the Provost or an Officer without the prior consent of Board.
- (4) Subject to the provisions of the Chapter on the Body Corporate, Board may address a petition to Government praying for the grant of a Charter or Letters Patent or for the enactment of an Act of the Oireachtas.

Assets

11. (1) Pursuant to the functions of College, Board may
  - (a) acquire, hold and deal with assets,<sup>12</sup>
  - (b) make regulations concerning any or all of the assets of the College and University;
  - (c) borrow money, guarantee any loan or underwrite any borrowing;<sup>13</sup>

<sup>11</sup> See section 8 of the Act of 1997.

<sup>12</sup> Compare section 42(1) of the Act of 1997.

- (d) make or accept gifts; or
- (e) undertake the recovery by process of law of all debts due to the College and University.

- |                       |  |
|-----------------------|--|
| Accounts and auditors | <p>12. (1) Board shall cause to be kept regular accounts<sup>14</sup> of all income received or expenditure incurred for each annual period as defined in Schedule 2.</p> <p>(2) Board shall appoint a firm of professional auditors to examine the income and expenditure of each such period, to audit the College accounts and to report thereon.</p> <p>(3) The auditors' report and the College accounts shall be laid before Board at a meeting in Hilary Term.</p> <p>(4) Board shall comply with obligations to submit accounts<sup>15</sup> and to submit statements of proposed expenditure and expected income,<sup>16</sup> and with any similar obligation.</p> |
| Elections             | <p>13. (1) Board shall annually arrange for and conduct elections of Annual Statutory Officers, Fellows, and Scholars, pursuant to the applicable Chapters.</p> <p>(2) Board may elect as Sizars such students of limited means who have shown sufficient merit at public examinations for entrance scholarships as to it seem fit.</p>  |
| Students              | <p>14. (1) Board shall, with the consent of Council, arrange for examinations.</p> <p>(2) Board may found or discontinue awards, bursaries, exhibitions, grants, prizes, scholarships and the like; and students may be elected to them by or on the directions of Board.</p> <p>(3) Board may determine, charge and remit the various fees,<sup>17</sup> charges and the like payable to College by students.</p> <p>(4) Further provisions are set out in the Chapter on Students.</p>   |

---

<sup>13</sup> Compare section 34 of the Act of 1997.

<sup>14</sup> See section 39(1) of the Act of 1997.

<sup>15</sup> See section 39(2) of the Act of 1997 (Comptroller and Auditor General).

<sup>16</sup> See section 37 of the Act of 1997 (An tÚdarás)

<sup>17</sup> Compare section 40 of the Act of 1997.

- Staff
15. (1) Board may create such positions of employment in College, and appoint such persons to be employees of College, as it thinks appropriate; and the Division on Staff shall apply to the persons so appointed.
- (2) Board shall prescribe the terms and conditions of employment of all such employees, and subject to the Act of 1997,<sup>18</sup> it may prescribe such remuneration, fees, allowances and expenses as shall be paid to them; provided that any subsisting contract of employment shall not be varied without the consent in writing of the relevant employee.
- (3) In the case of a member of the academic staff, no decision of Board under this section shall be valid unless and until it has received the consent of Council.
- (4) Further provisions are set out in the Division on Staff.
- Discipline
16. (1) Disciplinary procedures governing staff and students are set out in the Division on Conduct.
- (2) Board may, after receiving the report of a Disciplinary Panel or a Panel of Enquiry established pursuant to the Division on Conduct,
- (a) seek clarification of the report from the Panel,
- (b) adopt the report, or
- (c) refer it to the Visitors or to a new Panel for further consideration.
- Compliance
17. (1) Board shall ensure compliance with the laws of the land for the time being in force, in particular with the Act of 1997,<sup>19</sup> and with legislation covering such matters as equality, superannuation, industrial relations, health, safety and welfare, intellectual property, freedom of information, data protection, child trafficking and pornography, harassment, risk management, and university governance.
- Schedules
18. (1) Schedule 2 may be revised by Board provided that any revision is approved by at least two-thirds of the members present and voting.

---

<sup>18</sup> Section 25(4)-(5) of the Act of 1997

<sup>19</sup> See especially sections 34 (Strategic Development Plan), 35 (Quality Assurance), 36 (Equality policy), 41 (Report and Information), and 51 (Information and Staffing).