



## Trinity College Dublin

Coláiste na Tríonóide, Baile Átha Cliath

The University of Dublin

### Board Meeting 4 December 2024

*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 I Arnedillo Sánchez, Ms D Caden, Professor M Cunningham, Professor A Dignam, Ms T Doyle, Ms I Goggin, Dr N Hardiman, Mr Jovan Jeromela, Professor D Jones, Professor A Kahane, Dr M Kelly (Deputy Chairperson), Professor C Leahy, Ms J Maguire, Professor C O'Farrelly, Professor A Nolan, Dr D Thornhill, Mr A White, Dr J Wyse.

**Apologies:** Mr Hamza Bana, Ms Orla Muldoon, Ms R Mathews McKay, Professor J Walsh.

**In attendance**

**(ex officio):** Secretary to the College/Director of Governance (Ms V Butler), Bursar/Director of Strategic Innovation (Professor E Denny), Treasurer/Chief Financial (Ms L Ryan)

**In attendance:** Chief Innovation and Enterprise Officer (Dr M Olmstead), Deputy Secretary to the College (Ms AM O'Mullane)

**BD/24-25/073 Board Membership**

The Board noted and approved, that following a process run by the Students' Union, Mr Jovan Jeromela has been nominated to represent postgraduate students as a Board member for the remainder of the 2024/25 academic year.

*Mr Jovan Jeromela joined the meeting at this point.*

**BD/24-25/074 Declarations by New Members**

The Chairperson welcomed Mr Jeromela to the Board. At the invitation of the Chairperson Mr Jeromela made the declaration in the language of his choice.

**BD/24-25/075 Statement of Interest**

The Secretary to the College/Director of Governance advised the Board that she had received a statement of potential conflict of interest from the Provost in respect of Item A10. Having discussed the matter with the Chairperson, the Secretary to the College proposed, and it was agreed, that she would leave the meeting for the duration of the item.

The Secretary to the College/Director of Governance advised the Board that she had received a statement of potential conflict of interest from Mr Alex White in respect of Item C29. Having discussed the matter with the Chairperson, the Secretary to the College proposed, and it was agreed, that he would remain in the meeting for the duration of the item.

The Chairperson reminded the Board of the importance of respecting the confidentiality of Board business and noted that should any member wish to discuss any Board matter with other colleagues or peers that they should raise this at the Board meeting for decision on how best to deal with this.

## SECTION A.1 POLICY AND STRATEGIC MATTERS

### **BD/24-25/076 Minutes**

- (i) Board approved the amended minutes of 9 October 2024 following an amendment requested by Board relating to item BD/24-25/008 (BD/24-25/043 refers).
- (ii) Board approved the draft minutes of 6 November 2024.

### **BD/24-25/077 Matters Arising from the Minutes**

There were no matters arising on this occasion.

### **BD/24-25/078 Provost's Report**

The Provost provided a verbal report under the following headings:

- (i) **Government Formation**  
The Provost advised the Board that attention would be paid to the next Programme for Government with a view to ensuring that higher education and research is prioritised. A sectoral approach to engaging with decision-makers would continue.
- (ii) **Ministerial Portfolios**  
The Provost discussed the importance of retaining of the Department of Further and Higher Education, Research, Innovation and Science, so that it can maintain its strong identity in the next government.
- (iii) **Students' Union**  
The Provost reported that her meetings with the Students' Union President and Students' Union group meetings were very productive and helpful for gaining a wider perspective on a range of issues.
- (iv) **AIB Trinity Climate Hub**  
The Provost drew the Board's attention to the commitment of €10m by AIB for the new AIB Trinity Climate Hub which would bring researchers together to address challenges around maintaining a stable and liveable climate, securing biodiversity and the ecosystem services provided by nature, adapting to climate change, and reversing water degradation.
- (v) **Disability Awareness Week**  
The Provost noted that Trinity was celebrating Disability Awareness Week this week and a wide range of activities were taking place led by the DisAbility Hub.

#### *Major Strategy Item*

### **BD/24-25/079 Strategic Plan 2025-2030 Update**

The Vice-Provost/Chief Academic Officer provided a verbal update on preparations with drafting the Strategic Plan 2025-2030. The Vice-Provost/CAO provided an update on the work around digital transformation and clarified its meaning for the purposes of the Strategic Plan. It primarily meant the use of technology to support adaption to a constantly changing environmental, deploying technology at scale to enable the

University's strategic initiatives. It could involve for example use of AI applications and self-service portals, exploration of new ways of teaching and research activity. While there was an element of enabling innovation, any change or introduction of platform or digital solution would also require a change in how people and processes operated. The next stage was to cost out this element and share this information with the Board.

The Board requested some preliminary details of high-level costings via a written update to Board at a future meeting. It would be important to leverage digital solutions that were cost effective and delivered efficiencies. There was discussion about managing expectations around delivery of digital transformation as this would likely require a change in work practises in order take full advantage of the change opportunities. Broad consultation would be required to bring the community along this journey of change and the role of trade union staff representatives in this process would be critical.

#### **Action/Decision**

**079.01** The Board received the Strategic Plan 2025-2030 verbal update.

#### *Financial/Audit Matters*

#### **BD/24-25/080 Trinity Development & Alumni and Trinity Endowment Fund Overview**

The Treasurer/Chief Financial Officer (CFO) introduced the item with reference to the Trinity Endowment presentation dated 4 December 2024 which had been circulated in advance of the meeting. The Treasurer/CFO provided an update on the how the Trinity Endowment Fund (TEF) operated, the make-up of the fund, income distributions to the University over the last ten years and examples of how that income was utilised noting that the TEF was a significant financial asset which supported a wide range of activities including 400 prizes awarded annually, scholarships and academic teaching in several disciplines along with significant investment in the University's systems over many years.

*Dr Neasa Hardiman and Mr Alex White joined the meeting at this point.*

*Ms Kate Bond, Chief Advancement Officer, joined the meeting for this item.*

The Treasurer/CFO provided an overview of the governance of the TEF and the key provisions of the Investment Policy statement which provided a framework for decision-making for the Investment Committee. The Treasurer/CFO noted that given the permanent nature of the TEF there was a perpetual return horizon which provided the ability to withstand market volatility and capital losses in the short and medium term. In that context the main objective was to generate a real return and preserving the purchasing power of the TEF's assets against inflation. The Treasurer/CFO provided an overview of the TEF performance and advised that it continued to grow through prudent financial management and new gifts. A new TEF funded Trinity Development and Alumni (TDA) post had been created "Endowment and Legacies Fundraiser" to increase fundraising for the TEF and create a specific strategy to grow the Endowment Fund in conjunction with the CFO/FSD. Finally, the Treasurer CFO provided an overview of the asset allocation within the TEF and some detail on the main investments in the TEF.

Board members commended the great work of the Investment Committee an FSD and the quality of the presentation. There was discussion about decision-making on the use of unrestricted funds. Following a query, the Treasurer/CFO noted that for funding of significant transformation projects it would be a matter for the Chief Officers to identify

**Incorporating any amendments approved at subsequent Board meetings**

how to fund such initiatives but unrestricted income from TEF, while providing a welcome source of funds, would be unlikely to cover the full cost of transformation initiatives given the scale of investment required.

In response to a query, the Treasurer/CFO confirmed that the TEF equity fund exclusions list is provided on a quarterly basis to the Investment Committee and noted that the TEF excludes investment in fossil fuel, tobacco, and all weapons companies. In response to a query on the performance of bespoke Climate Focused and Low Carbon equity funds compared to global equity funds, the Treasurer/CFO advised that the TEF equity funds outperformed the MSCI benchmark in the last financial year. In response to a query on the role of Board in governance of the TEF, the Treasurer/CFO clarified that the Board had delegated responsibility for decision-making on investment matters to the University's Investment Committee, which is a sub-committee of Finance Committee. A report on TEF performance was provided to Finance Committee on an annual basis by the external Chair of Investment Committee and the Investment Committee also comprises other external members with relevant professional investment experience along with the Provost, CFO, Bursar and Head of School of Economics.

*Dr Don Thornhill joined the meeting at this point.*

Ms Kate Bond, Chief Advancement Officer, introduced the item with reference to the Trinity Development & Alumni (TDA) presentation dated 4 December 2024 which had been circulated in advance of the meeting. The Chief Advancement Officer provided a history of TDA's establishment, its role and how it operated.

Ms Bond set out the scale of impact of philanthropy on the University with €235m raised over the last seven years. Ms Bond highlighted that major gifts of over €1m came from a small but diverse group of donors with different motivations and interests as well as there being a broad base of supporters making smaller donations. Major gift philanthropy at the University was driven by a long-term strategic need approach and involved building long deep relationships with prospective and current donors and working closely with academics and professional services.

Ms Bond advised that TDA reported regularly on performance to the Finance Committee. Proposed gifts over €500k or referred donors were considered by the Gift Acceptance Committee, a subcommittee of Executive Officers Group. The committee made decisions in line with the University's Gift Acceptance Policy.

Ms Bond highlighted that benchmarking indicated that the University had the second largest average gift size from alumni giving from its benchmark of peer institutions. Benchmarking also indicated that the University had the highest funds raised per FTE fundraiser and that return on investment for TDA is 13:1.

Board members welcomed the presentation and commended the work of the TDA Team. There was discussion about the distinctive characteristics of the American fundraising environment due to its different culture and practises and the difficulties of bridging the gap in performance given these features. Ms Bond noted that within benchmark institutions the TDA fundraising team was a top performer and were successful in attracting donors who were not alumni.

**Incorporating any amendments approved at subsequent Board meetings**

In response to a question about whether there was a trend of academics referring potential donors to the TDA, Ms Bond advised that referrals did occur, but even more would be welcomed.

There was discussion about the tax environment and the lack of tax relief for gift donations. Ms Bond noted that while it may not make the difference between a donor giving a gift or not, it did impact on the size of any gift given. In response to a question on whether rankings had an impact on fundraising, Ms Bond advised that the narrative of excellence was very powerful and resonated with donors.

In response to questions about the governance and operation of TDA, Ms Bond clarified that Trinity Foundation operating as TDA was a Charitable Trust. Ms Bond was the CEO of Trinity Foundation and had a dual reporting line to the Provost and the Board of Trinity Foundation. Employees of TDA were employees of the Foundation which had its own HR and finance functions. Policies and guidelines of the institution were mirrored.

In response to a question about the role of the Gift Acceptance Committee in scrutinising donors, Ms Bond advised that the Gift Acceptance Committee, chaired by Professor Linda Hogan operated within the framework of the Gift Acceptance Policy, the Ethics Policy and the Sustainability Policy. The Gift Acceptance Committee carefully deliberated all key issues in a nuanced manner.

There was discussion about philanthropic and honorific naming and Ms Bond advised that a process for naming to be implemented by executive staff would be beneficial.

#### **Action/Decision**

**080.01** The Board received the update on the work carried out by Trinity Development & Alumni and on the Trinity Endowment Fund.

*Ms Kate Bond left the meeting at this point.*

#### **BD/24-25/081 University Benchmarking Analysis**

*Mr Keith Creedon, Head of Financial Planning and Analysis and Mr John Donaghy, Senior Accountant, Financial Planning and Analysis, joined the meeting for this item.*

The Treasurer/Chief Financial Officer (CFO) introduced the item with reference to the presentation from her, Mr Keith Creedon, the Head of Financial Planning and Analysis and Mr John Donaghy, and Senior Accountant Financial Planning and Analysis, dated 26 November 2024. The item was being presented to Board for noting and discussion following a request at the last meeting where the paper had been circulated for information as a Section C item.

Their presentation provided an analysis of the University's financial position for Financial Year (FY) 2021 – FY 2024 in the areas of income and expenditure, staff and student numbers, fee income, balance sheet and cashflow analysis and benchmarked performance against Irish Universities and EU countries and also compared levels of public funding in higher education across EU countries.

Conclusions of this analysis were that the University's financial position was trending in the right direction over the period from FY21 – 24 but remained finely balanced. The lack of a sustainable surplus limited plans to make significant strategic investments. Any increases in income would

**Incorporating any amendments approved at subsequent Board meetings**

need to avoid corresponding rises in expenditure. The gearing ratio indicated that the University had limited capacity for additional borrowings, and this posed the question how future capital development projects would be funded. Ireland was ranked 11 out of 15 EU states on expenditure as a % of GDP at 0.4 with the median being 0.61. There had been a 21% increase in Irish Higher Education (HE) total public funding between 2008 to 2022, but this increase had been from a very low base. Irish HE funding per student had improved considerably from €6702 to €9310 in 2022 which ranked Ireland 14 out of 19 countries in 2022, still well below the 2022 median funding per student of €11,432.

The Provost noted that producing sustainable surpluses would allow the institution to take action to remain competitive. Board members welcomed the information provided to the Board as both instructive and informative. There was a request that future iterations of the report include an analysis of the EU/Non-EU ratio and academic fee income.

A Board member noted that there were many different sources of income, but many were matched by corresponding expenditure, for example, research income. In that context Board members needed to be mindful of what type of activity delivered a financial contribution to the University and potential other options that could be leveraged. A Board member had commented that growth had been pursued in many UK universities over the last ten years, this had changed recently for many of those universities due to a shift in recruitment patterns and the University should be mindful of the potential for changes in external conditions which could significantly impact its position in the future.

There was a recommendation that given the Irish HE funding environment, it was important that conversations with government officials and policy makers highlighted Ireland's performance against EU benchmarks and all Board members were encouraged to engage in those conversations when the opportunity arose. There was a recommendation that the benchmarking analysis on public funding of the Irish HE Sector be updated to reflect the Modified Gross National Income figures as these were considered to have more credibility with policy makers.

In response to questions whether various activity or planned activity aligned to a growth strategy, the Provost clarified that there was no such intention to pursue a growth strategy. This question would be considered more broadly as part of the strategic planning process. However, the Provost noted that Board had previously approved business plans in recent years that would result in some growth in student numbers in specific areas.

A Board member suggested that it was important for the Board to consider all the possibilities for addressing fundamental questions such as increasing income in a sustainable fashion. This was particularly important given the University's gearing ratio and was timely given the discussion on the development of the strategic plan.

*Dr Neasa Hardiman left the meeting at this point.*

There was a recommendation from a Board member that the concentration of non-EU recruitment to a few key countries meant that the University had a model of recruitment potentially susceptible to adverse impact from geopolitical instability. Board members agreed that this should be added to the risk register.

### **Action/Decision**

**081.01** The Board received the University Benchmarking Analysis.

*Mr Donaghy left the meeting at this point.*

**Incorporating any amendments approved at subsequent Board meetings**

## **BD/24-25/082 Consolidated University Budget Financial Year 2024/25**

*Mr Keith Creedon, Head of Financial Planning and Analysis remained in the meeting for this item.*

The Treasurer/Chief Financial Officer introduced the item with reference to the memorandum from her and the Head of Financial Planning and Analysis dated 26 November 2024. The Treasurer/CFO outlined the context to the draft budget noting that the University continued to recover well post-Covid and a modest consolidated University budget surplus was presented for approval, somewhat ahead of the revised University Strategic Plan forecast. While welcoming the fact that the State Grant was expected to increase based on the national Budget 2025, the CFO noted however, the forecast increase in pay costs in FY25 would only be partially met by c.50% from the State Grant.

Cost inflation continued to be a major risk both for pay and non-pay. Expenditure was projected to grow by 6.6% primarily due to increases in Faculty and Division budgets via the BPA budgeting model in addition to significant exceptional energy costs. Financial Services Division were working with Corporate Services Division to closely monitor energy costs. Cost inflation on capital expenditure programmes also presented significant challenges and some budgeted donation income was ringfenced for the future Old Library Redevelopment Project and costs with costs to be incurred in later years. A careful and prudent approach to budgeting in FY24/25 had been taken as the final position was finely balanced and susceptible to changes in income, funding, and expenditure. In line with usual reporting arrangements, the Board would be updated on financial performance versus budget on a quarterly basis throughout the year.

Board members asked for an update on what FSD considered to be the key risks to the budget. The Head of Financial Planning and Analysis advised that key risks were reduced fee income which was susceptible to geopolitical issues along with inflation costs, specifically for energy and capital expenditure.

### **Action/Decision**

**082.01** The Board approved the Financial Year 2024/25 Consolidated University Budget.

**082.02** The Board agreed that the Board should be updated at the earliest opportunity on developments with material risks for University's financial performance or other critical matters.

*Mr Creedon left the meeting at this point.*

### *Critical Infrastructure Matters*

## **BD/24-25/083 Strategic Capital Projects Dashboard**

The Bursar/Director of Strategic Innovation introduced the Capital Projects Dashboard dated November 2024 referring to the presentation which had been circulated in advance.

The Bursar/Director of Strategic Innovation updated the Board on an issue that had been flagged at the previous Board meeting in relation to the E3 Learning Foundry. There was a project Board meeting planned for 18 December 2024 to finalise the account settlement with the contractors to deliver a project completion in April 2025.

The Bursar/Director of Strategic Innovation also drew the Boards attention to the appointment of McCullough Mulvin Architects for the Old Library Redevelopment Project who had experience of Grade One conservation architects and had designed the Printing House Square, the Ussher Library and the Trinity Long Room Hub.

#### **Action/Decision**

**083.01** The Board received the updated Capital Projects Dashboard dated November 2024.

#### **BD/24-25/084 Trinity South Renewal Programme**

*Professor Richard Porter, Dean of Students and Mr Rory Greenan, Programme Manager for Trinity South Renewal Programme, and Ms Kieva McDermott, Senior Corporate Finance Accountant joined the meeting for this item.*

The Bursar/Director of Strategic Innovation introduced the item with reference to the presentation dated 25 November 2024. The Bursar/Director of Strategic Innovation set out the history and vision of the Trinity South project which involved enhancing areas within the Arts building, developing a new Student Centre, and developing a space for the Law School's long-term expansion.

The University submitted a Higher Education Strategic Infrastructure Fund application in April 2022 which was awarded in May 2023. At that time, it was considered to be a significant project with €25m of grant funding. In September 2023, Board approved the project to progress through Stage 1 and as part of that stage there was an options appraisal, affordability analysis and revalidation of accounting for revised inflation projections.

The Bursar/Director of Student Innovation noted that the focus of the presentation today were the plans for the University's first dedicated Student Centre. In September 2023, the AECOM order of magnitude costs was updated based on updated inflation projections and a revised timeline. Capital costs had increased significantly due to construction price inflation. It was concluded that students could no longer afford the new build student centre as proposed in the HESIF application.

Given this development there were two options considered by the Student Centre Working Group, to reduce the floor area of a new build to fit the budget or to seek an alternative more affordable location for the student centre. The Bursar/Director of Strategic Innovation noted that Trinity had a longstanding commitment to establish a Student Centre. In 2017, students voted to support this financially in the form of a student levy which had been collected since 2019. The revised cost estimates indicated that the Students' Union financial envelope would now deliver a much smaller building of 516sqm and was subject to downward pressure substantially less than the amount considered to meet the needs of the student body. Consequently, the Student Centre Working Group did not favour a new build with reduced floor area.

Analysis of refurbishing an existing building had identified the ground and first floor in the Naughton Institute (former Science Gallery space) as suitable for refurbishment within the financial envelope with the potential to deliver 1551sq metres. The re-use of the space aligned with Trinity's sustainability agenda regarding campus development and would deliver the space on a faster timeline at considerably lower risk.

**Incorporating any amendments approved at subsequent Board meetings**



Ms Kieva McDermott, Senior Corporate Finance Accountant noted that the €25m HESIF grant was not eligible to be used for the student centre. The funds for the student centre were to be drawn from the 2017 student levy of €30 per eligible student over 22 years. €1.7m had been raised so far, the moneys raised over the final 20 years of the levy would contribute to capital costs, attendants' costs, and a sinking fund to maintain the building and to pay interest. The University would be loaning to the Students' Union at a favourable rate. This would be a break-even initiative.

Board members noted that it would be important that the design phase ensured that the refurbishment activity and student centre activity would allow the building to be used for both the proposed student activities and existing research activities compatibly. Appropriate consultation would need to take place with CRANN during the design phase as part of this refurbishment project. The Provost noted that the building had been designed to accommodate a high-level of activity and events. The Bursar/Director of Strategic Innovation advised that there had been considerable consultation with the Director of CRANN and the needs of CRANN were understood and were documented in the presentation pack. These needs would be considered by the design team as part of the design phase.

There was discussion about the change in use of the Naughton Gallery and potential future space needs should SFI bids be successful. The Bursar/Director of Strategic Innovation confirmed that she was exploring options for appropriate space for research outreach activities, not just for CRANN/AMBER but for all researchers.

In response to a question, the Bursar/Director of Strategic Innovation confirmed that there was no alternative site for the Student Centre that delivered a comparable footprint with proximity to the perimeter.

Student members welcomed that a student space was being prioritised and the envisaged timelines. A student member noted the importance of such spaces for commuting students.

In response to a question on the security of the loan to the Students' Union, Ms McDermott confirmed that the loan was unsecured. Board members advised that given the loan was unsecured, it was crucial a Memorandum of Understanding was put in place between the SU and the University governing the use of space and to manage the scenario should there be any changes in the student levy.

Following queries from board members in respect of the proposals for the alternative use of the Naughton Building before now, the Bursar/Director of Strategic Innovation advised that they were two distinct matters which should be considered separately. The student centre proposal could not be brought through Governance and to Board until Board had made a decision on the future of the Science Gallery (and thereby the availability of the space for alternative use). A Board member noted that the University had a governance framework for capital projects with a set of strategic stages. In such a framework, matters would only be presented to the Board when they were ready for consideration for decision-making purposes. A Board member suggested that any decision needed to take into consideration of the long-term need of the institution. It was recommended that in

the future all relevant information was shared with the Board in a timely as possible manner.

#### **Action/Decision**

**084.01** The Board approved in principle a plan to locate the Student Centre on campus on the ground floor and first floor of the Naughton Building which would enable the University to proceed in the next step of procurement. This approval was subject to consultation taking place with stakeholders during the design process, including CRANN who also occupied the Naughton Building.

*The dissent of Ms Deirdre Caden was noted.*

#### *Other*

#### **BD/24-25/085 Universities Act 1997 (as amended) Performance of the Chief Officer**

*The Provost left the meeting for the duration of the item.*

Mr Paul Farrell, Chairperson, introduced the item, Universities Act 1997 (as amended) Performance of the Chief Officer. The Chairperson confirmed that he had reviewed the Provost's performance in 2023/24 in accordance with Section 18 of the University's Act 1997 as amended by section 76 of the Higher Education Act 2022 which sets out that the Board shall "establish and implement arrangements for the management of the performance of the chief officer".

The Chairperson advised that he had taken soundings of Board members and former Board members in a range of areas regarding the Provost's performance. He advised that in the absence of a common model for assessing performance, the binary findings of satisfactory and unsatisfactory performance were the optimal approach. The Chairperson confirmed that the Provost's performance was found to be satisfactory.

Board members welcomed the approach that had been taken. Board members predominantly recognised that it was important for there to be an opportunity to reflect on the Provost's performance and opportunities for enhancement.

Board supported the Chairperson's proposal that the Chairs of Committees undertook the review of the Provost with the recommendations reported to the Board. This process would be underpinned by a survey of Board members. Board members advised that it would be important when providing their views that they received reports from the Provost on plans for the year and achievements. Board agreed that this process should be undertaken with reference to the Fourth Schedule of the Universities Act 1997 which set out the duties of the Chief Officer.

#### **Action/Decision**

**085.01** Board noted the Chairperson report on the performance of the Chief Officer pursuant to Section 18 of the University's Act 1997 as amended by section 76 of the Higher Education Act 2022.

**085.02** Board approved proposals for managing future arrangements for the management of the Performance of the Provost.

## SECTION A.2 POLICY MATTERS ALREADY CONSIDERED BY PRINCIPAL COMMITTEES

### **BD/24-25/086 Academic Fees for Annual/Single Year Courses 2025/26**

The Board noted the memorandum from the Financial Operations Manager on behalf of Financial Services Division dated 26 November 2024.

### **BD/24-25/087 Investment Policy Matters**

#### **(i) Draft Investment Policy Statement**

The Board approved the revised Investment Policy Statement for Trinity Endowment Fund.

#### **(ii) Draft Sustainable Investment Policy**

The Board approved the draft Sustainable Investment Policy.

### **BD/24-25/088 Revised Student Fee Payment and Fee Management Policy**

The Board approved the memorandum from the Director of Academic Registry dated 25 November 2024.

### **BD/24-25/089 Code of Conduct for Board Members and Members of Principal Committees**

Following a late request for the item to be discussed, the Chairperson permitted the item to be discussed at the meeting. The Secretary to the College was asked to reassure the Board that the Board had the power to suspend by resolution of the Board. The Secretary reassured the Board that it had the power to suspend by resolution of the Board. The Secretary was asked to review section 11.3 of the Code and ascertain whether the timeframes were appropriate given the change in the schedule of Board meetings.

