



Trinity College Dublin

Coláiste na Tríonóide, Baile Átha Cliath

The University of Dublin

Board Meeting 15 November 2023

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, Ms D Caden, Professor M Cunningham, Professor A Dignam, Professor C O'Farrelly, Ms I Goggin, Dr N Hardiman, Dr M Kelly, Professor C Leahy, Ms R Mathews McKay, Mr L Molnárfi, Prof A Nolan, Professor J Walsh.

Apologies: Ms T Doyle, Professor D Jones, Professor L Roe, Mr A White.

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).

SECTION A

BD/23-24/065 Statements of Interest

The Secretary to the College/Director of Governance brought the Board's attention to agenda item A.5 Indemnity for Board Members which would be applicable to all members of the Board.

This item was taken at this point in the meeting.

BD/23-24/066 Board Membership

(i) The Chair advised the Board that Mr K Byrne had resigned his Board membership. On behalf of the Board he extended his gratitude to Mr Byrne for his service to the Board and wished him well for the future.

Action/Decision

066.01 The Board noted that Mr Kevin Byrne has resigned, with effect from 19 October 2023, and that Ms Deirdre Caden is to be a member of the Board for the remainder of Mr Byrne's term, to the end of the academic year 2023/24. Ms Caden fulfils the criteria, set out in the Statutes, as the candidate from the same constituency, who achieved the highest number of votes without being elected, having received votes equivalent to at least one-third of the quota for that constituency.

(ii) Action/Decision

066.02 The Board noted and approved the memorandum from the Secretary to the College/Director of Governance dated 13 November 2023.

Ms Caden joined the meeting and introduced herself to the Board.

BD/23-24/067 New Members Declaration

At the invitation of the Chair, Ms Caden made the declaration in the language of her choice.

BD/23-24/068 Minutes of the meeting of 18 October 2023

The Board approved the draft minutes of the meeting of 18 October 2023.

BD/23-24/069 Matters Arising

The following item was raised under matters arising:

(i) BD/23-24/038 Board Composition

The Secretary to the College/ Director of Governance advised the Board that the process in respect of the Ministerial nominees to the Board was continuing with the Department of Further and Higher Education, Research, Innovation and Science.

BD/23-24/070 Strategic Discussion of Major Strategy Item

Trinity Sustainability Strategy and Action Plan

Professor Jane Stout, Vice-President for Biodiversity and Climate Action, and Ms Jane Hackett, Sustainability Manager, joined the meeting for this item.

Professor Stout introduced this item with reference to her presentation, which had been circulated in advance. She advised the Board that the Trinity Sustainability Strategy and Action Plan were developed following extensive stakeholder consultation within and outside Trinity during 2022-23, benchmarking with comparative organisations, and consideration of the Trinity Strategic Plan 2020-25 and other University strategies and plans. The Strategy, which applies to all Trinity campuses, addresses how environmental sustainability will be targeted through four focus areas, namely, 1) Education, 2) Research, 3) Operations, and 4) Communities.

Professor Stout informed the Board that while environmental challenges require urgent action the Strategy takes a long-term view and includes targets to 2030 and 2040. It will be implemented via shorter-term Action Plans, the first of which includes actions to 2025.

She provided the Board with the key priorities for the Strategy and concluded by noting that additional resources will be needed to deliver the Strategy in addition to capital works, retrofitting, upgrading infrastructure and ancillary costs.

The Chairperson thanked Professor Stout and opened the item for discussion.

Several Board members welcomed the Strategy and Action Plan and commended the dedicated work being done across the University.

Professor I Arnedillo Sánchez joined the meeting at this point.

In response to comments and queries from Board members, Professor Stout advised that embodied carbon in daily operations can be calculated. She also noted that the reuse and recycling of buildings and objects is being widely promoted across the University and that the approval by the Board of the Strategy and Action Plan would enable additional resources to help deliver the Strategy. The importance of considering all aspects of sustainability, including socio-economic and financial sustainability was acknowledged.

Professor Stout, responding to queries from a Board member, noted that a lot of work in delivering the Climate Action Roadmap is already being done. In respect of energy providers to the University, she clarified that renewable suppliers are engaged.

In response to comments from a Board member in respect of external partnerships, it was noted that the University partners with many external bodies across the world and that pragmatism is needed in this regard.

Following comments from Board members, the importance of ensuring that balanced information is brought to the Board was acknowledged and it was agreed that consideration would be given to identifying the main milestones in the Action Plan.

In response to comments from a Board member, who welcomed the Strategy and the consultation to date, it was noted that the Environment and Sustainability Committee is to convene on 4 December 2023 and will have an opportunity to review the Strategy and monitor its implementation. It was also noted that it will take some time to embed the new University governance structures, and that regular meetings between the Chairperson of the Board and the Committee Chairs would assist with that process.

Action/Decision

070.01 The Board considered and approved the document from the Vice-President for Biodiversity and Climate Action, dated 8 November 2023, and the accompanying Trinity Sustainability Strategy and Action Plan.

070.02 It was noted that the Strategy and Action Plan will be presented to the Environment and Sustainability Committee for review and monitoring purposes.

070.03 It was agreed that environmental cost-benefit analyses are to be considered in future proposals in respect of capital projects.

Professor Stout and Ms Hackett left the meeting at this point.

BD/23-24/071 Financial/Audit Matters

Financial Year 2023/24 Consolidated University Budget.

Mr Creedon, Head of Financial Planning and Analysis, joined the meeting for this item.

The Interim Treasurer/Chief Financial Officer introduced this item with reference to her memorandum, dated 8 November 2023, which had been circulated in advance. She advised the Board that the FY23/24 Consolidated University Budget had been approved by Planning Group on 3 October 2023, Executive Officers' Group on 10 October 2023 and the Finance Committee on 26 October 2023.

Mr Creedon then invited the Board's attention to the presentation dated 15 November 2023 which had been circulated in advance. He provided the Board with a summary of the budget process, context and timelines and presented the overall income and expenditure and operational and cashflow budgets plus forecasted capital expenditure for the financial year ending 30 September 2024. The Head of Financial Planning and Analysis concluded by noting that the Finance Committee and the Board will be updated quarterly on actual and forecasted performance against budget throughout the year.

Responding to comments from Board members in respect of the increase in student numbers and potential pressures on staff, students, services and infrastructure, the Provost advised that she would be presenting an item on decision making and timelines at the away-day session, scheduled for later that day. She also noted the importance of looking at of the totality of the University's activities to inform future decision making and strategies. The Chief Operating Officer also advised that the use of space across the campus is under consideration.

In response to a query from a Board member, the Provost clarified that the majority of the University's income is assigned to salary costs and the need to continue to seek further funding for the sector was acknowledged.

Action/Decision

071.01 The Board considered and approved the memorandum from the Interim Treasurer/Chief Financial Officer and the Head of Financial Planning and Analysis, dated 8 November 2023, and the 2023/24 Consolidated University Budget.

Mr Creedon left the meeting at this point.

**BD/23-24/072 Risk and Compliance Matters
Indemnity for Board members**

The Secretary to the College/Director of Governance introduced the item with reference to her memorandum, dated 8 November 2023, which had been circulated in advance. She provided the Board with the context for the indemnity cover, noting that with Board members agreement the letters would be issued to each member after the meeting.

Following comments from a Board member it was agreed to make an amendment to section 7 of the letter to include the option of submitting notice by electronic means.

Action Decision

072.01 The Board noted the memorandum from the Secretary to the College/Director of Governance, dated 8 November 2023, and the proposed indemnity for Board members.

Professor Nolan left the meeting at this point.

**BD/23-24/073 Critical Infrastructure
Strategic Capital Projects Dashboard**

The Board noted the Strategic Capital Projects Dashboard as presented.

BD/23-24/074 Printing House Square

Professor Kevin O’Kelly, Project Sponsor, Mr Mike Clark, Director of Campus Infrastructure, and Mr Paul Coote, Project Appraisal Manager, joined the meeting for this item.

Professor O’Kelly introduced the item with reference to his memorandum, dated 8 November 2023, which had been circulated in advance, and his presentation which had been tabled. He advised the Board that despite handover of the building in October 2022, there remain outstanding contractual disputes with the contractor. Some of these disputes resulted in a conciliation process in August 2021 which ended without agreement. While the project completed two years after this conciliation process, further claims were submitted and, following engagement by all parties, a proposed settlement had now been identified.

Professor O’Kelly concluded by asking the Board to note the project settlement, as it relates to the dispute resolution process, and to approve the proposed settlement and payment from future contributions outlined in the Business Case, as tabled at the meeting.

The Chairperson thanked Professor O’Kelly and opened the item for discussion and comment.

Following comments and queries from a Board member, it was acknowledged that further information on legal risks would be beneficial for future presentations on similar projects.

In response to comments from Board members in respect of lessons learned from the project, Professor O’Kelly confirmed that some key findings had been identified and he noted the importance of appropriately challenging any potential claims made under public procurement contracts.

The Provost expressed her gratitude to Professor O’Kelly and the project team for their work on delivering this project, noting that she is continuing to seek improvements to public procurement processes.

