

*Incorporating any amendments approved at subsequent Board meetings*

**The University of Dublin**

**Trinity College**

**Minutes of Special Board Meeting, Wednesday 23 February 2005**

*Present* Provost (Dr J Hegarty), Vice-Provost (Dr J B Grimson), Registrar (Dr D J Dickson), Bursar (Dr J W O'Hagan), Senior Lecturer (Dr J A Murray), Dr S P A Allwright, Mr B Connolly, Dr L E Doyle, Dr J A Fitzpatrick, Dr H Gibbons, Dr H M C V Hoey, Mr H Kearns, Mr F Kieran\*\*\*, Ms M Leahy, Dr J G Lunney\*\*\*, Mr D Mac Síthigh\*, Dr A N M Ní Chasaide\*\*, Mrs J O'Hara, Mr L Ryder\*\*\*, Mr R P Sheridan, Ms E K Stokes.

*Apologies* Dr W J Blau, Dr M M O'Mahony, Dr F Shevlin, Dr M K Simms, Mr B Sweeney, Dr D L Weaire.

*In attendance*

*(ex officio)* Secretary, Treasurer, Assistant Secretary.

*(by invitation)*

*(present for)* \* BD/04-05/188 (part) - 193 (part)

\*\* BD/04-05/188 (part - 193)

\*\*\* BD/04-05/187 - 193 (part)

The Provost welcomed those present to the Special Meeting of the Board which had been convened specifically to consider issues in relation to academic structures and the Estimates for 2005.

**SECTION A**

**BD/04-05/187 Minutes** The Board noted the draft minute of the discussion on re-structuring which had taken place at the Board meeting held on 14 February 2005, noting that it would be formally approved at the Board meeting scheduled to take place on 2 March 2005. The Secretary invited Board members to send any suggested amendments to him as soon as possible.

**BD/04-05/188 Academic Structures** The Provost, introducing the topic, invited Board's attention to the draft minute of the discussion which had taken place at the Board meeting on 14 February 2004 (minute BD/04-05/182 refers), which had been circulated, noting support for the Deans and Vice-Deans model. He also invited Board's attention to the draft minute of the discussion which had taken place at the Council meeting on 21 February 2005, which had been tabled. The Board noted that Council had approved the proposals in the Senior Lecturer's paper of 9 February 2005 and had specifically recommended that the option which incorporated the Deans and Vice-Deans into the structure be adopted, noting the reservations of two Council members in relation to details which have yet to be clarified. The Senior Lecturer also invited Board's attention to a report on

a recent meeting of Fellows which he had received, indicating that there was broad support for the Deans and Vice-Deans model as proposed.

The Senior Lecturer assured Board that the governance structures and the operation of the ARAM would address the need for inter-disciplinary research between, as well as within, faculties.

In response to a query, the Senior Lecturer clarified that, under the proposed model of Deans and Vice-Deans, a Faculty Dean could not also be a Head of School and he advised Board that detailed governance issues, including the composition of Schools and Faculties, would be presented for consideration as soon as possible. He also advised Board that the model as proposed, while robust in its logic and proposed operation, could not be flexible in relation to the appointment of Deans as budget holders in situations where schools have not yet been formed, as this would undermine the role of the Dean as an 'honest broker' which is one of the key features of the model.

In the course of a discussion in relation to the funding for the proposed changes and the need to engage with the HEA, the Department of Education and Science and the Department of Finance, the Provost advised Board that while every effort will be made to secure government funds, the College will also have to increase its external fund-raising activities in association with the Trinity Foundation. The Board noted comments in relation to the opportunity which the re-structuring offers for academic staff planning, including the possible filling of Chairs which are currently frozen.

The Board agreed that staff training must be provided to assist in what will be a very significant process of change management. The Board also noted that about two-thirds of all academic departments are now committed to being members of schools, noting that the procedures for discussing and deciding on future affiliations had been determined locally.

The Board agreed that the model outlined in section 7.3 of the Senior Lecturer's paper of 9 February 2005 should be adopted, whereby schools that have formed, and that may form in the future, would have fully devolved academic and budgetary authority and that for these schools, the faculty dean would have the role of 'honest broker'. All other departments in an existing faculty would not become part of the new school structure but would be under the auspices of a Vice-Dean who would act as budget holder and who would decide on matters of academic and resource planning for the departments, in consultation with the Heads of Department. The Board noted that in some Faculties, there would be only integrated schools and therefore no Vice-Dean.

In approving the proposal, the Board noted that details in relation to the operation of the model must now be addressed in conjunction with the development of the ARAM.

**BD/04-05/189 2005 Estimates of Income and Expenditure** The Treasurer, noting that the Executive Officers and the Finance Committee had reviewed all relevant correspondence and financial information, in detail, prior to presenting their recommendation to Board, invited Board's attention to the memorandum and attachments from the Treasurer and Deputy Treasurer, dated 18 February 2005, which included 2005 Estimates of Income and Expenditure set out in the HEA format, the 2006 High Level Estimates of Income and Expenditure and notes of an Executive Officers' meeting of 7 February 2005, all of

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which had been circulated. The Treasurer also invited Board's attention to minute FN/04-05/48 of the Finance Committee meeting of 16 February 2005.

The Treasurer advised Board of the policy bases for the proposed estimates and noted the risk issues which must be addressed in formulating the 2005 estimates including, in particular, the uncertainties regarding the level of state and research funding for the Fixed Term Workers Act.

The Board also noted that sound financial planning is hampered by lack of clarity in relation to levels of additional funding notified towards the end of the calendar year, the lack of a State/HEA multi-year budgeting process and the significant uncertainty regarding cost arrears arising from legislative changes. Notwithstanding the conclusion of the HEA's financial review of the sector in 2004, that the retention of financial surpluses is both appropriate and necessary for institutions, there continues to be a perception of the sector having funds surplus to requirements when funds remain unspent.

The Treasurer briefed Board on the sectoral increases in grants and outlined the extent of the shortfall *vis à vis* the level of funding required to continue providing current levels of service. She invited Board's attention to the details of the proposed estimates and advised of the once-off circumstances which facilitated the availability of funds for the College's current proposals in relation to change and noted that any additional buoyancy that might arise during the year would be added to this fund.

The Treasurer, inviting the Board's attention to the legislative requirement to break-even each year, advised that as the likely outturn for 2005 will show a deficit: this, in accordance with Section 37 of the Universities Act 1997, must be advised to the HEA. She drew attention to the draft letter from the Provost to the HEA which had been circulated. The Board also noted the high level estimates for 2006 as presented.

The Treasurer advised Board that the estimates will be discussed with the HEA at a budget meeting in early March and that this could be an appropriate forum at which to discuss the potential for securing funds to implement the College's restructuring initiatives. The Board agreed that this issue should be identified in the letter to the HEA which will accompany the estimates.

In response to queries, the Treasurer clarified that the College will have to honour all HEA-approved pay awards but that it is as yet uncertain whether specific funding will be allocated for this purpose by the HEA.

The Provost advised Board that the proposed strategic fund would be available to the Provost and Executive Officers to meet the costs associated with the re-structuring and other strategic initiatives, noting that the success of this fund depends entirely on the speed with which decisions can be made in relation to matters as they arise, noting that as in the previous year, all decisions in relation to the fund will be advised to Board.

The Board noted Mr Mac Síthigh's comments in relation to the format of the estimates for future Board meetings.

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In response to a query, the Provost advised Board that Principal Committees are the most appropriate forum in which to identify expenditure proposals for activity areas in College.

The Treasurer also clarified a number of technical matters in relation to the proposed estimates and, together with the Secretary, clarified issues in relation to the Executive Officers' proposals.

The Board approved the draft letter to the HEA, with the one amendment as proposed, and agreed that it should be submitted together with the 2005 estimates, noting that the letter will formally advise the HEA that the actions proposed by the Board will result in an excess of expenditure over income for 2005.

**BD/04-05/190 Appointment of External Board Member** Under Other Business, in response to a query, the Secretary advised that a Board sub-committee will be appointed in due course to consider the re-appointment of Mr Sweeney to a second term of office as previously agreed (minute BD/04-05/077 of 24 November 2004 refers).

**BD/04-05/191 OECD Conferences** Under Other Business, Mr Connolly invited Board's attention to two OECD conferences on the management of the Higher Education sector, one of which had been held in 2004 and the other which was forthcoming in April 2005.

**BD/04-05/192 St Patrick's Day Festival** Under Other Business, the Board noted Mr Connolly's comments in relation to the College's participation in the St Patrick's Day Festival.

## SECTION B

**BD/04-05/193 Finance Committee** The Board noted the draft minutes of the meeting of the Finance Committee held on 16 February 2005 and approved the recommendations with particular reference to:

### **FN/04-05/52 Procurement – Travel Agency Services**

*Mr Kieran, Mr Mac Síthigh and Mr Ryder, advising Board of a potential conflict of interest, withdrew from the meeting.*

The Board noted the Finance Committee's recommendation that, subject to review by Dr Doyle (on behalf of the Committee and as Board representative) with the Procurement and Contracts Officer, that:

- (i) the World Travel Centre (WTC) and the Dublin University Student Travel (DUST) be appointed as the College's exclusive suppliers of travel services on the following basis:
  - a one year contract, renewable annually up to a maximum of 4 years.
  - the travel agents are to develop a customised College travel portal enabling online ordering and payment;
- (ii) the College community utilise the online College portal of the appointed agents, as it can present all fares available, including those of the low cost

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carriers in one location for easy comparison while still retaining the benefits of streamlining the College’s booking through exclusive suppliers (i.e. route deals, group discounts, consolidated invoicing, online approval etc.);

and that:

- (iii) an invoice presented in the College’s name for payment to a travel agent other than those recommended will be subject to a surcharge of 50%;
- (iv) the amount of an airline cost submitted as a reimbursement in an individual’s name based on a travel supplier other than those recommended will be reduced by 50%.

Dr Doyle advised Board that, following a review of the WTC system she was satisfied that it could meet the needs of staff travelling on behalf of College and that it offered opportunities for securing low-cost air fares across a range of airlines which could be enhanced if required.

In the course of a long and detailed discussion during which support was expressed for the concept of an exclusive supplier of travel services, a number of Board members expressed concern at the applicability of the proposals to all situations. Board members also expressed concern that the lowest fare might not always be available from one of the two suppliers.

The Board, noting the College’s legal obligations in relation to procurement, and the administrative overhead costs of doing business with more than fifty travel companies in addition to reimbursing staff members for air tickets purchased individually, agreed that the two suppliers be appointed but that the imposition of the surcharge/penalty for not using these companies would be deferred for six months, at which time their introduction would be reviewed in the context of the volume of business placed with the two suppliers and the College’s commitments under the tender process.

*Mr Kieran, Mr Mac Síthigh and Mr Ryder rejoined the meeting.*

**FN/04-05/50 Taxation - Benefit in Kind** In response to queries from Board members, the Treasurer clarified the current situation in relation to benefit-in-kind.

Signed: .....

Date: .....