

GOVERNING AUTHORITY MEETING

Report of meeting of Wednesday, April 26th 2023
2.00pm, AG01, Albert College, DCU Glasnevin Campus

PRESENT:

Ms. Brid Horan (Chair)	Mr. Muhammad Mubashar Saeed
Prof Daire Keogh	Ms Colette Murphy
Dr Audrey Bryan	Ms Fiona Naughton
Ms Marian Corcoran (on line)	Ms Deirdre O'Connor
Prof Yvonne Daly	Mr Thomas O'Dowd
Mr John Darby	Prof James O'Higgins Norman
Mr Justin Doyle	Dr Aisling de Paor
Cllr Jimmy Guerin	Ms Michele Pringle
Ms Carol Hanney	Dr Declan Raftery (DR)
Prof Lisa Looney	Ms Marie Sinnott (on line)
Mr Cathal Marley	Mr Seamus Walsh
Dr Kara McGann (on line)	

APOLOGIES:

Mr David Harney	Ms Rachel Hussey
Mr Brian J. Smyth	Ms Zainab Boladale
Prof Ray Walshe	

IN ATTENDANCE:

Mr John Kilcoyne	Mr Gareth Yore
Prof Anne Sinnott	Ms Marie Mellett

WELCOME

The Chancellor welcomed members. She thanked everyone for their participation and noted the apologies.

The Chancellor noted that this is Colette Murphy's and Muhammad Mubashar Saeed's last meeting. The Authority thanked them for their contribution at Governing Authority this last year. Having a student voice at this level is hugely important. She congratulated Colette and Muhammad on their election to Union of Student (USI) roles and Thomas on his election as President of DCU SU for the coming year and wished them every success in their roles next year.

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 15TH FEBRUARY 2023**
Approved by the Authority.

- 2. REPORT OF MEETING OF 15TH FEBRUARY 2023 FOR WEB PUBLICATION**

Approved by the Authority subject to amending agenda item 6.

3 REVIEW OF ACTION ITEMS

Action 1: Ongoing

Action 2: Ongoing

Action 3: Ongoing

Action 4: Ongoing

Action 5: June 2023

Actions to be tracked:

Action 1: On agenda and Ongoing

Action 2: Ongoing.

Action 3: Ongoing

Action 4: On agenda and Ongoing

4 MATTERS ARISING

It was noted that a presentation from the new VP of Research should be added to the action points.

5 GOVERNANCE

The Chancellor thanked GA members for engaging with the evaluation exercise and noted that the average score from the Governing Authority's Self Evaluation Questionnaire was 4.62 out of a maximum score of 5. While this is positive, we do not want to become complacent.

The Chancellor went through each of the individual comments outlined in the questionnaire responses:

- **“Co-opting newer members to sub-committees to maximise their expertise and contribution to the GA”** - the Chancellor asked members to inform DR if they would like to join a sub-committee.
- **“An annual update on any changes to the Universities Act would be useful”** – this will be added to the actions to be tracked with updates when any changes are made.
- **“New members should have a more detailed induction. Efforts should also be made to allow them get to know the university better throughout their time in office. This will be much easier in post-Covid times”** – it was agreed the induction process needs more detail and will be reviewed.
- **“There is a good balance of expertise across the Board - the engagement of members is exceptional and my only point is to ensure the diversity of**

membership continues including the representation of Alumni who have moved into very successful roles/areas and their contribution is invaluable in terms of the external perspective having been a student previously” – the Authority agreed that Alumni play a valuable role in GA and this should continue to be considered in composition of future GA.

- **“Improve the AV technology for remote dial in access to meetings. This is the new norm so rooms should be equipped with Microsoft Surface Hubs and remote mics and room audio”** – Contractors have been brought in to review what upgrade is needed and provide a quote. The quote was received earlier today and will be considered.
- **“Strategy (only) Meeting(s) required annually”** – Agreed and will be added to the tracked actions.
- **“Increase reporting on research activities of the university, currently lack of focus. Invite Deans to present on their Faculty Teaching Activities, Research Activities, and Staff Engagement in their Faculties - 20 min presentation - no need for Q&A - one Dean at a meeting at a time”** – it was agreed for Deans to present on rotation.
- **“The division of roles between GA and other oversight mechanisms within the University could perhaps be a little clearer (the distinction mentioned here re day-to-day management is interesting, for example). Sometimes it seems GA is just being told about things, rather than having a function in discussing things. Perhaps this is an unavoidable impact of the committee system. Relatedly, perhaps there could be a clearer channel for individual members of GA to suggest issues they would like to hear more about”** – Noted and will be taken into account in planning agendas.
- **“More openness to discussing and acknowledging criticisms/shortcomings of the university when they come up. Less digressions from the topic at hand”** – Noted by the Authority that discussions are wide ranging which is valuable to allow a range of issues and views to be raised.

The Chancellor noted that an external evaluation will be required within the current term of the Authority and suggested that this should be carried out within a year of the transition of membership required by new legislation.

5.1 IUA/DFHERIS New Governing Authority Principles

The Chancellor informed the Authority that the Governance and Nominations Committee met to consider this document and how best to transition current Governing Authority to comply with the new legislation in terms of membership by the required deadline in November 2023. There are some outstanding issues, mainly in relation to the numbers in internal staff members constituency. The Chancellor will meet with internal members before the June meeting with the intention that a proposed transition plan will be brought before Governing Authority at the June meeting.

FOR APPROVAL

6. NEW STRATEGIC PLAN

Following on from consideration by GA of the draft Strategic Plan at a number of previous GA meetings, the Deputy President presented the updated Strategic Plan which reflects

input from GA, DCU staff and students and external stakeholders. She noted that KPIs for the first twelve months are outlined in the document circulated with ownership allocated for each action. Each owner will report annually on their targets and outline their KPIs for the next twelve months. It was further noted that the risk management process will feed into these annual reviews and help identify the priorities of the next year. Scenario planning will also be used as a tool for better horizon scanning and risk mitigation.

The Authority agreed that the layout of the new Plan is practical and the level of ownership is transparent. While the plan is, of necessity, inward focused, it is aimed to produce results.

It was agreed by the Authority that building trust and engagement with stakeholders on this plan is important. The Authority were informed that the Director of Communications is currently developing a Stakeholder Matrix and engagement plan.

The Authority congratulated the Senior Management Team on the comprehensive and engaged process adopted in developing the plan and thanked all staff and students on their engagement. A special thanks went to the Deputy President and Dr Jean Hughes on leading this project.

The new Strategic Plan was approved by the Authority

7. UNIVERSITY FEES 2023/24

A summary memo was circulated to members prior to the meeting. The Director of Finance noted that, if approved, the increase will come into effect for the 2024/2025 academic year on EU Postgraduate Taught Programmes and Non-EU Undergraduate and Postgraduate Taught Programmes. Given the impact of inflation on the university's cost base it is important to consider fees annually.

The memo provides for an average fee increase of 3.5% and 4.1% for relevant programmes.

An in depth discussion took place on this topic, including the sectoral funding position as well as concerns expressed on the financial impact on students.

Taking into account the inflationary cost pressures facing the university, the fee increase was Approved by the Authority.

FOR DISCUSSION / NOTING

8. AUDIT COMMITTEE

8.1 Report of meeting of 24TH April 2023

Cathal Marley, Chair of Audit Committee gave an update to the Authority. The following items were noted:

- The external auditors, Mazars, attended this meeting and gave a presentation on their audit. They issued a clean audit opinion. As in previous years there is one technical audit qualification in relation to the Colleges of Education Pension Scheme. Mazars noted that there has been a very smooth transition to the new Director of Finance.
- The C&AG Management Letter was also presented to the Committee. The Director of Finance noted that DCU has three weeks to respond. The Committee agreed that the

letter is more positive than previous years, however the C&AG did raise some low level concerns over gift related expenses.

- A new innovative format for internal audit reports was approved.
- There are still issues being addressed in relation to Scholarships, on which the Committee will receive a detailed, update at their June meeting.
- Three internal audit reports were presented, none of which had any significant findings.
- Deloitte attended the meeting and presented their report on the Cloud Services Audit. Areas need to be tightened when dealing with third party providers. The Committee will monitor progress.
- CM commended the Head of Internal Audit, Alison Byrne and her team on great reporting.

8.2 Minutes of meeting of 23rd November 2022

Noted by the Authority

8.3 Annual Governance Statement

Approved by the Authority following detailed review by Committee.

FOR APPROVAL

8.4 DCU Consolidated Financial Statements 2021/22

The Director of Finance noted that the Commercial Group made a profit of €5.4m due to the increased footfall on campus after the COVID pandemic. €1.1m of this was donated to the University. Government COVID related supports of c.€6m assisted the return to campus and also supported the Commercial Companies Group to commence rebuilding trading positions. The individual Boards of the Campus Companies approved each set of financials and Mazars reviewed them as part of their audit. Overall it was a good year for the Commercial Group.

Irish and International corporate tax requirements and calculations have been organised by PWC. Covenant testing for 2021/22 is complete for the EIB and ISIF Loans (totalling €93m).

The Authority commended the Director of Finance and his team on achieving a clean audit outcome during a complex audit.

DCU Consolidated Financial Statements 2021/22 were reviewed by Audit Committee who recommended them for approval.

Approved by the Authority

8.5 Letter of Representation – DCU Consolidated Financial Statements 2021/22

The Director of Finance noted that the letter is consistent with previous years and had been reviewed by Audit Committee who recommended it for signature on behalf of Authority.

Approved by the Authority

9. STRATEGIC FINANCE ADVISORY COMMITTEE

9.3 Report of meeting 4th April 2023

In the absence of the committee chair, Brian Smyth, Declan Raftery (COO), gave an update to the Authority. The following items were noted:

- The Director of Finance gave the Committee a general update on finances. He noted that the Balance Sheet and cash reserves remain strong however the University is undertaking significant investment with inflation evident across all input costs.
- An application for an exemption from the new Government Residential Zoned Land Tax register for the Griffith Ave and new North lands was rejected by DCC and an appeal will be submitted to An Bord Pleanála by May 1st.
- The Polaris Building is progressing well. DCU engaged the services of the contracted standing conciliator in relation to the project inflation costs and an agreement in principle has been agreed between the contractor and the University – a formal recommendation will be issued by the conciliator in the next week or so. DCU welcomes this agreement as it give a degree of certainty on costs, removes some key project risks including the potential need to retender for the reserved specialist mechanical engineering package which would have delayed the project and further negatively impacted over costs. The Committee will be keeping this under review.
- DCU intends to re-engage with the Citywest Holding Company in relation to the DCU Ryan Academy Building in Citywest to try and reach agreement for the sale of the building on the open market.

9.2 Minutes of 31st March 2022

Noted by the Authority

FOR APPROVAL

9.3 Amendment to ISIF Loan Agreement

SFAC are recommending the following for approval:

- The amendment to the ISIF loan agreement to be approved for signing by Campus Residences DAC.
- The use of the €2m COVID-19 related insurance proceeds received by Campus Residences DAC, as a part repayment against the loan facility with ISIF. This will reduce the interest borne by the company over the period of the loan.
- A distribution of up to €4.7m to be organised during financial year 2022/2023 from the Campus Residences DAC cash reserves to its parent DCU (via the intermediary parent DCU Educational Support Services DAC), subject to the conditions of agreement with ISIF being met.

It was noted that this amended agreement is more flexible and better aligned with University and Campus Residences DAC requirements.

Approved by the Authority

9.4 Approval in principle to proceed to tender for Student Residences

The Authority were informed that proceeding to tender is not a commitment to construction, further approval from the SFAC Committee and Governing Authority and the HEA will be required before contracts can be signed. When tenders are received the current financial model and project risks will be reassessed and brought back to the SFAC Committee for detailed review.

Approved by the Authority

10. Equality, Diversity and Inclusion Committee

10.1 Report or meeting 06th April 2023

In the absence of Rachel Hussey, Seamus Walsh, gave an update to the Authority. The following items were noted:

- A Public Sector Duty update was given to the Committee. The Deputy COO outlined seven key areas that had been identified. Heads of units have been informed to make staff aware. It was noted that to date, DCU are broadly compliant.
- The closing date of the Staff Athena Swan Survey is today. It is hoped that the data will be analysed in time to bring a summary to the June meeting of Governing Authority.
- Joanne Mulligan from the EDI unit gave an update as to what is needed to achieve the Silver Athena Swan award. The survey will feed into this.
- The Autism Friendly Charter was launched on 16th February.

10.2 Minutes of meeting of 02nd February 2023

Noted by the Authority

FOR APPROVAL

11. QUALITY PROMOTION

11.1 Faculty of Science and Health Quality Review Report

Deirdre O'Connor (DOC) had reviewed the detailed report of the above and provided an update to the Authority. DOC noted the following:

- This faculty is one of the biggest in the University.
- The PRG met last May and began their work by reviewing the Self-Assessment Report. The PRG noted that the SAR was most helpful.
- The PRG noted that Faculty leadership is visible.
- Ensuring quality in funded research is evident, by encouraging staff to take up research leadership roles.
- However it is perceived that there is a lack of awareness around promotion.
- Overall, DOC is satisfied that this report is a good summary of the review and that it was a positive review with useful recommendations.

Approved by the Authority

11.2 Annual Overview of QPO activity and progress report.

This Annual Report sets out the Quality Reviews planned for the coming years, as well as completed and near completed reviews. In person quality reviews have returned which is to be welcomed.

The Chancellor noted that the report indicates a comprehensive range of initiatives. The Chancellor also noted that the gender balance of the Quality Promotion Committee needs to be reviewed.

FOR DISCUSSION / NOTING

12. PRESIDENT'S REPORT AND UNIVERSITY OFFICERS' REPORTS

DCU President

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

- The relationship between ASU and DCU has a renewed focus on the Bio-Design Europe initiative.
- DCU launched the Veronica Guerin Scholarships which will allow two DCU journalism students to undertake work experience placements at the Washington Bureau of the ASU Cronkite School of Journalism.
- The visit to Notre Dame explored collaboration in teaching and research. Notre Dame will visit in August when the 'Fighting Irish' play in Dublin.
- The Review of Incorporation is complete with copies provided to member of the Authority. The President commended all involved in this collective effort.
- DCU held their first open day for Further Education Learners.
- Yvonne Daly published her book, Criminal Defence Representation at Garda Stations. Yvonne co-wrote this with our late colleague Vicky Conway. The Authority congratulated Yvonne on this achievement.

Vice President of Academic Affairs

The Vice-President of Academic Affairs noted that exams started this week. Staff have been asked not to use tools that can potentially detect that Chat GPT has been used as the tools have not been validated. The DCU Futures Programme is to be audited in the coming weeks by Mazars.

The Teaching and Learning Strategy is being updated. It is now six months to release of CRM Recruit under new Student Information System. Data migration is planned during the summer months. Design work is ongoing for Release 2.

Chief Operations Officer

The Chief Operations Officer noted that a service level agreement (SLA) to formalise arrangements regarding administration of Carysfort Pension Scheme has been agreed with the Department of Education.

Director of Finance

The Director of Finance noted that the accounts presented are for the five months up to 28th February 2023, and show a small surplus of €0.3m. Based on latest assumptions, the forecast is for a breakeven out-turn for the University for financial year 2022/23.

The Commercial Group profit is €2.8m for the five months up to 28th February 2023, which is up €0.9m on budget.

The overall balance sheet position remains strong supporting ongoing investment in spite of funding challenges.

The COVID-19 Business interruption Insurance claim is ongoing and it is hoped there will be an update by the end of the year.

Director of Human Resources

The Director of Human Resources noted that Executive have approved a Sexual Misconduct Policy. This was drafted in conjunction with SS&D and includes procedures for both staff and students. The Director of Human Resources also noted that the Respect and Dignity Policy was updated.

'Our DCU' staff coffee mornings on the three campuses were held and were welcomed by staff. These were the first of the 'Our DCU' events to take place post COVID.

13. PERSONNEL MATTERS

The Chancellor noted that Kara McGann discussed the process of selecting the candidates being submitted for approval by the Authority (as previously agreed by GA) with the Director of Human Resources. Kara confirmed to the Chancellor that she is satisfied that the process followed was appropriate.

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

- Dr Andrew Kellett for appointment as Professor in the Faculty of Science and Health.
- Dr Mary Pryce for appointment as Professor in the Faculty of Science and Health.

Approved by the Authority

14. ANY OTHER BUSINESS

The Chancellor advised that the Honorary Degree Committee has recommended John Saunders and Terence O'Rourke be granted an Honorary Degree from DCU. The Authority were briefed by Jimmy Guerin and Fiona Naughton on the achievements of each.

Approved by the Authority

15. MEMBERS OF UNIVERSITY MANAGEMENT WITHDREW FROM THE MEETING AT THIS POINT.

Members of Governing Authority met without management present. As previously agreed by GA this will happen once each year, in line with good governance principles. The Chancellor will discuss the points raised with the President and advise further at a future meeting.

Chancellor

Date

Action Items:

Action		Person responsible	Deadline
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	2023
2	Circulate Organisation Diagram	Deputy President	When complete
3.	Report on DCU Educational Support Services, Educational Trust and Office of Student Life.	Marie Sinnott, Marian Corcoran, Cathal Marley	2023
4.	EICU Presentation	VP of Academic Affairs	2023
5.	Presentation on Athena Swan	Director of HR	June 2023 Meeting
6.	Presentation from VP of Research.	VP Research	2023
7.	Update on the Stakeholder Matrix	Director of Communications	June 2023

Items to be tracked:

Action		Person responsible	Deadline
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

3	New Executive Director of Engagement to present on International Affairs	COO	2023
4.	Update on any changes to the Universities Act.	COO	As they arise
5.	Strategy only meetings.	Deputy President	Annually
6.	Deans to present on rotation	COO	Ongoing