Noting that this would be Professor O’Kelly’s last presentation to the Board in respect of this item, the Chairperson extended his congratulations to Professor O’Kelly on completing the project and concluding the settlement process; Board members echoed the sentiment with a round of applause.

Action/Decision

074.01 The Board considered and approved the memorandum from the Project Sponsor dated 8 November 2023.

Professor O’Kelly, Mr Clark and Mr Coote left the meeting at this point.

BD/23-24/075 Provost’s Report

There was no report from the Provost on this occasion as she would be giving a presentation at the away-day session later that day.

BD/23-24/076 Any Other Urgent Business

There were no other items of urgent business.

SECTION A.2

BD/23-24/077 Dignity and Respect, and Sexual Misconduct Policies

Ms Antoinette Quinn, Director of Human Resources and Ms Mary Leahy, Head of Employee Services, joined the meeting for this item.

The Chairperson welcomed the Ms Quinn and Ms Leahy to the meeting, noting that the policies had already been considered by a Principal Committee.

A Board member welcomed the policies and acknowledged the importance of ensuring continued access to medical and clinical supports.

Ms Quinn, responding to queries from a Board member, advised the Board that a significant amount of consultation had been conducted in preparing the policies, including engagement with the Senior Tutor and the Health Service. She noted the role of the new Dignity and Respect Unit and clarified the role of the Dignity and Respect Manager.

In response to a query from a Board member the Ms Leahy advised that a further piece of work is envisaged in respect of potential staff relationships with students.

Responding to a query from a Board member, it was noted that the final version of the policies including some minor amendments would be circulated to Board members.

Professor Nolan re-joined the meeting at this point.

Responding to comments from a Board member, Ms Quinn confirmed that a communications strategy and education strategy will be implemented to assist with the roll-out of the new Unit and policies. She also clarified that as funding for this initiative was received from the Higher Education Authority, regular reporting would be required and that the Data Protection Officer was providing advice in respect of appropriately capturing and sharing data.

Ms Quinn, responding to queries in respect of the timeline for processing a complaint, advised that an indicative timeframe had been discussed with staff representative bodies and that all complaints are to be dealt with in a timely manner. It was acknowledged that timelines may vary, depending on the nature of the complaint, and it was noted that the process is to be confidential with an independent panel of investigators.

Ms Quinn advised the Board that robust training offering will be provided and noted that an update on this item would be brought to the Board at the start of the next academic year.

Action/Decision

077.01 The Board considered and approved the memorandum from the Director of Human Resources dated 6 November 2023 and the accompanying policies.

Ms Quinn and Ms Leahy left the meeting at this point.

BD/23-24/078 Thematic Review Report on Student Mental Health Services

The Board considered and approved the memorandum from the Chief Operating Officer and the Director of Student Services dated 3 November 2023. A Board member voiced their support for further investment in the College Health Services.

BD/23-23/079 Non-Audit Services Policy (Revised)

The Board considered and approved the memorandum from the Internal Auditor, dated 8 November 2023, and the accompanying revised Non-Audit Services Policy.

SECTION B

BD/23-24/080 Board Business

(i) Callover

The Board noted the callover updated to 18 October 2023.

(ii) Outcomes

The Board noted the Board outcomes from the meeting of 18 October 2023.

BD/23-24/081 University Council

The Board noted and approved the draft Acta of the meeting of 1 November 2023. In response to comments from a Board member the Vice-Provost/Chief Academic Officer advised the Board that there may be funding implications should there be a lack of engagement with StudentSurvey.ie.

BD/23-24/082 Finance Committee

The Board noted and approved the draft minutes of the meeting of 26 October 2023 and Appendix A: Revised Finance Committee Terms of Reference.

BD/23-24/083 Quality Committee

The Board noted and approved the draft minutes of the meeting of 21 September 2023 and noted Appendix A: Royal Irish Academy of Music (RIAM) Policies and Procedures

SECTION C

BD/23-24/084 Prizes and Other Awards - Gold Medal Nominations

The Board noted and approved the memorandum from the Senior Lecturer/Dean of Undergraduate Studies dated 6 November 2023.

BD/23-24/085 Higher Degrees

The Board noted the Higher Degrees, approved by Council on 1 November 2023.

BD/23-24/086 Pro-Chancellors of the University of Dublin

The Board noted and approved the memorandum from the Registrar dated 8 November 2023.

BD/23-24/087 Award of Degree Ad Eundem Gradum

The Board noted and approved the memorandum from the Registrar the dated 10 November 2023.

SECTION D

In compliance with the Data Protection Acts this information is restricted.

Signed:

Date: