

act in accordance with the values and aspirations laid down in the Preamble to these Statutes.

- Powers 3. (1) Board shall have such powers as are necessary or expedient to perform its functions and the functions and objects of the College and University pursuant to the Principal Enactments and the Statutes.
- (2) Except where the Principal Enactments otherwise require,
- (a) Board may expressly delegate any of its functions, and the principles of delegation shall apply, and
- (b) Board may expressly grant authority to exercise any of its functions to an agent, and the Principles of Agency shall apply.
- Membership 4. (1) The composition of Board shall be in accordance with the terms of the Supplemental Charter of 2022 and the Act of 2022.
- (2) Board shall comprise:
- (a) external members appointed by the Board as follows
- (i) the Chairperson, and
- (ii) nine members other than the Chairperson, three of whom shall be nominated by the Minister and seven appointed in accordance with the process outlined in Schedule 1 and in a manner consistent with Section 2 of the Supplemental Charter of 2022 provided that the Board or the Minister, as the case may be, shall be satisfied that any person so nominated for appointment, or appointed, shall be suitable for appointment by reason of his or her possessing knowledge of, and experience in, matters connected with the objects and functions of the College so as to enable him or her to make a substantial contribution to the effective and efficient performance of those functions;
- (b) the Provost;
- (c) three members of the academic staff (other than the Provost) who are not Fellows;
- (d) two members of the staff who are not academic staff;
- (e) three student union members appointed by the Board at least one of whom shall be a post-graduate student;
- (f) such further number of members who are Fellows of Trinity College, appointed by the Board, provided that the number of external members (including the Chairperson) of the Board shall

comprise not less than 40 per cent of its membership;

(g) one of the Fellows on Board shall be the Vice-Provost/Chief Academic Officer *ex officio*.

- (3) In nominating or appointing new members in accordance with the process in Schedule 1, the Board shall have regard to the objective that not less than 40 per cent of its members shall be women and not less than 40 per cent of them shall be men and that the membership of the Board shall broadly reflect the composition of Irish society, including persons who are competent in the Irish language.
- (4) Regulations governing elections to Board and the filling of casual vacancies shall be set out in Schedule 1.
- (5) Before taking a seat at Board, every newly elected member shall make a Declaration in the presence of Board in the form prescribed by the Schedule on Declarations.
- (6) The Secretary, the Chief Operating Officer, the Bursar, and the Treasurer shall attend meetings of Board.
- (7) The Secretary shall be the Secretary to Board; and correspondence to Board shall be addressed to the Secretary on behalf of Board.

Meetings

5.

- (1) Board shall hold such ordinary meetings as the Chairperson may determine or the Statutes require though not less than six meetings in each year.⁴
- (2) Board may hold such additional or extraordinary meetings as the Chairperson or Board may determine.
- (3) Board may hold such meetings jointly with Council as the Provost and the Chairperson of Board may determine.
- (4) The Chairperson shall convene a meeting of Board whenever requested to do so pursuant to the Act of 1997.⁵
- (5) The quorum for a meeting of Board shall be as provided for in the Universities Act 1997 (as amended).⁶
- (6) The Chairperson shall ensure that members of Board shall normally receive at least one week's notice of any meeting of Board.
- (7) Board shall otherwise regulate its procedure and business, and such regulations or standing orders as it

⁴ Compare the Universities Act 1997, Schedule 3 paragraph 10(1) (as amended by section 83 of the Act of 2022).

⁵ Section 10(2) of the Third Schedule to the Act of 1997 provides:

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

⁶ Compare section 10(3) of the Third Schedule of the Act of 1997 as amended by section 83 of the 2022 Act.

shall make for this purpose shall be set out in Schedule 2.

- | | | |
|--------------------|----|--|
| Chairperson | 6. | <p>(1) Where a vacancy arises in the role, an external member of the Board shall be appointed by the Board to the role of its Chairperson for a term of up to four years, not exceeding the duration of her or his time as an external member of the Board, in accordance with s 17 of the 1997 Act (as amended by s 75 of the 2022 Act) and the Third Schedule thereto.</p> <p>(2) A person shall cease to be Chairperson of Board if they cease to be an external member of Board</p> <p>(3) The Chairperson may resign from this role in accordance with Schedule 3 to the 1997 Act.</p> <p>(4) Board shall appoint a Deputy Chairperson from amongst its external members in accordance with the Third Schedule to the 1997 Act as amended by the Act of 2022.</p> |
| Duties of members | 7. | <p>(1) Every member of Board shall make such disclosures and declarations as are required by the law of the land.⁷</p> <p>(2) Every member of Board shall at all times, act as a member, in the best interests of the University and College and shall not act as a representative of any special interest provided that nothing in this section shall restrict a member from representing at meetings of Board the views of those by whom she or he has been elected or to restrict the freedom of expression of that member.</p> |
| Legislative powers | 8. | <p>(1) Board may, pursuant to the Introduction Chapter, make such Ordinances to amend, alter, add to, or repeal the Chapters of the Statutes as appear to it to be necessary.</p> <p>(2) Board may, pursuant to the Principal Enactments, make such Decrees as appear to it to be necessary to regulate omitted cases where nothing certain has been determined in the Statutes; provided that no such Decree shall be valid unless and until it has received the Approval of the Visitors.</p> <p>(3) Except where the contrary intention appears or the context otherwise requires, Board may, pursuant to the Introduction Chapter, make such regulations to amend, alter, add to, or repeal the Schedules as appear to it to be necessary.</p> |

⁷ See section 17 of the Ethics in Public Office Act, 1995 and section 8 of the Third Schedule to the Act of 1997.

- (4) Board may make such regulations as appear to it to be necessary or expedient for the performance of its functions.
- (5) The Chapters, Schedules, Decrees and regulations made pursuant to this section, shall be administered by or on the directions of Board.
- (6) No general regulation governing Degrees shall be valid unless and until it has been proposed by Board to Senate and Senate has consented thereto.
- (7) Where a regulation regarding the academic affairs of the University is originated by Board, it shall not be valid unless and until it has received the consent of Council.
- (8) Where Council declines to grant such consent, Board may appeal the matter to the Visitors, pursuant to the provisions of the Chapter on the Visitors.

External relations

- 9. (1) The external relations of College shall be conducted by Board, or, on its behalf
 - (a) by the Provost,
 - (b) by an Officer established in the Chapter on the Officers, or
 - (c) by an office-holder established in Schedule 3.
- (2) Except where the contrary intention appears or the context otherwise requires, the Provost, an Officer, or an office-holder established in Schedule 3 may conclude agreements with third parties on behalf of College; provided that
 - (a) in the case of agreements in respect of matters necessary for the routine operation of College, the Principles of Agency shall apply, and
 - (b) in the case of agreements in respect of all other matters, no such agreement shall bind College unless and until it shall have received the consent of Board.
- (3) Without limiting the generality of subsection (2), no agreement
 - (a) to associate with, or
 - (b) to incorporate, pursuant to the Act of 1997⁸ or otherwise,
 another institution or part thereof, shall be concluded - by the Provost, or by an Officer, or by an office-holder established in Schedule 3 - without the prior consent of Board.
- (4) Subject to the provisions of the Chapter on the Body Corporate, Board may address a petition to Government praying for the grant of a Charter or

⁸ See section 8 of the Act of 1997.

Letters Patent or for the enactment of an Act of the Oireachtas.

- (5) Further detailed provisions relating to
- (a) the international and global aspects of the external relations of College, and
 - (b) the powers of Board to conclude agreements shall be set out in Schedule 3, which can be amended only by Decree

Assets	10.	(1) Pursuant to the functions of College, Board may <ul style="list-style-type: none">(a) acquire, hold and deal with assets,⁹(b) make regulations concerning any or all of the assets of the College and University;(c) borrow money, guarantee any loan or underwrite any borrowing;¹⁰(d) make or accept gifts; or(e) undertake the recovery by process of law of all debts due to the College and University.
Accounts and auditors	11.	(1) Board shall cause to be kept regular accounts ¹¹ of all income received or expenditure incurred for each annual period as defined in Schedule 2. (2) Board shall appoint a firm of professional auditors to examine the income and expenditure of each such period, to audit the College accounts and to report thereon. (3) Except where Board has expressly provided otherwise, the auditors' report and the College accounts shall be laid before Board at a meeting in Hilary Term. (4) Board shall comply with obligations to submit accounts ¹² and to submit statements of proposed expenditure and expected income, ¹³ and with any similar obligation.
Elections	12.	(1) Board shall annually arrange for and conduct elections of Annual Statutory Officers, Fellows, and Scholars, pursuant to the applicable Chapters. (2) Board may elect as Sizars such students of limited means who have shown sufficient merit at public examinations for entrance scholarships as to it seem fit.
Students	13.	(1) Board shall, with the consent of Council, arrange for examinations. (2) Board may found or discontinue awards, bursaries, exhibitions, grants, prizes, scholarships and the like;

⁹ Compare section 42(1) of the Act of 1997.

¹⁰ Compare section 34 of the Act of 1997.

¹¹ See section 39(1) of the Act of 1997.

¹² See section 39(2) of the Act of 1997 (Comptroller and Auditor General).

¹³ See section 37 of the Act of 1997 (An tÚdarás)

and students may be elected to them by or on the directions of Board.

- (3) Board may determine, charge and remit the various fees,¹⁴ charges and the like payable to College by students.
- (4) Further provisions are set out in the Chapter on Students.

- Staff 14.
- (1) Board may create such positions of employment in College, and appoint such persons to be employees of College, as it thinks appropriate; and the Division on Staff shall apply to the persons so appointed.
 - (2) Board shall prescribe the terms and conditions of employment of all such employees, and subject to the Act of 1997,¹⁵ it may prescribe such remuneration, fees, allowances and expenses as shall be paid to them; provided that any subsisting contract of employment shall not be varied without the consent in writing of the relevant employee.
 - (3) In the case of a member of the academic staff, no decision of Board under this section shall be valid unless and until it has received the consent of Council.
 - (4) Further provisions are set out in the Division on Staff.

- Discipline 15.
- (1) Disciplinary procedures governing staff and students are set out in the Division on Conduct.
 - (2) Board may, after receiving the report of a Disciplinary Panel established pursuant to the Division on Conduct,
 - (a) seek clarification of the report from the Panel,
 - (b) adopt the report, or
 - (c) refer it to the Visitors or to a new Panel for further consideration.

- Compliance 16.
- (1) Board shall ensure compliance with the laws of the land for the time being in force, in particular with the Act of 1997,¹⁶ the Act of 2022 and the Supplemental Charter of 2022 and with legislation covering such matters as employment rights, quality assurance, equality, superannuation, industrial relations, health, safety and welfare, intellectual property, freedom of information, data protection, child trafficking and pornography, harassment, risk management, and university governance.
 - (2) In particular, pursuant to section 34 of the Act of 1997 and otherwise, the Provost shall cause to have prepared, and present to Council and Board, following

¹⁴ Compare section 40 of the Act of 1997.

¹⁵ Section 25(4)-(5) of the Act of 1997

¹⁶ See especially sections 34 (Strategic Development Plan), 35 (Quality Assurance), 36 (Equality policy), 41 (Report and Information), and 51 (Information and Staffing).

consultation as set out in section in the Act of 1997 as amended by the Act of 2022 a Strategic Plan for the operation and development of the College and University during the period, being not less than three years, to which the plan relates.

- | | | |
|-------------------------------|-----|---|
| Schedules | 17. | (1) Schedule 2 may be revised by Board provided that any revision is approved by at least two-thirds of the members present and voting. |
| Review of a governance matter | 18. | (1) Pursuant to section 18A of the 1997 Act, ¹⁷ if Board has concerns relating to the governance or the performance of the functions of the College or University it shall arrange for a review of the matter to be undertaken by such person as it considers appropriate and appoints for this purpose. The powers and functions of such person shall be those prescribed under s 18A(3) and (4) of the 1997 Act. |

¹⁷ As inserted by section 77 of the Act of 2022.

Schedule 1

Elections and Appointments to Board

1. Membership

- (1) The membership of Board is set out in section 4 of the Chapter.
- (2) This Schedule is made pursuant to section 4(3) of the Chapter, section 13 of the Introduction Chapter, and section 16 of the Act of 1997 (as amended by the Act of 2022).¹⁸
- (3) For the avoidance of doubt, other than those persons who are members *ex officio*, all members of Board, whether elected or appointed are appointed by Board.
- (4) For the avoidance of doubt, the regulations contained in this schedule pertaining to the selection, election, nomination or appointment of members of the Board may only be amended in accordance with law.

2. Student Union Members

- (1) For the purposes of section 4(2)(e) of the Chapter, the three Student Union members of Board shall be the President and Welfare Officer of the Students' Union, and the President of the Graduate Students' Union.

3. Elected or Appointed Members

- (1) Members elected or appointed pursuant to this Schedule shall normally serve for a period of four years, except in the case of the Student Union members who will serve for the duration of their term of office as student union officers and those elected pursuant to section 14.
- (2) Members shall be excluded from holding membership for more than two consecutive terms irrespective of the duration of either term; and they shall not be eligible to stand for re-election for four years thereafter. Pursuant to section 23A(4) of the 1997 Act as amended by the Act of 2022, a person (other than the Provost) who was elected or appointed as a member of the Board before 10 November 2022 and who is re-elected or re-appointed as such member pursuant to subsection (2)(b)-
 - (a) shall be so re-elected or re-appointed for a term of office of no longer than the unexpired term for which he or she was so elected or appointed, and
 - (b) the term of office served by the member immediately before 10 November 2022 and the term of office for which he or she is re-elected or re-appointed under paragraph (a) shall be regarded as one term of office for the purposes of paragraph 4(1)(b) of the Third Schedule.
- (3) For the avoidance of doubt, the rules in this section (including rules related to length and number of terms of membership) apply only in relation to

¹⁸ Section 16 (as amended by section 73 of the 2022 Act) provides in particular:

- (6) A governing authority shall, with the approval of the Minister, make such regulations relating to the selection, election, nomination or appointment of members of the governing authority as it thinks fit, and their selection, election, nomination or appointment shall be carried out in accordance with these regulations.

persons elected as internal members or appointed as external members for the purposes of section 4 of the Chapter on Board and do not apply in relation to persons serving on Board on an *ex officio* basis.

4. Electorate and constituencies

- (1) The electorate shall consist of every member of the staff of College whose name appears on the Register for the time being in force pursuant to the Schedule on the Electorate and Register (Schedule 2 to the Introduction Chapter).
- (2) For the purposes of the election of members pursuant to section 4(2) (c), (d) and(f) of the Chapter, the Electorate shall be divided into three constituencies, as follows:
 - (a) those specified in paragraphs (f) shall comprise one constituency: the Fellows' Constituency;
 - (b) those specified in paragraph (c) shall comprise one constituency: the Academic Staff (Non-Fellow) Constituency;
 - (c) those specified in paragraph (d) shall comprise one constituency: the Professional, Technical, Administrative and Support Staff constituency.
- (3) Except where the contrary intention appears or the context otherwise requires, members of the electorate are eligible to be nominated for, to vote in and to represent the constituency of which they are members pursuant to this Schedule.

5. The Fellows' Constituency

- (1) This constituency comprises all Fellows.
- (2) The Vice-Provost/Chief Academic Officer *ex officio* shall be one of the Fellow members on Board for the duration of her or his term of office.
- (3) Five other members shall be elected from this constituency.
- (4) At least two men and at least two women shall be elected from this constituency.

6. The Academic Staff (Non-Fellow) Constituency

- (1) This constituency comprises all full-time and part-time academic staff who are not Fellows or Fellow Professors (holding an Established or Personal Chair pursuant to the Chapter on Professors) and who are:
 - (a) Professors,
 - (b) Associate Professors,
 - (c) Assistant Professors,
 - (d) Senior Lecturers,
 - (e) Lecturers,
 - (f) Members of the Dental School,
 - (g) Senior Research Fellows,
 - (h) Research Fellows,
 - (i) Research Assistants, and
 - (j) Teaching Fellows.
- (2) Three members shall be elected from this constituency, all of whom shall be of a grade not higher than Associate Professor.

- (3) At least one man and at least one woman shall be elected from this constituency.

7. The Professional, Technical, Administrative and Support Staff Constituency

- (1) This constituency comprises all full-time and part-time staff who are:
 - (a) Weekly-paid staff,
 - (b) Library Assistants, Senior Executive, Executive and Secretarial staff, and
 - (c) Administrative, Professional Library and Technical staff.
- (2) Two members shall be elected from this constituency.

8. Conduct of Election

- (1) The election shall be by Single Transferable Vote, and the voting and counting shall be conducted accordingly.
- (2) The Secretary shall be responsible for the conduct of the election, and shall be the Returning Officer at the Count.
- (3)
 - (a) Elections may be conducted by electronic means.
 - (b) Any reference to "paper" or "memorandum" hereafter in this Schedule may, refer to an electronic document or webpage despatched by email, pursuant to Section 18 of the Introduction chapter.
- (4) The Board shall also direct that any other necessary arrangements be made in regard to the conduct of the election.

9. Candidates

- (1) To be eligible for nomination, a candidate shall be a member of one of the constituencies set out in section 4.
- (2) The Chief Operating Officer, Secretary, Treasurer, Academic Secretary, Director of Campus Infrastructure, Director of Human Resources and Director of Accommodation and Catering Services, shall not be eligible to stand for election or to nominate candidates for election while they hold these positions.

10. Nomination Papers

- (1) The Secretary shall, on a date to be determined by Board, prepare and despatch a Nomination Paper to each voter, pursuant to subsection 8(3).
- (2) A candidate shall be nominated by a Nomination Paper signed by two members of the relevant staff category.
- (3) The Nomination Paper shall be received by the Secretary by a date and time determined by Board.
- (4) The Nomination Paper shall state the candidate's full name, staff category and gender, and the full name of each of the two nominators.
- (5) The Nomination Paper shall include a statement signed by the person nominated to confirm that the person so nominated consents to the nomination and is willing to serve as a member of Board.

- (6) Not more than one Nomination Paper shall be accepted in respect of any one candidate; in the event of more than one Nomination Paper being received, the first only such paper shall be accepted.
- (7) A nomination which fails to satisfy any or all of the conditions specified in this section shall be invalid and null, and the candidate concerned shall be deemed not to have been duly nominated.

11. Nominations

- (1) Nominations shall be reviewed to ensure that sections 5 (4) and 6 (2 and 3) are complied with.
- (2)
 - (a) In the event of prescribed quotas not being met in the nominations for election in any one constituency, nominations shall remain open until the required conditions are met, but not more than three days prior to the circulation of the voting papers to the electorate.
 - (b) If after this time nominations have not been received to fulfil the prescribed quotas the ensuing vacancy shall be filled by co-option by the newly-elected Board of a member or members from the relevant constituency and in line with the prescribed quotas.
- (3) If, at the expiration of the period for nominations, the number of candidates in a particular constituency, validly nominated for election, does not exceed the number of persons which that constituency is entitled to elect, and the requirements specified in sections 5, 6 and 7 regarding gender and grade criteria are complied with, all the candidates so nominated shall be deemed by the Secretary to have been elected following the counting of votes in the remaining constituencies.
- (4) If, at the expiration of the period for nominations, the number of candidates in a particular constituency, validly nominated for election, shall exceed the number of persons which that constituency is entitled to elect, there shall be an election, which shall be conducted in accordance with the provisions hereinafter set forth.
- (5)
 - (a) There shall be a one-hour period following the closing date and time for the receipt of nominations during which clarifications in relation to nominations received may be requested by the Secretary and during which nominated candidates may withdraw their nominations.
 - (b) No new nominations will be accepted during this period
 - (c) One hour after the expiration of the period for nominations the Secretary to the College will publish the list of those nominated for election in each constituency.

12. Voting

- (1) The Secretary shall, on a date to be determined by Board, prepare and despatch a Voting Paper to each voter, pursuant to subsection 8(3).
- (2) Each Voting Paper shall contain in alphabetical order the names of all candidates validly nominated for election in that voter's constituency, indicating each candidate's gender and staff category.

- (3) The Voting Paper shall be accompanied by a list of the names of the nominators of each candidate, and a memorandum of instruction containing the following:
 - (a) a statement of the number of candidates for whom the voter is entitled to vote and the requirements as to the number of men and women and specific staff categories who may be elected;
 - (b) a direction to the voter to mark in '1, 2, 3 etc.' opposite the name or names of each candidate for whom the voter votes; and
 - (c) the date by which the completed Voting Paper must be received by the Secretary, as determined by Board.

- (4) Voting Papers sent to members of the Weekly-Paid Staff category shall also be accompanied by an envelope bearing on the outside the words 'Voting Paper', and the memorandum of instruction sent to this category shall include the following, in addition to the points set out in Section (3)(a)-(c):
 - (a) a warning that the inclusion in the envelope marked 'Voting Paper' of any other paper except the Voting Paper shall invalidate the vote; and
 - (b) details of the postal address to which the completed voting paper must be returned.

13. Count

- (1) As Returning Officer, the Secretary shall
 - (a) in electronic elections, instruct the service provider to count the votes cast in the election;
 - (b) scrutinise the electronic count;

- (2) The Secretary shall reject as invalid any Voting Paper which
 - (a) is not the original Voting Paper issued to the voter and duly completed by that voter, or
 - (b) contains any writing or other sign by which the identity of the voter can be ascertained.

- (3) The Secretary shall, in consultation with the candidates and/or their agents or nominees, determine any case of doubt as to the validity of a vote.

- (4) Each candidate and/or an agent or nominee may observe the counting of votes for that candidate's constituency. In an electronic count these parties may observe by viewing any or all of the electronic reports on the count which are produced by the service provider, before the result of the election is declared by the Secretary pursuant to subsection (8).

- (5) The counting of votes shall be in accordance with the Seanad Electoral (Panel Members) Acts 1947 and 1954 with specific provisions that the count be conducted on a basis that ensures that in each constituency the gender and grade criteria are met.

- (6) With appropriate variations the following process shall apply:
 - (a) In the Fellows and Academic Staff (Non Fellow) Constituencies if the elimination of male candidate(s) would mean that the requisite number of male candidates could not be elected, then the remaining male candidate(s) shall be deemed to be elected without reaching the quota.

- (b) In the Fellows and Academic Staff (Non Fellow) Constituencies if the elimination of female candidate(s) would mean that the requisite number of female candidates could not be elected, then the remaining female candidate(s) shall be deemed to be elected without reaching the quota.
- (7) Following the election of candidates under sub-section (6), the count shall continue in the normal way to fill any vacant positions.
- (8) The Secretary shall declare the candidates who have obtained the greatest number of valid votes duly elected as members of Board.

14. Casual Vacancies

- (1) If an elected member is unable, for whatever reason, to complete a term of office, then that member shall be replaced by the person, from the same constituency, who achieved the highest number of votes in the most recent Board election, without being elected, subject normally to overall constraints of gender and grade being met and subject to that person having received total votes equivalent to at least one-third of the quota for that constituency.
- (2) If there had been no election held in that specific constituency in the most recent Board election, or if there is no unsuccessful candidate available to replace the resigning Board member, or if gender and grade constraints are not met, or if no unsuccessful candidate received the required number of votes as specified in sub-section (1), then Board shall determine whether the casual vacancy shall be filled by co-option or by holding a by-election.
- (3) If Board determines that there should be a by-election, then the electoral register in force on the date at which Board determines that a by-election should be held will be used in that by-election, and the election shall insofar as possible follow the procedures in this Schedule.
- (4) The person replacing the resigning Board member shall serve only the remaining term of office of the out-going member; and this period of replacement will be counted as one term of office.

15. Nomination of External Members

- (1) In accordance with Section 2 of the Supplemental Charter of 2022, Board shall appoint seven external persons (that is, external members as defined in the Act of 2022, the Supplemental Charter and these statutes) to be members of Board.
- (2) A sub-committee of Board, known as the 'Nominations Committee' shall have responsibility, in accordance with procedures terms of reference agreed by Board and approved by the Minister, for identifying potential external members and for nominating such persons to Board for appointment as external members.
- (3) Before a person is nominated for appointment or appointed as an external member, the Nominations Committee and Board respectively shall be satisfied that the person is suitable for appointment by reason of his or her possessing knowledge of, and experience in, matters connected with the objects and functions of the University to enable him or her to make a

substantial contribution to the effective and efficient performance of those functions.

- (4) In nominating and approving external Board members, the Nominations Committee and Board respectively shall have regard to the objective that not less than 40 per cent of its members shall be women and not less than 40 per cent of them shall be men and that the membership of the Board shall broadly reflect the composition of Irish society, including persons who are competent in the Irish language.
- (5) Board shall approve a matrix reflecting desired attributes, skills and experiences that it would wish to be reflected in its membership as a whole and the Nominations Committee and Board shall have regard to this matrix in determining whether to nominate or approve a potential external member.

16. Nomination of External Members by the Minister

- (1) In accordance with Section 2 of the Supplemental Charter of 2022, the Minister shall nominate and the Board shall appoint three external persons (as defined in the Act of 2022, the Supplemental Charter and these statutes) to be members of Board.
- (2) Such nominations shall be requested from the Minister on behalf of the Board by the Secretary to the College.
- (3) Before a person is nominated for appointment, the Minister shall be satisfied that the person is suitable for appointment by reason of his or her possessing knowledge of, and experience in, matters connected with the objects and functions of the University to enable him or her to make a substantial contribution to the effective and efficient performance of those functions.
- (4) In nominating and approving external Board members, the Minister and Board respectively shall have regard to the objective that not less than 40 per cent of its members shall be women and not less than 40 per cent of them shall be men and that the membership of the Board shall broadly reflect the composition of Irish society, including persons who are competent in the Irish language.

17. Nomination and Appointment of Chairperson

- (1) In accordance with Section 6 of the Chapter, Board shall appoint an external member of the Board to the role of Chairperson.
- (2) A sub-committee of Board, known as the 'Nominations Committee' shall have responsibility, in accordance with procedures agreed by Board, for identifying a potential Chairperson and for nominating such a person to Board for appointment as Chairperson.
- (3) Before a person is nominated for appointment or appointed as Chairperson, the Nominations Committee and Board respectively shall be satisfied that the person is suitable for appointment by reason of his or her possessing knowledge of, and experience in, matters connected with the objects and functions of the University to enable him or her to make a substantial contribution to the effective and efficient performance of the functions of the Chairperson.

- (4) In order for a person who is nominated for appointment as Chairperson to be so appointed, it is necessary that a two thirds majority of members present at the relevant Board meeting approve such nomination.