



Trinity College Dublin

Coláiste na Tríonóide, Baile Átha Cliath

The University of Dublin

Incorporating any amendments approved at subsequent Board meetings

Board Meeting 26 February 2025

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, Mr H Bana, Ms D Caden, Professor M Cunningham, Professor A Dignam, Ms T Doyle, Ms I Goggin, Dr N Hardiman, Mr J Jeromela, Professor D Jones, Professor A Kahane, Dr M Kelly (Deputy Chairperson), Professor C Leahy, Ms J Maguire, Ms O Muldoon, Professor J Walsh, Mr A White, Dr J Wyse.

Apologies: Professor C O'Farrelly, Professor A Nolan, Ms R Matthews McKay, Ms L Ryan, Dr D Thornhill.

In attendance

(ex officio): Secretary to the College/Director of Governance (Ms V Butler), Chief Operating Officer (Ms O Cunningham), Bursar/Director of Strategic Innovation (Professor E Denny)

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

BD/24-25/112 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 Dr Kelly in respect of Item A21. Having discussed the matter with the Board member, the Secretary to the College proposed, and it was agreed, that Dr Kelly would leave the meeting for the duration of the item.

SECTION A.1 POLICY AND STRATEGIC MATTERS

BD/24-25/113 Minutes

Board approved the draft minutes of 5 December 2024.

BD/24-25/114 Matters Arising from the Minutes

There were no matters arising on this occasion.

BD/24-25/115 Provost's Report

The Provost provided a verbal report under the following headings:

(i) Seanad Éireann election (University of Dublin)

It was noted that Lynn Ruane and Tom Clonan had been re-elected as Senators and Aubrey McCarthy had been elected for the first time as a Senator in the University of Dublin constituency.

(ii) **Elections and new Minister**

It was noted that James Lawless, T.D. was appointed the Minister for Further and Higher Education, Research, Innovation and Science on 23 January 2025. Minister Lawless, a Trinity College alumnus, had his first meeting with the Provost recently. Topics included student supports, core funding, research and research infrastructure were covered during the meeting.

(iii) **External Funding**

The Provost provided an update on flows of external funding.

The Chair reminded the Board about their obligations regarding confidentiality.

Action/Decision

115.01 Board received the report from the Provost.

Major Strategy Item

BD/24-25/116 Strategic Plan 2025-2030 Update

(i) **General Update**

Ms Fedelma McNamara, Executive Director, Academic Services Division joined the meeting for this item.

Professor Walsh joined the meeting at this point.

The Provost introduced the item with reference to the memorandum dated 17 February 2025. She provided an update on the development of the Strategic Plan 2025-2030 setting out the steps that had been taken so far in the drafting process as well as the extent of the consultation that had taken place.

Ms Hardiman joined the meeting at this point.

The Provost set out the external backdrop to the next Strategic Plan, both internationally and domestically. She explained the rationale for a combined vision/mission statement. She showed how the plan was evolving around three elements, namely people, purpose and place, and went on to describe six Commitments that would form the core of the strategic plan. The Provost gave examples of actions that would be prioritised to deliver on those commitments. She also drew Board's attention to draft text for the University's Public Sector Equality and Human Rights Duty which would be included in the Strategic Plan.

The Provost provided a high-level analysis of funding for the six commitments, explaining that the funding identified for each Commitment would allow ambitious steps to be taken and that further funding would need to be identified to make greater progress. The Provost did also flag that the general business of the university must continue to be supported in parallel with these six Commitments and could take priority at times depending on resources. The Provost advised that it would be helpful if there were three or four high-level metrics that could demonstrate delivery of the strategic plan goals.

Professor Arnedillo Sanchez joined the meeting at this stage.

The Chair introduced the discussion, noting the role of the Board in overseeing implementation of the next Strategic Plan and the Plan would guide Board decisions for the next five years. It was important that Board was reassured that the outline plans embodied the intended strategic direction for the University.

Mr White joined the meeting at this stage.

Board members welcomed the presentation, the overview of the international and domestic backdrop to the Strategic Plan, the planned structure and proposed length of the Strategic Plan. A number of Board members noted that the commitments to people, place and purpose at first glance would likely appear in many other strategic plans but given the global context, it would be important that the Commitments were delivered and lived with moral and political courage. Board members noted that the University's motto could be interpreted in a conservative way, nonetheless, it was important for the Board to make sense of the world and take decisions which were often difficult decisions.

A Board member advised that purpose ought to be placed first in the ordering of commitments given this is what brought people and place together. They noted that teaching was not something that was delivered; it was a collective event involving student and staff. A focus on innovations in teaching did not address fully the support for teaching as a core purpose.

There was a discussion about the importance of student belonging which was noted to cut across all commitments. One Board member considered there to be a need for tension between students and the University in order to come to an understanding of what mattered when it came to student belonging and questioned whether it was appropriate to have a commitment around that in this context. Another Board member noted that it was important to provide an environment that enabled students to participate effectively in University life and there should be discussion of the policies, practises and initiatives that would support this.

A Board member asked when the matter of the status of PhD students as staff would be considered as it was appropriate for the University to lead the way and discuss this matter.

A Board member noted that it would be important to have a powerful narrative in the Strategic Plan to make it meaningful. A Board member recommended academic freedom being referenced explicitly as well as a commitment to freedom of speech. In the context of previous promotion-/reward-related workshops with Professional, Technical, Administrative and Support Staff, a Board member asked for more detail to be provided on promotions for this cohort, acknowledging that it is important to bring all staff along with the changes that may come due to implementation of the Strategic Plan.

A Board member advised of the importance of increasing the University's financial resources in order to ensure the University preserved its values and made progress on its strategic plan commitments particularly given the geopolitical environment.

Action/Decision

116.01 Board approved the memorandum dated 17 February 2025.

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(ii) **Digital Transformation**

Ms Fedelma McNamara, Executive Director, Academic Services division joined the meeting for this item.

The Provost introduced the item with reference to the memo dated 17 February 2025 which had been circulated in advance of the meeting. The paper set out the level of transformation needed in Trinity as well as an indication of the level of investment required. The paper was accompanied by a report summarising some case studies from UK universities providing some insights on the governance and organisational structures required for digital transformation. It was also accompanied by a short document on lessons learned from a previous digital project in Trinity. The Provost summarised the key points from the material in her verbal presentation emphasising that the technology must support the academic mission.

Board members noted the cost of operating and updating key IT systems. Given the capital costs required over the next five years, it would also be necessary to understand not only the capital costs but the other costs associated with the transformation including personnel resource costs.

There was a discussion about the need for less customisation in future systems as operating highly customised systems tended to be costly. There was also discussion about the scale of digital transformation required and the optimal approach to project management. Board members noted that change projects could be difficult to navigate and best practise would require a problem centric, people focussed and principle-driven approach. It would require amendment of work practises and skills acquisition.

In response to a question, the Provost confirmed that the order of magnitude set out in the paper was indicative of the minimum capital expenditure required. A Board member noted that inevitably costs tended to run over due to the complexity of digital information projects. In response to a query on the quantum of expenditure set out for cyber security, the Provost and Chief Operating Officer, confirmed that progress was further along in this area with investment in physical hardware, software, policy and practice. It was important however not to be complacent, hence the continuation of the project under the plan.

A Board member queried whether the expected deliverables for the Digital Infrastructure Project could be delivered by current technology and also cautioned that current AI technology had bias built in. Students prioritised in-person learning, supported by an effective VLE. Another Board member suggested utilising the extensive expertise in hybrid teaching in the University.

There was a discussion about the critical importance of good governance to digital transformation projects. A Board member advised that unions should be also involved and that it was important that all stakeholders were represented. Board agreed that Critical Infrastructure Committee would consider the optimal governance of the Digital Transformation Project, including the structuring of the programme and oversight, and make a recommendation to the Board.

A number of Board members noted that it would be important to bring staff members on the change rather than imposing it. Given such projects involved changes to not only technology but processes and required staff getting to grips with those changes, it would

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be important to have sufficient risk analysis. The Chair of the Risk and Compliance Committee confirmed that the committee could undertake this analysis.

Action/Decision

116.02 The Board noted the memorandum dated 17 February 2025.

Ms McNamara left the meeting at this point.

BD/24-25/117 University Risk Register High Risk Summary

Ms Julia Carmichael, Chief Risk Officer, joined the meeting for this item.

The Chief Risk Officer introduced the item with reference to the memorandum dated 18 February 2025. She provided an update on the approach to the methodology for preparing the Register, the top six risks as well as the remaining high risks listed on the University Risk Register, as well as providing details on a risk that had been risk accepted and an overview of risk trends.

Following comments from a Board member in respect of the format of the Risk Register, it was noted that an analysis of the risk movement for the top 15 risks would be helpful and that the narrative was extremely important for understanding the risks was acknowledged. The Chief Risk Officer confirmed that residual risk was measured after considering the set of controls for a particular risk. Mitigating actions had the potential to reduce the residual risk rating for a risk. The Board member advised it would be helpful to understand if the mitigating actions were started, mid-way or completed.

Professor Cunningham, the Chair of the Risk and Compliance Committee, advised that the Committee would be focussing on understanding the interdependencies between the top five risks on the University Risk Register. Dr Kelly, Chair of the Sustainability and Climate Change Committee, advised of the role of the Principal Committee in overseeing the meeting of targets under the Climate Action and Low Carbon Development (Amendment) Act 2021 and would need to discuss the University's ability to meet the targets set by the Act.

In response to a question on the scale of a risk involving the culture and reputation of the organisation, the Provost provided the background on the risk and noted the team were open to suggestions on how to best to phrase the risk.

A Board member raised the question regarding the risk of retention and the risk of casualisation to the quality of teaching and to the individuals occupying casual roles. The Chief Risk Officer advised that the retention of staff appeared on a number of risk registers across the institution and was considered to be a medium risk.

There was a discussion about the sectoral approach to knowledge security, the work of Risk Management team and the timelines expected for guidelines from DFHERIS.

Action/Decision

117.01 The Board approved the memorandum dated 18 February 2025.

Ms Carmichael left the meeting at this point.

Critical Infrastructure Matters

BD/24-25/118 Capital Projects Dashboard

The Bursar/Director of Strategic Innovation introduced the Capital Projects Dashboard dated January 2025 referring to the presentation which had been circulated in advance.

Action/Decision

118.01 The Board received the Capital Projects Dashboard dated January 2025.

BD/24-25/119 Trinity South Renewal Programme

Mr Rory Greenan, Programme Manager for Trinity South Renewal Programme, Professor David Kenny, Head of the School of Law, and Mr Paul Coote, Project Appraisal Manager, and Ms Kieva Mc Dermott, 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 26 February 2025 setting out details for a revised vision for the School of Law with a proposed change to a refurbishment approach. The Bursar set out the rationale for the proposed change, the benefits of the proposal and the School of Law's support for the proposal. The Bursar noted that Critical Infrastructure Committee and Finance Committee were supportive of the proposal. Should Board approve the proposal, an integrated design team would be engaged to develop designs for the space to meet the needs of the School. The preliminary business case would be considered by Finance Committee at its March meeting. Professor Kenny, Head of the School of Law, set out details on the current locations of School staff and the School's ambitions for teaching and research excellence.

Board members indicated their support for the proposal and welcomed the movement to a single location to consolidate the activities of the Law School. In response to a question on options that had been considered, the Bursar advised that the Trinity Central proposal would bring the School of Law together in a single location on a faster timeframe and would be more cost effective given the quality and appropriateness of the Trinity Central space. The Bursar advised that the long-term tenant at Trinity Central indicated their intention not to renew their lease in late 2024.

Professor Dignam left the meeting at this point.

In response to a question on the preliminary business case and details on costings, the Bursar confirmed that the Finance Committee would be considering the preliminary business case at their next meeting and the project was working within the existing funding envelope.

In response to a question about the School of Law's income plans and whether it would offset any income losses from the loss of a tenant, the Head of the School of Law confirmed that the School planned for income growth from a new programme and an increase in non-EU income on the LLM and undergraduate programme. This planned growth in income had been the subject of independent assessment.

In response to a question about any potential impact of the move on the School of Law's sense of belonging and the performance of the School of Law, the Head of the School of

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Law confirmed that there had been an extensive consultation process on the matter within the School and the proposed refurbishment approach has the support of the School. The School was the highest-ranked Law School in the country and this proposal would help the School cement its position. Staff would continue to collaborate across the Faculty of Arts, Humanities and Social Sciences. In response to a question on staff recruitment to support the new activity undertaken by the School, the Head of School confirmed there would be a positive impact on the staff/student ratio.

Action/Decision

119.01 The Board approved the revised vision for the School of Law and noted the business case would be considered by the Finance Committee at their next meeting.

Mr Greenan, Professor Kenny, Mr Coote, and Ms Mc Dermott left the meeting at this point.

Environment and Sustainability Matters

BD/24-25/120 Environment and Sustainability Committee Annual Review

Dr Mary Kelly, Chair of the Environmental and Sustainability Committee, provided the Board with an overview of the Environmental and Sustainability Committee Annual Review.

Action/Decision

120.01 The Board received a report from the Chair of the Environmental and Sustainability Committee date 19 February 2025.

People and Culture Matters

BD/24-25/121 Senior Academic Promotions Call 2024

The Provost introduced the item with reference to the memorandum dated 12 February 2025. Board was being asked to approve a financial envelope to clear the backlog under the Senior Academic Promotions Call 2024.

Board members were supportive of approving the requested financial envelope for the backlog arising from the Senior Academic Promotions Call 2024. There was discussion about progress of the review of the Senior Academic Promotions process and whether following the conclusion of the review and implementation of a revised procedure there would be sufficient time to make a call in the calendar year 2025.

Ms Doyle left the meeting at this time.

It was agreed that the Vice-Provost/Chief Academic Officer would circulate a memo to Board providing clarity on timeframes for the review.

Action/Decision

121.01 The Board approved the financial envelope for the backlog arising from the Senior Academic Promotions Call 2024.

BD/24-25/122 Proposed Changes to the 2010 Consolidated Statutes

This item was deferred until the next meeting.

BD/24-25/123 Honorary Degrees

Professor Neville Cox, Registrar, joined the meeting for this item.

The Registrar introduced the item with reference to the memorandum dated 18 February 2025 which had been tabled at the meeting. The Registrar noted the specific honorary degree that would be awarded to each nominee.

Action/Decision

- 123.01** The Board approved the memorandum from the Registrar dated 18 February 2025 and the honorary award proposed for each nominee.

Professor Cox left the meeting at this point.

BD/24-25/124 Annual Officer

The Provost introduced the item with reference to the memorandum dated 24 February 2025.

Action/Decision

- 124.01** The Board approved the memorandum from the Provost dated 24 February 2025.

BD/24-25/125 Visitors

This item was deferred until the next meeting.

BD/24-25/126 Any Other Business

There were no other items of business.

SECTION A.2 POLICY MATTERS ALREADY CONSIDERED BY PRINCIPAL COMMITTEES

BD/24-25/127 External Audit Services – Contract Extension

The Board approved the memorandum from the Chair of the Audit Committee dated 14 February 2025.

BD/24-25/128 Annual Quality Report 2023/24 to QQI

The Board approved the memorandum from the Vice-Provost/Chief Academic Officer dated 17 February 2025.

BD/24-25/129 Royal Irish Academy of Music Institutional Implementation Plan

The Board approved the memorandum from the Vice-Provost/Chief Academic Officer dated 17 February 2025.

BD/24-25/130 Quality Review Report for the Secretary's Office

The Board approved the memorandum from the Vice-Provost/Chief Academic Officer dated 17 February 2025.

BD/24-25/131 Marino Institute of Education Non-Academic Policies

The Board noted the memorandum from the Vice-Provost/Chief Academic Officer dated 17 February 2025.

SECTION B MINUTES FROM COMMITTEES

BD/24-25/132 Board Business – Callover

The Board noted the Board Business Callover updated on 4 December 2024.

BD/24-25/133 University Council

Dr Kelly left the meeting for the duration of this item.

Board members considered the draft acta from the Council meeting of 5 February 2025. A Board member raised that the University should have a structured dialogue on the status of PhD students. The VP/CAO noted that work had been focussed on mitigating potential impacts on PhD Students, for example reviewing and increasing the PhD stipend award. There was discussion on the University's Trinity Inclusive Curriculum Project which had recently concluded. The VP/CAO noted an evaluation report was expected shortly.