#### **Action/Decision:**

**089.01** The Board approved the memorandum from the Deputy Secretary to the College dated 26 November 2024 subject to the request for further review of section 11.3 and the following amendments being made to the document:

- i. Reinsertion of the right of reply in the prima facie stage of investigations in to breaches of the Code of Conduct. This phrasing would also be inserted in the provision on investigation.
- ii. Amendment of the phrase Code of Codes to Code of Conduct.

### **BD/24-25/090 Revised Student Mental Health Policy**

The Board approved the memorandum from the Dean of Students and the Postgraduate Student Support Officer dated 26 November 2024.

### **BD/24-25/091 Revised Fitness to Practise Policy**

The Board approved the memorandum from the Secretary to the College/Director of Governance and the Project Manager, Secretary's Office dated 26 November 2024.

### **BD/24-25/092 Revised Policy Template**

The Board approved the memorandum from the Secretary to the College/Director of Governance dated 20 November 2024.

**BD/24-25/093 Royal Irish Academy of Music Institutional Quality Review Report**

The Board approved the memorandum from the Vice-President/Chief Academic Officer dated 26 November 2024.

**BD/24-25/094 Royal Irish Academy of Music Non-Academic Policies**

The Board noted the memorandum from the Academic Secretary dated 26 November 2024.

**SECTION B – MINUTES FROM COMMITTEES**

**BD/24-25/095 Board Business Callover**

The Board noted the Trinity Board Business Callover updated to 6 November 2024.

**BD/24-25/096 University Council**

The Board noted and approved the draft Acta of 20 November 2024.

**BD/24-25/097 Audit Committee**

The Board noted and approved the minutes of the meeting of 6 June 2024.

**BD/24-25/098 Critical Infrastructure Committee**

The Board noted and approved the minutes of the meeting of 26 September 2024.

**BD/24-25/099 Finance Committee**

The Board noted and approved the draft minutes of the meeting of 14 November 2024.

**BD/24-25/100 Quality Committee**

The Board noted and approved the draft minutes of the meeting of 7 November 2025.

**BD/24-25/101 Risk and Compliance Committee**

Professor Cunningham, Chair of the Risk and Compliance Committee, presented an overview of the key matters considered by Risk and Compliance Committee's at the meeting of 13 November 2024. This included receiving a presentation on digital infrastructure risk, Business Continuity Steering Group terms of reference, the Code of Practice for the Governance of State bodies and approval of a High-level Compliance Framework to be used as a reference tool for the Committee. The Board noted and approved the draft minutes of the meeting of 13 November 2024.

**SECTION C**

**BD/24-25/102 Board Membership**

*This item was taken at the start of the meeting.*

The Board noted and approved that, following a process run in the Students' Union, Mr Jovan Jeromela has been nominated to represent postgraduate students as a Board member for the remainder of the 2024/25 academic year.

**BD/24-25/103 Critical Infrastructure Committee – Revised Terms of Reference**

The Board noted and approved the memorandum from the Chair and the Secretary of the Critical Infrastructure Committee dated 25 November 2024.

**Incorporating any amendments approved at subsequent Board meetings**

Ms Tara Doyle, Chair of the Critical Infrastructure Committee advised that it was planned that the informal process for the Union nominating professional, technical, and administrative staff would be brought to the Board for formalisation for all Principal Committees.

**BD/24-25/104 Higher Degrees**

The Board noted the Higher Degrees, approved by Council on 20 November 2024.

**BD/24-25/105 Sealings**

The Board noted the Sealings (attached as Appendix 1 of this minute).

**This information restricted due to commercial sensitivity.**

**BD/24-25/106 Related Entity Financial Reports**

The Board noted the memorandum from the Treasurer/Chief Financial Officer dated 26 November 2024.

**BD/24-25/107 Trinity Brand Commercial Services Ltd**

The Board noted the memorandum from the Commercial Director, Trinity Brand Commercial Services Ltd., dated 27 November 2024.

**BD/24-25/108 Chaplaincy**

The Board noted the memorandum from the Secretary to the College/Director of Governance dated 27 November 2024.

**SECTION D**

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

Signed: .....

Date: .....