

GOVERNING AUTHORITY MEETING

**Minutes of meeting of Wednesday, April 24th 2024
2.00pm, Solas Room, U- Building, Glasnevin Campus.**

PRESENT:

Ms Brid Horan (Chair)
Prof Daire Keogh
Ms Marian Corcoran
Prof Yvonne Daly
Mr John Darby
Ms Sarah Fitzpatrick
Ms Carol Hanney
Mr Cathal Marley

Ms Fiona Naughton
Mr Thomas O'Dowd
Dr Aisling de Paor
Ms Michele Pringle
Ms Marie Sinnott
Mr Brian J. Smyth
Mr Seamus Walsh
Mr Justin Doyle

APOLOGIES:

Mr David Harney

Mr Anubhav Anandind
Prof James O'Higgins Norman

IN ATTENDANCE:

Mr John Kilcoyne
Dr Declan Raftery
Prof Anne Sinnott

Prof Lisa Looney
Mr Gareth Yore
Ms Lorraine Meaney (recording secretary)

WELCOME

The Chancellor welcomed members and noted the apologies. The chancellor also welcomed Lorraine Meaney who will be recording the meeting minutes.

The Chancellor noted that as there is a packed agenda and proposed that item 17 (Meeting of Authority members without management present) would be deferred to the June meeting. The modified agenda was adopted.

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

1. **MINUTES OF GOVERNING AUTHORITY MEETING OF 14th February 2024**
Approved by the Authority.

2. **REPORT OF MEETING OF 14th February 2024 FOR WEB PUBLICATION**

Approved by the Authority subject to review by Senior Management.

3. **REVIEW OF ACTION ITEMS 14th February 2024**

Action 1: Ongoing

Action 2: Ongoing

Action 3: On Agenda

Action 4: Complete

Action 5: Complete. Gender Pay Gap Report was circulated with papers.

Action 6: Complete

Action 7: Evaluation of GA - An external evaluation of the Governing Authority is planned for later in the year.

Actions to be tracked:

Action 1: ongoing

Action 2: as possible

Action 3: no changes

Action 4: Ongoing

Action 5: Ongoing

4. **MATTERS ARISING**

None

5. **GOVERNANCE**

5.1 The Chancellor noted that as part of the good governance for the university there is a performance review meeting held between the Chancellor and the President twice yearly.

5.2 The Chancellor noted that the Honorary Doctorate Committee met but there are currently no recommendations to be brought forward to the Governing Authority. There is a vacancy on this committee.

The Chancellor sought approval from Governing Authority for amendments to the Terms of Reference for the Honorary Degree Committee for approval, membership as follows:

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- Chancellor
- President
- Vice President Academic Affairs
- 1 External GA member
- 1 External Non- GA member
- Two members elected by Academic Council

This was **approved** by Governing Authority

The Chancellor proposed the nomination of Mr. Pdraig McKeon to the Honorary Doctorate Committee.

This was **approved** by Governing Authority

5.3 In the light of emerging governance issues in other HEI's in Ireland recently the Chief Operations Officer was asked to give a short presentation on University governance. The COO noted that as a public body, there is no room for complacency when it comes to governance, therefore we need to ensure that the operating processes/procedures and governance structures we have in place are appropriate and followed. Effective governance in DCU requires the appropriate structures, culture and competence.

The key challenges that are emerging across the sector include potential financial mismanagement, operating a financial deficit, inadequate governance on capital expenditure, lack of confidence by a Governing Authority in senior management and poor organisational culture.

The COO noted that governance effectiveness was also discussed at the recent Audit and Risk Committee meetings. At the Governing Authority level there is an annual review of the effectiveness of the Authority and its subcommittees, which allows us to pause and consider our roles and responsibilities in ensuring governance best practice. In addition, the Authority and the majority of its sub-committees meet without management present during the year to ensure members have the opportunity for a totally open sharing of views. There is a good open working relationship between management and Internal Audit in the university.

We are also encouraged by other positive indicators such as clean audits from our external auditors and the C&AG and the low numbers of protected disclosures received.

The COO also noted that an overview of capital projects is delivered fortnightly to the University Executive with the University's Capital Projects Committee reporting to University Executive. Regular updates on capital projects are also provided to the Governing Authority. We have robust governance structures and an effective internal audit unit.

Clarification was sought on when control of a capital project moves from SFAC to DCU ESS DAC. It was agreed that this process should be defined in writing to remove any gaps in relation to the accountability of both committees.

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The President outlined the safeguard measures in place at DCU, allowing for transparency. For example, the deputising of senior roles and encouraging senior management to take breaks, allowing for visibility on issues or governance which could come to light.

Culture is fundamental. Our staff survey is conducted regularly and is a good temperature check for our culture.

The Chancellor noted that the Authority benefits from the open approach of the President and management in their engagements with the GA and that it was useful and timely to have this discussion. The Authority and management will maintain a close watching brief on governance both within the University and across the sector.

FOR DISCUSSION / NOTING

Student Information System (SIS) Project Update and Governance overview

Helen Mahon, SIS Programme Director, was welcomed to the meeting to deliver a presentation with Prof Lisa Looney, Vice President of Academic Affairs. This included an overview of the work to date and the stages to be completed over the coming months.

LL gave an overview of the SIS Programme as we near the launch of the new system. It was noted that the programme is not just a system implementation but a transformation of the provision of services for students. LL outlined some of the challenges of implementing such a complex system such as multiple vendors being involved in various system integrations. There is significant effort in each phase of migration and release with contingency planning for each release. The system continues to undergo testing and LL flagged that as we move through the phased roll-out there may be the requirement for contingent test support, so procurement is working to have this in place. LL with support from the HR team are working on the strategic succession plan for SIS beyond this project. It was highlighted that while SIS address a significant underpinning institutional risk (aging and siloed IT solutions), DCU is entering a critical period during which implementing the initiative elevates our operational risk relating to core academic services.

The Chancellor noted the significance of this programme in financial terms and its importance for the future effective operation of academic and student services and to support future transformation. She congratulated the team on their recent President's award win and thanked Helen and the SIS team for their work to date and wished them well with the upcoming release.

6. Annual presentation by Student Union (SU) Officers

Una Redmond, Manager of the Office of Student Life, and Claire Bohan, Dean of Students, were welcomed to the meeting. Thomas O'Dowd (Student Union President) and Sarah

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Fitzpatrick (Student Union VP for Wellbeing) made a presentation to the Authority on SU activities at DCU over the past year.

The presentation provided an overview of the Student Union, its Clubs & Societies & overall strategy. Their mission is to represent, support and enhance students' lives. They outlined some of the key findings highlighted in the recent student "We're all Ears" survey and the measures taken to try address them.

In response to concerns around cost of living the SU opened 'The Pantry' which is a free food bank that provides up to 6 items of food per week per student and which has been warmly received by students. In addition, free breakfasts are available to students during term time. The SU continues to engage and support students with their physical and mental health and with managing their external commitments including part-time work.

Other highlights of the SU work include their growing peer mentoring programme; provision of quiet spaces on-campus; enhanced class representatives training; lunchtime events on the St. Patrick's and Glasnevin campuses (catering for the increasing number of students who cannot attend evening events due to part-time work commitments and commuting); the provision of free sanitary products and contraception; management of the student rent-a-room accommodation app *Student Pad* and promotions on campus to get student to register to vote in local, national and European elections.

The Students' Union has an active representation across many of the university's formal committees and groups, so the student voice is heard and represented at these.

Claire Bohan, Dean of Students, remarked that on the collaborative relationship between the Students' Union at DCU and management and that this is a credit to both sides based on respect for each other's value.

The President commended the Students' Union for their influence and impact on the student experience through their work and participation in university committees.

The Chancellor endorsed these remarks and extended the Authority's thanks to both Thomas and Sarah, and the entire 2023/24 sabbatical team, for all their hard work and commitment. She noted that this is their last GA meeting as their tenure comes to an end in the coming weeks and wished them both success in their future endeavours.

8. AUDIT COMMITTEE

8.1 Report of meeting of 16th April 2024

Cathal Marley, Chair of the Audit Committee, gave an update to the Authority. There was nothing of concern to highlight regarding current internal audits or outstanding audit actions.

Mazars have recently completed their audit with a clean audit opinion in relation to the financial statements for 2023/24.

The following items were noted from the recent Audit Committee meeting:

- Pressures on funding are continuing in 2023/24.
- A question was raised on pension liabilities with reference to a standing technical qualification on the Mazars audit. There is no formal agreement with the Government for the pension liabilities associated with the incorporated colleges, which is a legacy issue. All pension payments to date have been fully funded by Government and it is expected that this will continue.
- The C&AG audit should be completed by July so their report is expected in time for the September GA meeting.

8.2 Minutes of Audit Committee meeting of 8th February 2024

Noted by the Authority

For Approval

The Audit Committee had reviewed the following and recommended their approval by GA. These accounts had been considered previously by GA.

- 8.3 DCU Consolidated Accounts 2022/23
- 8.4 DCU Letter of Representation 2022/23
- 8.5 Extension of contract for external auditors by 1 year

Approved by the Authority

The Governing Authority suggested as there is such a comprehensive volume of information contained in the financial statements that it would be helpful in future if capital projects, commercial contributions and once off payments could be broken out separately in the accounts.

For Noting

8.6 Educational Support Services DAC Financial Statement for Y/E Sept '23

Noted.

For Approval

9. Programme Fee rates for 2025/26

The proposed post-graduate and Non-EU programme fee increases were presented by the Director of Finance. While the Authority is very cognizant of the impact these increases will have on students the University must address significant budgetary pressures as a result of accumulated inflation over the past three years on goods and services. Although Government grant funding has increased, it has not been sufficient to cover inflationary increases in goods and services nor the recent public sector pay awards. Hence, the University has no choice but to increase these fees.

The Authority's SU members expressed their disappointment with the increase in postgraduate and international student fees which they feel will only put more financial strain on these students and their families. The SU also expressed disappointment at the PhD researcher stipend payments only being increased to €22k. A suggestion was made for a joint

effort of university management and students to put pressure on the government on these matters.

The Chancellor highlighted the need for a strategy to be compiled ahead of the national elections to get university funding raised with candidates “on the doorstep”. Management and the Authority will continue to seek to mitigate the shortfall in funding.

Approved by the Authority

10.

Appointment of Corporate Legal Advisers

The COO provided details on the outcome of the recent OGP-led (Office of Government Procurement) tender for the provision of legal services to the Third level sector. This new framework for provision of legal services for the next 5 years (with options to extend for two further one-year periods) is due to go live on May 1st.

Approved by the Authority

FOR DISCUSSION / NOTING

11 RISK COMMITTEE

11.1 Report of meeting of 17th April 2024

Marie Sinnott, Chair of the Risk Committee, gave an update to the Authority.

The following items were noted from the recent GA Risk Committee meeting:

- There is no significant change to the University’s Strategic Risk Register.
- The risk management process for this year has been reviewed and modified, with a more streamlined process introduced. This will be piloted for 1 year initially.
- The Risk Committee has also met with the Director of Human Resources (Gareth Yore) to discuss human resource strategic risks around talent attraction and retention, and general resourcing. The Risk Committee discussed the need for proactive planning to help address future capability needs and also the need to develop and retain staff.

The Chancellor suggested that this presentation by HR should be made to GA before the end of the year.

11.2 Minutes of meeting of 19th March 2024

Noted by the Authority

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Strategic Finance Advisory Committee

12.1 Report of Meeting of 12th April 2024

12.2 Minutes of meeting of 19th March 2024

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Noted by the Authority

12.3 It was noted that Ms. Deirdre O'Connor has resigned from the Strategic Finance Advisory Committee due to work commitments. Deirdre was thanked for her contribution and hard work with the committee. Despite the vacancy, the committee still meets its quorum, however, it will seek to find a suitable replacement in due course with external representation and gender balance considerations.

12.4 A detailed update on the Campus Residence Phase I (405 beds) tender process was provided by the COO. Due to the tender submissions being far in excess of the proposed budget, no suitable tender was received and therefore the decision was made to deem all tender submissions unacceptable. On April 16th DCU Executive approved that in accordance with Clause 32.2.a of the EU Award of Public Contracts Regulations that DCU now enter into a negotiated procedure with the firms that submitted the tenders with a view to seeking a reduction in costs for the project.

12.5 BS updated the authority on the preparation of a planning submission to Dublin City Council for the access road from Griffith Avenue to the DCU lands on Griffith Avenue.

It was also noted that an updated Easement Agreement with the Eustace family was signed off by The President and the COO following delegated approval by the SFAC.

13 EQUALITY, DIVERSITY AND INCLUSION COMMITTEE

13.1 Report of meeting 9th April 2024

Seamus Walsh, Chair of Equality, Diversity and Inclusion Committee, gave an update to the Authority.

The following items were noted from the committee meeting of 9th April:

- Lorna Greene has been appointed to a new role and her place on the committee is being taken by Jenny Lawlor. Lorna was thanked for her contributions.
- There is currently an exercise underway to identify gender gaps in core areas, with plans being developed to address those gaps over the next 12, 24 & 36 months. 10 operational areas are expected to have their responses back by May 10th.
- The Athena Swan Silver application is being finalised for submission this week.
- Staff diversity data is being collected on a voluntary basis by the University - 31% of staff have provided this information, further assurance to staff for the use and requirement for this data is requested.

13.2 Two new committee members were proposed, Jen O'Hara - Head of HR Learning & Development, and Lisa D'Arcy, DPS Global (external member).

Both proposed new members were **approved** by Governing Authority. It is also noted that Peter Cosgrove will be stepping down from the committee. The Authority thanked Peter for his contribution to the Committee as an external member.

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13.3 Minutes of meeting of 1st February 2024

Noted by the Authority

14 PRESIDENT'S REPORT AND UNIVERSITY OFFICERS' REPORTS

DCU President

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

The HEA has allocated the Funding the Future funds on a 50:50 basis between 'universities and specialist colleges' and the 'technological sector', which is a change from the previous 60:40 allocation. This works out at an allocation per student of €211 in the Universities versus €361 per student in TUs/IoTs.

A HEA published report on student retention rates show an increase in dropout rates across the sector. DCU is performing comparatively well at 9%, with some rates in TUs as high as 30%.

The President highlighted the number of honours and awards achieved by DCU staff and also congratulated the recipients of the recent President's awards. In particular, the Authority notes the significant achievements of Prof Gary Murphy, School of Law and Government, elected to the Royal Irish Academy, Prof Sharon O'Brien, SALIS, awarded an honorary doctorate from the University of Eastern Finland and Professor Edgar Morgenroth, DCU Business School, appointed to the Government's Climate Change Advisory Council.

Congratulations was noted by the Governing Authority to the DCU sports teams who have celebrated success in many disciplines.

The Governing Authority noted the updates provided for the Strategic Risk Register.

Vice President of Academic Affairs

The Vice President of Academic Affairs informed the Authority that student exams are taking place this week and next. An initial baseline survey was undertaken to assess the usage and familiarity of AI by DCU staff. So far, 225 academic responses have been received. 30% indicated that they have used AI in the last year, either on research or creation of teaching. It is seen as a valuable resource and the survey is helping to shape how we will use AI in the future.

Chief Operations Officer

The Chief Operations Officer informed the Authority that a letter was received from the Charities Regulatory Authority (CRA) following the completion of a CRA questionnaire last November on Campus Residences DAC and Campus Property DAC. The letter indicated that the Regulatory Unit in the CRA was considering recommending to their board that these two

wholly-owned campus companies had not demonstrated how they are promoting ‘the advancement of education only for the public good through their activities to retain their charitable status.’ DCU, on behalf of both companies, wrote to the CRA on March 7th requesting details of the basis of specific concerns around the charitable status to inform a complete response. To date no response to this has been received.

The Governing Authority noted this as a serious concern, as the impact of losing the charitable status would have budgetary implications, creating doubt over funding and viability. The COO is to follow up with CRA.

Director of Finance

The Director of Finance noted the management accounts for the six months ended 31 March 2024 have been completed and circulated to the Governing Authority. The overall financial position of the DCU Commercial group remains strong with significant cash reserves on hand.

The insurance claim related to Covid-19 business interruption remains in progress. Two universities have been selected from the IMG with a view to creating a framework to streamline the claims process. One institution is now at the stage of acceptable losses. It is hoped the framework will expedite the claim settlements for the remaining institutions.

The annual budget planning cycle for 2024/25 is underway. Finance is currently engaging with budget holders to review and prioritise their spending given the current constraints due to increased operating costs and inflation. The report will be finalised in the coming months and presented to the Governing Authority at the September meeting.

Director of Human Resources

The Director of Human Resources informed the Authority that there was a very successful President’s Awards event on 18 April which recognised the outstanding contribution of professional grade colleagues. 32 individuals and 10 teams were nominated by a total of 62 individuals. Over 130 people attended the event.

15 PERSONNEL MATTERS

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

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

- Professor Amanda Phelan, Full Professor of Nursing, Faculty of Science and Health
- Dr Lisa van der Werff, Associate Professor to Professor, DCU Business School
- Ms Céline Crawford Director of Communications, Marketing and Events, Department of Communications, Marketing and Events

Approved by the Authority

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16 ANY OTHER BUSINESS

None

The Chancellor thanked the SU for hosting today's meeting in the U Building and again thanked Thomas and Sarah for their contributions to the Governing Authority over the past year and wished them both well in their future endeavours.