Action/Decision

133.01 The Board noted and approved the draft acta of the meeting of 5 February 2025.

Dr Kelly returned to the meeting at the conclusion of this item.

BD/24-25/134 Audit Committee

The Board noted and approved the minutes of the Audit Committee meeting of 25 November 2024.

BD/24-25/135 Critical Infrastructure Committee

The Board noted and approved the minutes of the Critical Infrastructure Committee meeting of 19 November 2024.

BD/24-25/136 Environmental and Sustainability Committee

The Board noted and approved the minutes of the Environmental and Sustainability Committee meeting of 28 November 2024.

BD/24-25/137 Finance Committee

The Board noted and approved the draft minutes of the Finance Committee meeting of 30 January 2025.

BD/24-25/138 People and Culture Committee

Board members requested the Gender Pay Gap Report be added to the agenda for a future Board meeting.

- (i) The Board noted and approved the minutes of the People and Culture Committee meeting of 9 May 2024.
- (ii) The Board noted and approved the minutes of the People and Culture Committee meeting of 19 September 2024.
- (iii) The Board noted and approved the draft minutes of the People and Culture Committee meeting of 28 November 2024.

BD/24-25/139 Quality Committee

The Board noted and approved the draft minutes of the meeting of 30 January 2025.

BD/24-25/140 Risk and Compliance Committee

- (i) The Board noted and approved the draft minutes of the Risk and Compliance Committee meeting of 5 February 2025.
- (ii) The Board noted and approved the draft minutes of the Risk and Compliance Committee meeting of 18 February 2025.

SECTION C MATTERS FOR NOTING AND APPROVAL

BD/24-25/141 Heads of Schools

The Board noted and approved the following nominations:

- (i) Professor Nathan Hill as Head of the School of Linguistics, Speech and Communication Sciences, from 3 June 2025 to the end of Trinity Term 2028
- (ii) Professor Gwyneth Jane Farrar as Head of the School of Genetics and Microbiology for a second term to the end of Trinity Term 2028

BD/24-25/142 Higher Education Authority (HEA) Oversight Agreement 2025

The Board noted and approved the memorandum from the Secretary to the College/Director of Governance and the Head of Financial Planning and Analysis dated 18 February 2025.

BD/24-25/143 Timeline for the Assent of the Fellows

This item was deferred to the next meeting of the Board.

BD/24-25/144 Intermission of Scholarship – Appeal to Board

The Board noted and approved the memorandum from the Senior Lecturer and Dean of Undergraduate Studies dated 14 February 2025.

BD/24-25/145 Senate Business – Recommendations for the award of the degree MA (jure officii)

The Board noted and approved the memorandum from the Registrar dated 18 February 2025.

BD/24-25/146 Planning Group Report #31 to Board

The Board noted and approved the memorandum from the Vice-Provost/Chief Academic Officer dated 19 February 2025.

BD/24-25/147 Pro-Chancellors of the University of Dublin

The Board noted and approved the memorandum from the Registrar dated 18 February 2025.

BD/24-25/148 Prizes and Other Awards

(i) Gold Medals

The Board noted and approved the memorandum from the Senior Lecturer and Dean of Undergraduate Studies dated 14 February 2025.

(ii) Entrance Exhibitions

The Board noted and approved the memorandum from the Senior Lecturer and Dean of Undergraduate Studies dated 3 December 2024

BD/24-25/149 Higher Degrees

The Board noted the Higher Degrees, approved by Council on 5 February 2025.

BD/24-25/150 Change in Directorship - Trinity College Dublin Academy of Dramatic Art (The Lir)

The Board noted and approved the memorandum from the Secretary to the College/Director of Governance dated 18 February 2025.

BD/24-25/151 Related Entity Financial Reports

The Board noted the memorandum from the Treasurer/Chief Financial Officer dated 12 February 2025.

BD/24-25/152 Assistant Wardens

The Board noted and approved the memorandum from the Warden of Trinity Hall dated 21 February 2025.

BD/24-25/153 Trinity College Dublin Annual Report – Official Languages Act

The Board noted the memorandum from the Deputy Director, Trinity Communications, dated 12 February 2025.

SECTION D PERSONNEL MATTERS

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

Signed:

Date: