

## GOVERNING AUTHORITY MEETING

### Report of meeting of Wednesday, April 7<sup>th</sup> 2022 2.00pm, Zoom Video Call

#### **PRESENT:**

Ms. Brid Horan (Chair)  
Prof Daire Keogh  
Mr Waqar Ahmed  
Ms Marian Corcoran  
Prof Yvonne Daly  
Mr John Darby  
Mr Justin Doyle  
Ms Kate Goodman  
Ms Carol Hanney  
Mr David Harney  
Ms Rachel Hussey  
Prof Lisa Looney  
Dr Kara McGann

Mr Cathal Marley  
Ms Fiona Naughton  
Ms Deirdre O'Connor  
Prof James O'Higgins Norman  
Dr Aisling de Paor  
Ms Michele Pringle  
Ms Kathy Quinn  
Dr Declan Raftery (DR)  
Mr Terence Rooney  
Ms Marie Sinnott  
Mr Brian J. Smyth  
Mr Seamus Walsh

#### **APOLOGIES:**

Ms Zainab Boladale  
Cllr Jimmy Guerin

Prof Ray Walshe  
Dr Audrey Bryan

#### **IN ATTENDANCE:**

Mr Ciaran McGivern  
Ms Marie Mellett (recording secretary)

Ms Marian Burns

#### **WELCOME**

The Chancellor welcomed members to another meeting being held remotely due to current COVID-19 case numbers in the community. She thanked everyone for their participation and noted the apologies.

The agenda was adopted.

The Chancellor enquired if there were any conflicts of interest in relation to any item on today's agenda that required a declaration on the part of a member(s) – None were declared.

1. **MINUTES OF GOVERNING AUTHORITY MEETING OF 09<sup>TH</sup> FEBRUARY 2022**  
**Approved** by the Authority.
2. **REPORT OF MEETING OF 09<sup>TH</sup> FEBRUARY 2022 FOR WEB PUBLICATION**  
**Approved** by the Authority subject to 2 minor amendments.
- 3 **REVIEW OF ACTION ITEMS**

Action 1: The Students Union GA members will give a presentation under agenda item 8. The Student Life element is postponed. The Authority asked for this presentation to include critical incident response and lessons learned from the sudden passing of a student.

Action 2: On agenda

Action 3: Ongoing

Action 4: Ongoing

**Actions to be tracked:**

Action 1: Ongoing

Action 2: When possible

Action 3: This will take place at June or September meeting.

Action 4: This was due to happen at today's meeting but as this meeting is taking place over zoom there would be limited value. It will take place at June meeting, when the meeting will hopefully be in person.

Action 5: Ongoing

**FOR DISCUSSION**

**4 MATTERS ARISING**

The Chancellor noted the sudden passing of DCU student Red Óg Murphy. The Chancellor will attend his funeral and express condolences on behalf of the University and Governing Authority. The Students Union, Student Support and Development and the Chaplaincy organised a memorial on the St Patricks Campus where Red Óg's friends and family attended.

**5 GOVERNANCE**

The Chancellor noted that when Governing Authority considered the current Strategic Risk Register (SRR), members attended a special 'blank paper' risk exercise session to discuss the risks facing the University the outputs of which were fed into the SRR. The Chancellor is proposing to hold a 'blank paper' exercise session for this year's risk process on May 17<sup>th</sup> after 15.00. The Chancellor encouraged as many members as possible to attend and to inform the COO of availability. The Chair of Governing Authority Risk Committee noted that this Committee really valued the input from the previous Governing Authority session.

The Chancellor further noted that although Governing Authority approved the Terms of Reference and membership of GA sub committees, this did not include the following key entities which are not sub committees of GA but which play important roles in the university:

- DCU Educational Support Services DAC (which we generally refer to as DCU Commercial)
- DCU Educational Trust and
- DCU Office of Student Life

The Chancellor has asked the Chairs of Audit Committee, Risk Committee and DCU Educational Support Services DAC to look at these three areas. They will work with the Chief Operations Officer and the Director of Finance to examine how they are overseen and governed and their operation and will report to the Chancellor and President. A report and any recommendations will be tabled to GA later in the year.

**6. OVERVIEW OF DCU EDUCATIONAL SUPPORT SERVICES DAC GROUP (generally referred to as DCU Commercial)**

John Kilcoyne, Deputy Director of Finance was welcomed to the meeting. He gave a comprehensive overview on DCU Educational Support Services DAC and its subsidiary companies. JK noted that the main strategic objective of the group is to support the university and to operate in line with the overall strategy of the university. As private companies, they operate outside certain constraints imposed on the university. As a result of the group's activities, DCU has been able to borrow to support the Campus Development Plan.

In 2012, Arthur Cox reviewed the company Board memberships and worked with the University to restructure them to make them more effective. All companies are subject to audits from Mazars, PWC (in relation to tax) and the OCAG (Office of the Controller and Auditor General). Overall the companies have a strong trading history and strong governance.

DCU Educational Support Services DAC and three of the subsidiary companies are registered charities. The cash balances within the subsidiary companies have been subject to negative interest rates recently, however AIB have announced that they are no longer applying negative interest rates to registered charities.

Given the nature of the activities of these companies and the general reliance on footfall on campus, results were impacted significantly by Covid-19 restrictions. The current objective for the group is to rebuild their respective businesses after the pandemic and capitalise on opportunities as they arise. Each company is asked to prepare a 3 year budget to help forecasting and meet strategic objectives.

The Chancellor thanked JK for an excellent overview, which gives members an understanding of the operations and of the complexity of the group. The Authority noted their appreciation for the work carried out by the Director and Deputy Director of Finance, the Chief Operations Officer and Board members who built this structure which provides significant support to DCU financially as well as providing key services on our campuses.

The Chair of DCU Educational Support Services DAC, Marian Corcoran, noted she has attended her first Board meeting and was impressed with the governance in place and reassured that there is appropriate accountability for each company. MC also noted the good portfolio of businesses. At this meeting, Mazars gave a clean audit opinion. Mazars also audit the four dormant companies and note there is no significant financial strain on having these. The Board have asked for the top ten risks associated with the group. Each subsidiary company has a very thorough Risk Register.

**7. DCU EDUCATIONAL SUPPORT SERVICES DAC FINANCIAL STATEMENT FOR Y/E 31<sup>ST</sup> SEPTEMBER 2021**

These financial statements were tabled for noting by GA. They are consolidated into the University financial statements which will be brought to Governing Authority for approval at a later date. The budgets were conservative as a result of the pandemic but there has been very significant improvement.

**Noted** by the Authority

The Director of Finance noted that the first five months of trading have been positive relative to budget. Government grants during Covid-19 restrictions have been very important to the group. We would hope to achieve at least a breakeven budget after summer business.

**8. STUDENT UNION ANNUAL REVIEW**

Terence Rooney and Kate Goodman gave a presentation on the role and work of the SU over the past year which included the following points:

- Student wellbeing is a huge part of their roles, especially during the pandemic when there was constant change and unpredictability. They noted the positive impact of the provision of tents/marquees across the three academic campuses for student experience as this allowed students to attend social events and connect in a safe way.
- There are strong communication lines between the students and university leadership. The SU were always invited to participate in university discussions.
- DCU's Students Union social media platforms have the strongest engagement across the sector.
- The SU have set up 'Active Listening' working groups, whereby students inform the SU as to what they need. These working groups provided invaluable feedback to the SU. They included the following: Nurses, Students of Colour, Class Representatives, Students with Disabilities and Class Representative Council.
- The SU continues to work closely with Registry in relation to exam support.
- The SU will ask students to complete a feedback form which will help guide the incoming SU leadership and will be included as part of the handover process.
- TR and KG expressed concern regarding the cost of student living. They see an overall decrease in engagement of students as they need to work longer hours (in employment) or commute longer distances.
- TR and KG noted that students found hybrid learning invaluable and reported that it enhanced learning for students; students also availed of recorded lectures as part of their revision. When students returned to campus they expected some form of hybrid learning. This would also help address the issues around the cost of living and the accommodation crisis.

- TR and KG thanked the DCU President, the Vice President of Academic Affairs and the Chief Operations Officer for their help and support throughout the year.

The Chancellor informed the Authority that this will be TR and KG last meeting as their term on the Students Union ends before the next scheduled Governing Authority meeting. The Chancellor thanked them for their membership and work on GA and for all they do for students. All members wished them well for the future.

#### FOR DISCUSSION/NOTING

#### **9. RISK COMMITTEE**

##### **9.1 Report of meeting of 30<sup>th</sup> March 2022**

Marie Sinnott, Chair of Governing Authority Risk Committee, gave an update to the Authority. The following items were discussed:

- The Chief Operations Officer gave an update on COVID-19 and he informed the Committee that a cautious approach continues until the end of semester, due to the significant rise in COVID-19 case numbers.
- Risk associated with the war in Ukraine were discussed. There is a heightened cyber risk however DCU are in a relatively good place. Fixed priced capital projects, especially Future Tech, are at risk of inflation and supply chain issues. The Committee were briefed on potential mitigations. This risk is across the sector therefore a sector-wide solution could be sought by the Office of Government Procurement.
- The Chief Operations Officer further noted that 380 beds are being offered to Ukrainian refugees on campus from May – August.
- The Committee received a presentation from Barry Byrne, the Biological and Radiological Safety Officer. BB discussed the risks associated with biosafety and the measures in place to ensure compliance. The Committee were very impressed with the level of engagement from his area in relation to risk and the professional relationships BB has with external regulatory bodies.
- The Committee reviewed the University's first dedicated Cybersecurity Risk Register which is to be welcomed. It was noted that the University is committed to making the necessary investments to address the 'high rated' cybersecurity risks.
- Cyber insurance has been under review for some time and it was agreed not to proceed at this time. Insurance cover available is very limited and did not represent value for money in the context of the premium sought and the practical benefits provided.
- The Committee reviewed the Annual Governance statement and their Annual Report.
- The Committee updated their work plan and included a date for the Strategic Risk Register 'Blank Paper' Exercise.

##### **9.2 Minutes of meeting of 02<sup>nd</sup> February 2022**

**Noted** by the Authority.

#### FOR APPROVAL

##### **9.3 Unit 4 – Contract with Unlimited Liability**

A memo on the Unit 4 contract which includes unlimited liability had been circulated in advance of the meeting. Governing Authority Risk Committee is recommending the signing of this contract to Governing Authority for approval. The GARC were informed that legal advice had been sought and that similar contracts were in place with other public sector establishments. CMcG informed the Committee that the original contract

was signed in 2002, however now DCU is required to implement a significant upgrade to its Agresso finance software, in line with DCU's strategy to migrate key IT systems to the cloud. Therefore, Unit 4 insist that DCU migrates from its 2002 contract to the most current Unit 4 corporate contract for cloud services.

**Approved** by the Authority.

#### **9.4 Annual Governance Statement**

DR noted that both Audit and Risk Committees have reviewed the draft Annual Governance Statement and their recommended changes are included in the draft presented to the Authority today.

**Approved** by the Authority

### **10. STRATEGIC FINANCE ADVISORY COMMITTEE**

#### **Report of meeting 31<sup>st</sup> March 2022**

Kathy Quinn, Chair of Strategic Finance Advisory Committee, gave an update to the Authority. This was the first meeting of the Committee and the purpose of the meeting was to give new members an understanding on strategic financial issues. The following items were discussed:

- The sale of the Ryan Academy building in Citywest. This is ongoing. The site is not strategic to DCU and we hope to get a favourable outcome for DCU.
- The sale of the DCU Griffith Avenue land is ongoing.
- An update on Campus Residences was provided and the Committee were informed of the dialogue that has taken place with government, along with the impact on the required rent level in order to underpin the costs. It was further noted that the Larkfield accommodation block (constructed in 1992) needs to be demolished or at least refurbished, however this will now house refugees over the summer months.
- A schedule was provided on the drawdowns of the EIB and ISIF loans.
- DCU are currently engaging in a master planning process. The Committee had a strong level of interest in this and asked for it to be brought back to the Committee when it is at an advanced stage.
- The Committee discussed the current construction environment.
- The Committee were updated on AIB announcing that they are no longer applying negative interest rates to registered charities.
- DCU are preparing an initial submission to the HEA's Higher Education Strategic Infrastructure Fund Round II.
- Joe Quinsey gave an overview of the work of the DCU Educational Trust.

#### **Minutes of meeting of 12<sup>th</sup> April 2022**

**Noted** by the Authority

### **FOR DISCUSSION / NOTING**

#### **11. QUALITY PROMOTION OFFICE**

##### **11.1 Annual Report**

Aisling McKenna, Director of the Quality Promotion and Institutional research, was welcomed to the meeting. AMcK gave an overview of the Quality Review Process. The DCU Quality Assurance Framework is the basis for the review process. The Quality Review is

enhancement focused and involves units identifying the areas they want to improve. There are four stages to a Quality Review:

- Self-Assessment – this takes approximately six months and is led by the unit under review. This is shared with all employees within the unit.
- Expert Peer Review – this is externally led and includes a reviewer from outside of Higher Education and a student reviewer. The Peer Review Group meet with a wide range of stakeholders.
- Quality Improvement Planning – The unit under review must respond to the recommendations outlined by the Peer Review Group. One year and three year action plans are developed.
- GA Approval and Publication – following approval, the Peer Review Group Report and the Quality Improvement Plan are published.

Governing Authority are responsible for ensuring the Quality Review Process is conducted in all units across the University and note the outcomes of Quality Reviews and actions taken to implement review recommendations.

AMcK advised the Authority that the Quality Promotion and Institutional Research Office is developing continual representation and feedback from students. There have been ongoing staff/student forums and student surveys. This work was done in partnership with the Students Union.

#### **11.2 Quality Review of Finance Office**

Deirdre O'Connor gave an update to the Authority. This review was conducted online. The Peer Review Group noted that the Finance Office's Self-Assessment Review was very comprehensive and there was strong evidence of engagement. Their SWOT was very effective. It was further noted that there was significant progress from their previous Peer Review Report.

From the review it was evident that there was a strong appetite for improved customer service and training through DCU's Learning and Development programme.

**Approved** by the Authority

#### **11.3 Quality Review of Information Systems Services Unit**

Deirdre O'Connor gave an update to the Authority. This Review was conducted online. It was noted that there is a strong calibre of staff in this unit. Restructuring has taken place and is currently being embedded. There was an extremely positive response from the DCU Community and ISS are held in high regard. The recommendations have been approved and ISS are beginning to draft their action plans.

**Approved** by the Authority

### **12. PRESIDENT'S REPORT AND UNIVERSITY OFFICERS' REPORT**

#### **DCU President**

The President gave an overview of his report which had been circulated to GA and highlighted in particular:

- At the Education Ireland Awards DCU won:

‘Best in Ireland for Student Experience’ , this was related to DCU Futures and ‘Best in Ireland for Engagement’ which was won by CYTI.

- The first round of CAO applications indicated DCU’s ‘first choice’ has increased, along with our overall preference levels.
- The Business School has secured the Bronze Athena Swan Award.
- HR launched the Professional Development Framework. This is a significant achievement. The Authority thanked Marian Burns and Fiona Carvill on all their work on this framework.
- Laura Mahoney, Executive Director of Engagement, is bringing together all contributions from our partnership with ECIU and the DCU Community and will give staff and GA an oversight of what is happening in relation to Ukrainian refugees.

#### **Vice President of Academic Affairs**

The Vice-President of Academic Affairs gave an update on the Transversal Skills Framework, which falls under DCU Futures, noting the list of skills being targeted. Over 100 colleagues, along with external experts, are willing to participate in Expert Panels. Each panel has created a Transversal Skill definition and an appropriate Competence Framework, with associated learning outcomes. We will continue to work with industry partners throughout this project.

The Chancellor noted that it is very exciting to see the effort going into this, the relevance of the approach to student development and the breath of engagement.

#### **Chief Operations Officer**

The Chief Operations Officer informed the Authority that there some land lease anomalies had been identified in the due diligence process to acquire a long lease for Morton stadium. Therefore, DCU signed an initial 4-year lease (renewable for up to 40 years) with Fingal County Council for Morton stadium on March 31st. The lease is accompanied by a side letter from Fingal County Council noting the anomalies which will be addressed by Fingal County Council within 12 months and DCU will then be assigned a 40 year lease for the stadium. Based on legal advice, DCU proceeded with this arrangement. DCU take over operations of the stadium along with 3.5 FTEs in May.

In relation to the sale of Griffith Avenue Land and the Future Tech building, the COO noted that the executive team will work closely with the Strategic Finance Advisory Committee and keep Governing Authority fully briefed on developments.

#### **Director of Finance**

Nothing further to report

#### **Director of Human Resources**

The Director of Human Resources noted that they are building on the recently launched Performance Review and Development (PRD) Framework and will be launching a ‘Emerge’ where supervisory staff and junior management learn how to develop their needs.

Currently Senior Management are being updated on the results of the staff survey, then the University Community will be informed. It is hoped that Governing Authority will be briefed at the June meeting.

The University Senior Management have agreed the principles of a pilot scheme for remote working. Negotiations will begin with the Unions immediately. Staff have been informed



that they can continue to work as they are doing now until the end of summer, with a view to begin working under the pilot scheme from September.

FOR APPROVAL

**13. NON-EU FEE PROPOSAL**

The Director of Finance informed the Authority that it has been a number of years since there has been any change in non EU fees. A short review was undertaken by the Finance Office and the International Office. DCU's non-EU fees are significantly lower than other universities. In advance of a comprehensive review of international fees, which will form part of the 2023-2028 Strategic Plan, it is recommended that an interim increase in non-EU fees be implemented for the 2023/24 academic year on the majority of non-EU Undergraduate and Postgraduate Taught fees in line with the recent increase in EU Postgraduate Taught fees. The increase in non-EU fees will begin from September 2023.

**Approved** by the Authority

**14. PERSONNEL MATTERS**

The Chancellor noted that Kara McGann met with the Director of Human Resources to discuss the process of selecting the below candidates. Kara confirmed to the Chancellor that she is satisfied that the process was appropriate.

The Director of Human Resources submitted the following candidates for approval:

- Dr Vlad Glaveanu for appointment as Full Professor, School of Psychology.
- Dr. Brien Nolan for appointment as Professor, Faculty of Science and Health.
- Prof Peter Hunt for appointment as Adjunct Professor, Faculty of Humanities & Social Sciences.
- Dr Matteo Zallio for appointment as Adjunct Faculty Position, School of Nursing, Psychotherapy and Community Health.
- Prof Françoise Blin for appointment as Emeritus Professorship, Faculty of Humanities and Social Sciences.
- Prof Eithne Guilfoyle for appointment Emeritus Professorship, Faculty of Humanities and Social Sciences.
- Prof Eileen Connolly for appointment Emeritus Professorship, Faculty of Humanities and Social Sciences.

**Approved** by the Authority

**15. ANY OTHER BUSINESS**

The Chancellor noted that this is also Waqar Ahmed's (SU Postgraduate student member of GA) last Governing Authority meeting. The Chancellor thanked Waqar for his contribution on the Authority and wished him well in his current election campaign for election to a national role in USI and his future career.

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Chancellor

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Date

**Action Items:**

<b>Action</b>		<b>Person responsible</b>	<b>Deadline</b>
1.	Presentation from the Director of Student, Support and Development. The presentation should include Critical Incident Response and Lessons Learned on the sudden passing of a student.	Director of SS&D	2022
2	Inform Declan Raftery of availability for the special session on risk being held on 17 <sup>th</sup> May.	All members	ASAP
3.	Report on DCU Educational Support Services, Educational Trust and Office of Student Life.	Marian Corcoran, Cathal Marley and Marie Sinnott	end 2022
1	Governing Authority members invited to give input into the next Strategic Plan.	All members	June 2022
1	A comprehensive presentation on the SIS Project.	VPAA	2022
1	Circulate a list of the contributions from ECIU and the DCU Community in relation to Ukrainian Refugees.	President	ASAP

**Items to be tracked:**

<b>Action</b>		<b>Person responsible</b>	<b>Deadline</b>
1.	Quarterly progress reports on each risk in the Strategic Risk Register.	President	On-going
2.	Meetings of GA to be held at different locations.	COO	Future meetings to be held on other DCU campuses and occasionally meetings will be held off campus subject to public health guidelines

3	New Executive Director of Engagement to present on International Affairs - within 3 months of appointment.	COO	June or September 2022
4.	The President and Senior Management will withdraw from the April meeting each year to allow for a discussion in their absence.	President and SMG	June meeting
5.	Comprehensive presentation on progress of the SIS Project.	VPAA	April and November meetings in 2022/2023