

MINUTES

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| Board/Committee | : | Governing Authority |
| Meeting | : | Meeting M24-12 |
| Venue | : | Boardroom, LISB |
| Date | : | 16 December 2024 |
| Attendance | : | June Arnold; Ronan Cahill; Donal Donovan; Kevin Fleming; Síofra Foley; Ann Marie Kennedy; Lucy Edith Kiiza; Shane Kilcommins; Brigid Laffan (Chair); Ann Ledwith; Edmond Magner; Aibhlín McCrann; Anne O'Connor; Sinéad O'Flanagan; Mark Southern; Bob Strunz |
| Apologies | : | Liam Carroll |
| In Attendance | : | Grainne Frain; Ciara Hogan; John Field; John Kelly; Pat O'Neill. |

1. RESOLUTION GA-24-06

- 1.1 NOTED Document entitled "Resolution of the Governing Authority, Reference No: GA-24-06, previously circulated.
- 1.2 NOTED Briefing by the Corporate Secretary that as Professor Shane Kilcommins is the Acting President, there is a requirement to appoint an Interim Provost & Deputy President. UL Regulations provide that the Provost shall by reason of being the Chief Academic Officer be appointed by the Governing Authority as an Internal Member of the Governing Authority. The formal approval of the Governing Authority is required before Professor Ann Ledwith, Interim Provost and Deputy President, can join the meeting.
- 1.3 AGREED To formally approve Resolution (Reference GA-24-06) *Appointment of the Interim Provost and Deputy President to the Governing Authority*.
- 1.4 NOTED Professor Ledwith joined the meeting and was welcomed by the Chancellor and Governing Authority members who wished well in her new role.

2. CONFLICTS OF INTEREST

- 2.1 NOTED The Corporate Secretary requested members to declare if they had a conflict of interest arising in relation to any matters on the agenda. None were declared.

3. MINUTES AND MATTERS ARISING

- 3.1 AGREED Minutes of M24-11 of 29 October 2024 with amendments proposed by Professor Edmond Magner. Ms Lucy Kiiza is to discuss her proposed amendments with the Corporate Secretary's Office.

4. GOVENING AUTHORITY ACTION ITEMS

- 4.1 NOTED Document entitled "Sixth Governing Authority Action Items to December 2024 Meeting", previously circulated.

- 4.2 NOTED The HEA Performance Agreement 2024-2028 has been concluded with the HEA. A signed copy was provided with the meeting documentation for the information of members.
- 4.3 NOTED A memorandum from the Vice President Research (VPR), dated December 2024 on the most important rankings and where UL stands with regards to the various indicators was provided for the information of members as requested at the previous meeting of the Governing Authority.

5. WISDOM FOR ACTION: RESEARCH STRATEGY 2022-2027

- 5.1 NOTED Documentation including “Research Strategy Wisdom for Action 2022-2027 Mid-Term Update for GA Finance, Strategy & Performance Committee” dated December 2024 and associated appendices. Professor Norelee Kennedy, VPR and Dr Puneet Saidha, Director of Research, joined the meeting. Mr Eamonn Moran, Director of Strategic Planning, was also in attendance for this item.

- 5.2 NOTED Briefing by the VPR which included the following:

- Research principles are aligned to four goals (1) Research Culture (2) Excellence (3) Impact & Partnership (4) and Talent;
- Strategic mission-oriented challenges for research across disciplines at UL including sustainable society, smart society, inclusive society and healthy society to make an impact;
- Building new capacity including six new internal research centres (total 29) to bid for larger awards; eight inactive centres closed in 2023; enhanced governance including annual reporting;
- Success stories including the Centre for Implementation Research and Bernal new facility “AMPEiRE” undertaking research to revolutionise battery production. Research awards and talent including the diversified funding profile and interdisciplinary research was set out; launch of first Doctoral College in the Republic of Ireland in June 2023 to support the growth of PhD students;
- Research supports including digital investment with PURE, a system that collects a range of information about UL’s research and serves as a single point of access;
- Annual Research Performance Report 2023 providing a deep-dive into performance including various dashboards;
- Graphs set out the publications by journal, research awards/funding over a 10-year period, research awards (Centre and Non-Centre);
- UL needs to consider how to spend funding optimally to maximise UL’s profile;
- Shift in profile of awards to new non-centre sources;
- New doctoral student enrolments were detailed over a four-year period and are growing;
- Commercialisation Activity was set out including: Invention Disclosures; Licences, options and assignments; Patent applications; and spin-outs. It was noted that while not a pre-Covid levels, there is uptake across all these activities;
- Areas requiring focus include:

- [REDACTED]
- [REDACTED]
- [REDACTED]

- [REDACTED]
- [REDACTED]
- VPR emphasised the importance of a strategic recruitment initiative to research;
- Good progress made to build stronger foundations for research, broadening of the base is evident, and interdisciplinary profile is strong;
- [REDACTED]
- [REDACTED]
 - Developing a robust strategic recruitment plan in priority areas
 - UL 'identity' and future strategic planning, position research centrally in new UL strategy
 - Leveraging Governing Authority and FSPC support for research
- As her term concludes, the VPR expressed gratitude to the members for the opportunity to meet and encouraged them to support the incoming VP of Research & Innovation in advancing research, building on the existing foundation, and enhancing UL's reputation.

5.3 Detailed discussion including the following:

- [REDACTED]
- [REDACTED]
- Research activity is based on (1) Supervision of PhD students; (2) Publications over previous 3 years; (3) Research funding capture. [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- The VPR highlighted that the WAM, PDRS, and promotion weightings are mechanisms within the system designed to engage those not currently involved in research. There is a need to refine the definition of 'research active' and broaden the base of Principal Investigators to compete for and secure more research funding. [REDACTED]

- [REDACTED] Recruitment plays a crucial role. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED];
- The VPR emphasised the necessity of integrating research into all agendas and ensuring it is communicated more effectively across all departments;
- [REDACTED]
[REDACTED]
[REDACTED]
- [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
- The VPR emphasised the need for increased research intensity, across all disciplines: inputs, outputs and income, noting that this honing in on research as fundamental to UL's success is to be welcomed. Governing Authority support and regular oversight is particularly important in that regard;
- [REDACTED]
- [REDACTED]
[REDACTED]
[REDACTED]
- Need for clear but simple messaging rooted in UL and directed from the top about: being research-led; appropriate staff ratios to focus on research activity; prioritise WAM at departmental levels, using relevant metrics to maintain connections; Faculty Deans to be accountable for securing appointments considering associated costs; implement recruitment and promotions standards that include minimum research performance levels; utilise PDRS; encourage applications for ERC grants; support early career researchers with scholarships and other opportunities;
- UL must strive to attract top academics who are self-starters and it must in turn provide an environment that nurtures their potential. This includes ensuring sufficient attention from the Executive Committee and appropriate validation and accountability by Deans and Heads of Departments;
- [REDACTED]
[REDACTED]

5.4

[REDACTED]
[REDACTED]
[REDACTED]

5.5

NOTED Members appreciated this initial in-depth exploration of the research area, which offered many important insights as well as dilemmas for consideration. The Chancellor expressed her gratitude to Professor Kennedy for her clear, honest and frank presentation and acknowledged her important contribution as VPR over the last five years. Following this, the VPR, Director of Research and the Director of Strategic Planning left the meeting.

- 5.6 NOTED The Chancellor welcomed the productive discussion and suggested handing it back to the Executive Committee for review within three months. [REDACTED]
[REDACTED]
[REDACTED]

6. ANNUAL RESEARCH PERFORMANCE REPORT 2023

- 6.1 NOTED Document entitled “Annual Research Performance Report 2023”, which was previously circulated and dealt with as part of the broader discussion on Research Strategy set out in Section 5 above.

7. APPOINTMENTS

- 7.1 NOTED Memorandum from the Director, Human Resources entitled “Notification of salaries”, dated 16 December 2024. The Corporate Secretary briefed members on a change in process recommended by the President/HR Director in light of comments from a member regarding errors in previous documentation. The memo sets out that it is often necessary to re-submit an appointment because a candidate may initially be appointed (e.g.) to point 1 on a salary scale but may continue to make their case for a higher point on the salary scale. If the candidate makes their case for a higher starting salary, the appointment is re-submitted to the Governing Authority. This occurs not because of an error on HR’s part, but because a case has been successfully argued and starting pay has changed. HR now recommend putting forward the point on scale only once it has been definitively determined.
- 7.2 NOTED Professor Magner raised the point that the memorandum does not address the fact that errors have been apparent on the paperwork, and these have nothing to do with the issued addressed in the memorandum. The President agreed that there should be no errors and will address this with the Director, HR.
- 7.3 AGREED That appointments are considered by Governing Authority in the first instance on the basis of grade applicable to the role and once the starting salary has been confirmed with the supporting documentation on file, notification will be brought to the following meeting. The importance of attention to detail will be addressed in future memoranda.

7.4 Academic Staff Appointments

- 7.4.1 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint [REDACTED]
[REDACTED]
- 7.4.2 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint Dr [REDACTED]
[REDACTED]
- 7.4.3 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint Dr [REDACTED]
[REDACTED]

7.4.4 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint [REDACTED]
[REDACTED]

7.4.5 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint [REDACTED]
[REDACTED]

7.4.6 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint [REDACTED]
[REDACTED]

7.4.7 AGREED In accordance with Section 25(1) of the Universities Act, 1997 to appoint [REDACTED]
[REDACTED]

7.5 Support Staff Appointments

7.5.1 AGREED In accordance with Section 25(1) of the Universities Act, 1997, the filling of the following staff posts:
[REDACTED] Research Funding Officer
[REDACTED] Senior Administrator.

7.5.2 NOTED Memorandum from the Director, Human Resources entitled “Notification of appointments”, dated 16 December 2024 which set out the appointments approved by Governing Authority online since the last meeting in October 2024.

7.6 NOTED Research funded contract appointments for December 2024 as circulated.

8. REVIEW COMMITTEE REPORT

8.1 NOTED Document entitled “Governing Authority Review Committee Report to Governing Authority – Promotions Review Request”, dated 12 December 2024.

8.2 NOTED Dr Sinéad O’Flanagan, on behalf of the Review Committee, briefed Governing Authority on the Committee’s consideration of a request for a review from two candidates on the recommendation of the University Promotions Board with regard to their applications for promotion from Associate Professor A to Professor.

8.3 [REDACTED]
[REDACTED]

8.4 [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]
[REDACTED]
[REDACTED]

8.5 NOTED While the Committee has no particular mandate to make recommendations, it suggested that consideration be given to implementing the following measures to avoid any future questions of gender bias:

- That the Director of Human Rights, Equality, Diversity and Inclusion, or such other person as the University determines, would sit as an observer on the Promotions Board to maintain awareness of diversity dimensions.

- At the end of each promotions process, the gender breakdown should be made available and tracked over time for consideration by the Promotions Working Group. This would address queries regarding gender bias by providing readily available data. It was noted that data is available from several years back.
- That the Recruitment Manager would, if these recommendations are accepted, gather this data, which will then be reviewed by the Promotions Working Group and subsequently by the Executive Committee and the Governing Authority to provide context.

8.6 NOTED The Governing Authority will pay more attention to gender and diversity and welcomes this data analysis which will come through the appropriate Committee and to the Governing Authority for future consideration.

9. STABLES ROOF REPLACEMENT AND BACKLOG MAINTENANCE

9.1 NOTED Document entitled “Procedural Checklist for Capital Projects – Stables Bar Roof Remedial Works and Backlog Maintenance”, dated 28 November 2024, previously circulated. Mr Robert Reidy, Acting Chief Commercial Officer (ACCO), joined the meeting for this and the following agenda items.

9.2 NOTED The Chair, FSPC briefed members that the Committee was satisfied for the proposal to be submitted to the Governing Authority for approval subject to the addition of more clarity on what works would be undertaken within the funding envelope proposed so that costs do not over-run. This was provided by the ACCO in his paper to the Governing Authority.

9.3 NOTED The ACCO briefed members on the following:

- The existing roof has been in place for 40 years and with a large section beyond repair the engineering consensus is to reroof and take the opportunity to upgrade the air handling and heating systems mounted on the roof. While Limerick City and County Council have confirmed the roof change would not require planning permission they advised the installation of the new air-handling plant and duct work would require full planning. Therefore, a full planning application will be submitted to cover the entirety of works involved to the externals of the Stables Bar;
- The order of magnitude costs for the roof are €673,417 (incl. VAT) and the backlog maintenance order of magnitude costs are €735,000 (incl. VAT), bringing the total to €1,408,417 and were set out in the proposal;
- The funding plan was outlined including maintenance reserve (€385k from the Student Centre Partnership Group); VAT Refund (estimated at €133k) and Loan (PCC to finance by the Student Centre Partnership over 20 years at 3% with repayment at €60k p.a.);
- The project appraisal has been presented to the PCC Board and the Executive Committee. The Campus Development Committee has also considered the proposal and approved the submission of a planning application;
- A project timeline of 36 weeks is envisaged, with construction work likely to take 14-15 weeks in total but the works will have to be carried out during a time that has minimum impact on the commercial activity of the Stables Club operations;
- Priority works for the roof, heating and air-handling system will be tendered for first in order that the University can ascertain the remaining available resources for backlog maintenance for the rest of the complex in accordance with the agreed budget.

- 9.4 NOTED Detailed discussion including the following:
- Small window of opportunity to complete the works over the summer period and up to mid-October for the new heating system;
 - There is a framework of builders to tender for this project currently in place;
 - The ACCO confirmed that there are no issues with conflict of interest or due diligence.
- 9.5 AGREED To approve the works and funding plan for the Stables roof replacement and backlog maintenance at a cost of €1.408m (incl. VAT).
- 9.6 NOTED Although Governing Authority approval is normally the final stage in approvals, in accordance with HEA correspondence regarding capital projects, the HEA must give their approval before this project can be finally approved to commence.

10. CAPPAVILLA STUDENT VILLAGE – RECONSTRUCTION AND REMEDIATION WORKS

- 10.1 NOTED Document entitled “Procedural Checklist for Capital Projects – Cappavilla Student Village – Reconstruction and Remediation Works”, dated 28 November 2024, previously circulated.
- 10.2 NOTED The ACCO briefed members on the following:
- A fire incident in Cappavilla Village led to a detailed investigation of fire safety features of Cappavilla Village, Thomond Village and Dromroe Village. This was done because of the similarity of construction methods and layouts etc. The ACCO was concerned because the extent of fire damage was greater than what would have been anticipated for this type of incident;
 - Upon investigation it was found that there are building deficiencies that need to be rectified to ensure fire safety. Material instances of poor workmanship and installation accounts for the majority of deficiencies which have been discussed with Fire Officers in both Clare and Limerick County Councils. The costs of rectification total €11.14m in relation to Cappavilla Village. This figure does not include works that have also been identified as necessary in both Thomond and Dromroe Villages;
 - The costs for Cappavilla Village are based on detailed design and costings by an external Quantity Surveyor and agreed with the local Fire Officer. The entirety of the works have not yet been tendered for;
 - Thomond and Dromroe Villages works are estimated at this stage to cost about the same as the remediation works in Cappavilla Village and will be the subject of a further request for approval, supported by costings, in the near future;
 - The same builder built all three villages and has since gone into liquidation, two of the three architects do not trade anymore, although the fire engineer still trades. The University will explore any potential recourse options, but its important to remember that the developments were completed in 2007 or earlier;
 - Examples of the deficient workmanship and issues requiring rectification are set out in a report from MJP Fire Engineers with regard to all three villages. The ACCO memorandum presented to the meeting deals solely with Cappavilla Village;
 - MJP Fire Engineers made their conclusions based on the observed specific shortcomings with regard to compliance with Architect’s specifications which arose due to, in the main, methods of construction being adopted which were not in accordance with the Architect’s specification and/or relevant building regulations. It was found that there were incidences where the deficiencies were widespread.

Given the scale of development with 500 bedrooms, any identified issue risks there being a significant multiplier effect in terms of cost of rectification. Several examples were set out;

- The execution of the works and/or some of the materials used were either poorly installed or not in accordance with the required specification. The rectification of these deficiencies unfortunately requires extensive opening up of finished work which is where much of the costs arise. Repair and/or replacement then has to be effected, and all finishes to be restored. This adds considerably to the overall scope of work to be completed and to the total cost;
- Mitigation measures to ensure the safety of those in the student residences were noted and have been agreed with the local fire authorities who are satisfied with the comprehensive set of measures in place but will require progress to be made in terms of remediation;
- The proposed costs were set out totalling €11.14m which is to be funded from PCC equity, representing use of reserves of €10.14m and insurance proceeds of €1m.

10.3 NOTED The Chair, FSPC briefed members that the proposal for the Cappavilla Village reconstruction and remediation had been considered at their recent meeting and that the ACCO was requested to provide additional information on the defects in the Village, project works required and associated costs before being presented for consideration to the Governing Authority. Additional details have since been provided on the nature of the defects, but additional information was needed on the details of the €7m figure for total contract cost. Assuming that the latter was provided in the meantime to the FSPC, the FSPC could proceed at its mid-January meeting to recommend approval to the end of January Governing Authority meeting .

10.4 NOTED Detailed discussion including the following:

- There is a very significant amount of money involved, and it is essential to have a thorough understanding of how the €11m cost was determined;
- Any capital-related transaction is likely to be reviewed by the HEA, and the Governing Authority must be absolutely satisfied that it has the required information to approve this spend;
- As with the Stables project, the HEA will have to approve this project before expenditure is incurred, and it was noted that the ACCO should keep the HEA up-to-date on progress;
- UL is in a challenging situation due to substandard work that fails to meet building regulations. Every effort should be made to seek recourse where possible, and ensure that those responsible do not receive repeat business;
- While it is noted that tenders typically do not return to the FSPC, it was suggested in this instance, the tender should be reviewed by the FSPC to ensure it is soundly based and includes more detailed estimates;
- In response to a query about whether this could happen again, the ACCO informed members that new regulations now require individually assigned certification on an ongoing basis, which also applies to subcontractors.
- View that the design and tender phase should begin as a matter of urgency. The detailed costings for the design and project should be presented at the next FSPC and Governing Authority meetings for final approval;
- The ACCO confirmed that both Limerick City & County Council and Clare County Council are satisfied with the current mitigation measures in place for residents;
- The importance of communication and managing all stakeholders was emphasised, with the primary concern being the students;

- The ACCO confirmed that the work would be completed in batches of 100 rooms over the summer period.
- The CFPO believes, based on an internal appraisal, that there will not be a requirement for an impairment regarding Cappavilla Village. However, a disclosure will be necessary in the 2024 accounts within the capital commitment notes, outlining the expected expenditure. Draft financial statements for 2024 will be sent to the external auditors, C&AG, and HEA before the end of December, including this note.
- The ACCO will provide additional information on costings as requested to the next FSPC and then to the Governing Authority on 28 January 2025.

10.5 NOTED The Chancellor expressed gratitude to the ACCO for the significant efforts on this project to-date. The ACCO then left the meeting.

10.6 AGREED Subject to the additional information noted in 10.3 above being provided the FSPC and Governing Authority could be in a position to approve the reconstruction and remediation works to go to tender. However, no binding commitments will be made until the next FSPC and Governing Authority meetings in January 2025. The ACCO will then seek approval from the HEA to proceed to this phase.

11. S.64 REVIEW RECOVERY PLAN

11.1 NOTED Documents entitled “A Plan for Renewal: Restoring Trust, Confidence and Pride in University of Limerick, 2024”, and “University of Limerick response to Recovery Plan”, previously circulated. The Director of Strategic Planning re-joined the meeting for this item and his briefing included the following:

- The process undertaken has been utilised as an opportunity to formulate an informed response;
- Feedback provided by members has been crucial. The Recovery Plan has been amended in line with members’ suggestions and comments and the University has undertaken to provide it to the HEA immediately following the meeting. It was expected by 20 November, but at the request of the Governing Authority the Chancellor sought more time from the HEA which was granted;
- A large body of work has already been undertaken and documented. There is much work underpinning a total of 135 recommendations framing the Transformation Programme around two key overarching pillars (i) Defining and embedding a new organisational culture and (ii) Reforming and strengthening UL’s governance and operating model. Each pillar contains four thematic work packages and the various recommendations received to date have been funneled through thematic operational framework.

11.2 NOTED The Chancellor emphasised that this Plan is a living document and that there will be additions with the completion of Mazars workshops and the Protected Disclosures and Capital Review reports. The HEA is comfortable for the report to be amended / supplemented by way of an addendum to deal with the outstanding reports and recommendations when received.

11.3 NOTED Detailed discussion including the following:

- The HEA will require external validation to ensure that the recommendations are implemented, although they have not yet specified how this process will be carried out;

- This Recovery Plan will be a collaborative effort with the HEA, involving many moving part;
- Members expressed their appreciation on all the work done so far in developing the Recovery Plan. However, they emphasised the importance of incorporating additional input from the outstanding reports and associated timeframes;
- The Maher Report is expected to be circulated to members in January 2025. However, both this and the Capital Review are HEA reports, and UL has no control over them;
- It was suggested that the Governing Authority should discuss the Mazars Report;
- The Acting President informed members that he will sponsor and manage a work program addressing all the recommendations, with independent validation as it progresses. Supported by the Executive Committee, he will oversee the operational aspects of the program. Each recommendation will have specific actions and assigned owners, and the progress tracker will be visible to the campus community. The work will be driven by the Executive Committee, the People and Culture Committee, and other relevant groups, in collaboration with Mazars. The Governing Authority and HEA will maintain strong oversight throughout the process;
- [REDACTED]
[REDACTED]
[REDACTED]
- It was noted during the recent Town Hall that the focus should be on both recovery and renewal;
- Ms. Laura Magahy (Mazars, Culture Report) will address the Governing Authority in January 2025. Mr. William Maher will address the Governing Authority once the protected disclosures report is finalized and provided by the HEA.

11.4 AGREED Subject the inclusion of one minor amendment to approve the Recovery Plan for submission to the HEA.

12. RISK – FUNDAMENTAL RISK REGISTER (FRR)

12.1 NOTED Documents entitled “Fundamental Risk Register, University of Limerick, 2024/25”, “Summary Report” and “Detail Report”, previously circulated. Ms Patricia Bourke, Risk Management Officer (RMO) joined the meeting for this item.

12.2 NOTED The RMO presented the Fundamental Risk Register 2024 on oneAdvanced, the risk management system highlighting the key functionality of the system and the reporting capability on controls and actions taken to mitigate the thirteen fundamental risks. All Governing Authority members now have access to the risk management system and FRR. The RMO discussed the inherent risk (risk likelihood & impact without any measures in place); residual risk (risk impact & likelihood with measures in place); and target risk (informed by UL Risk Appetite Statement). This FRR was approved by Executive Committee on 27 November 2024 and by the Audit & Risk Committee on 6 December 2024.

12.3 NOTED Discussion including the following:

- The Recovery Plan will be closely integrated with the risk management process to ensure a comprehensive approach to mitigating fundamental risks. Once the Plan is approved, its actions will be directly mapped to the controls and actions for each relevant risk;
- There will be quarterly reports to the Executive Committee on the FRR;

- In response to a query, it was noted that work is currently underway with the Academic Registry to address risks associated with the scheduling system;
- The Interim Provost & Deputy President informed members that work is about to commence on scoping out changes to the current academic model;
- It was suggested that some risk descriptions need to be revised. Additionally, it should be noted that certain risks, such as cyber security, are shared across all faculties;
- Scores will remain in amber while testing of controls is still underway. While there has been considerable progress on the FRR, a significant amount of work remains to be done moving forward.

12.4 NOTED The approval of the Fundamental Risk Register will be addressed under Agenda Item 16.1, as part of the Audit & Risk Committee Report.

13. PROCESS FOR NEW PRESIDENT

13.1 NOTED Document from the Corporate Secretary entitled “University of Limerick Appointment of President, Briefing for Governing Authority, For Approval”, previously circulated.

13.2 NOTED Briefing from the Corporate Secretary included the following:

- This appointment is one of the most significant tasks the Governing Authority will undertake during their term of office. The process is expected to take about one year, and the importance of appropriate engagement with the community was emphasised;
- Legislation, statutes, regulations including the Fourth Schedule of the Universities Act 1997, Statute No. 1 and Regulations for the Appointment of Chief Officer. Key points set out included: tenure; boards; composition; assistance; Selection Board report; and decision by members to accept or reject board recommendation;
- The importance of culture and the inclusion of the campus community and other stakeholders in an appropriate survey was emphasised. This survey aims to ensure an inclusive process and gather insights on desired traits, skills, and priorities for the President. The proposed survey will first be circulated to the Governing Authority. The results will be shared with the campus community;
- Reputation is a valuable asset to a university and for UL the cornerstone of our ability to attract faculty, students, funding and other stakeholders. With the new President's confidence, UL can amplify its considerable achievements while avoiding risks that might undermine institutional trust or credibility;
- With UL nearing the end of its current Strategic Plan, the HEA has agreed to defer the successor plan for one year. Having a strategic mindset is a crucial skill for the President of UL;
- It is recommended to engage a specialist recruitment firm, which will involve a tender process. However, it should be noted that only a small number of key firms possess the necessary expertise. Including a former President or Chancellor in the guidance process could be beneficial;
- Process and outline timeline with three different stages detailed and a completion date of October 2025 was set out;
- The Search and Selection Board composition is a matter to be agreed by the Governing Authority.

13.3. NOTED Discussion including the following:

- The Governing Authority is not obligated to appoint a candidate recommended by the Selection Board;
- Members of the Governing Authority should support and encourage a diverse pool of candidates;
- While no single individual will possess all the necessary qualities, a suitable candidate must be capable of engaging in deep self-reflection to understand their needs, build a team, and successfully lead and manage a university, setting an appropriate tone from the top;
- Candidates must undergo appropriate vetting;
- Universities need different types of presidents at various times, such as ambitious leaders or consolidators. Understanding the specific needs of the University is crucial to finding the best fit. This decision should be approached with utmost prudence, as it is one of the most significant decisions members will make;
- The Selection Board should include both internal and external members such as Academic Council and the professoriate. It should be a small but representative group, including someone with experience in similar institutions;
- There will be some overlap between the Search and Selection Boards but they will not be entirely the same. There will be student representation, but not all student representatives can be on each board and they must decide themselves who will participate;
- It is important to adhere to a holistic and transparent process, ensuring an appropriate level of engagement with the campus community, such as presentations by candidates on their vision for UL;
- Reflecting on past learnings and processes, evaluating previous performance, considering psychometric testing, and including an individual who has experienced similar transformative changes at a University could be all be beneficial;
- Suggested that a similarly thorough process, including vetting, could be applied to the recruitment of other senior University positions;
- With the potential for a candidate to be appointed for a period of up to 10 years it should be possible to include a mid-point review;
- View expressed that the regulations do not preclude the Selection Board from deeming more than one candidate appointable, but this should be considered carefully.

13.4 AGREED To approve the process for appointing a new President as outlined by the Corporate Secretary.

13.5 NOTED While this process has previously been managed by the Corporate Secretary's Office, there is a need for an additional dedicated resource to project manage it. The Acting President and Director, Human Resources will arrange for appropriate support.

13.6 NOTED The Chancellor will circulate a proposal on composition of the Search and Selection Boards in January 2025.

14. ACTING PRESIDENTS' REPORT

14.1 NOTED Document entitled "Acting President's Report to Governing Authority, December 2024, previously circulated. A briefing by the Acting President included the following:

- The draft Recovery Plan is before the Governing Authority for final consideration and, one approved will be submitted to the HEA;

- The Director of Corporate Strategy is liaising with Executive Committee on timelines and priorities for developing the new Strategic Plan 2025-2030. The initial steps include establishing priority KPI baseline targets and focussing on three pillars. Strategy remains a standing item on the Executive Committee agenda and Governing Authority will receive regular updates on its progress;
- During user acceptance testing the complexities of the new progression model required to address the variation in academic programmes and non-standard processes resulted in a decision to pause the progression project (to replace the existing QCA based grading, progression and award model with a GPA model) while the academic operating impacts of running of GPA from 2024/25 year were evaluated. The Executive Committee agreed that the complexities within the current Academic Operating Model need to be addressed, and a line should now be drawn under the Deloitte Report. A deep dive into the SITS system is scheduled as an agenda item for the January 2025 Governing Authority meeting;
- The Department of Nursing had undergone remarkable growth and transformation in recent years leading to EC recommendation to change its designation to the School of Nursing and Midwifery;
- Updates from the four faculties in addition to the Information and Technology Division were noted. Achievements under UL Enable IT Strategy include the implementation of Brightspace VLE, BI platforms for faculties and departments, Starters and Leavers Automation Project, a Research Proposal Authorisation System and supporting the delivery of a new University Research Information System (Elsevier Pure). Additional projects underway include the new institutional CRM system, UL's Workload Allocation Model system, a new Student Engagement App for students, a Staff Learning Management system, and a new Staff Performance Management system.

15. STUDENT RELATED MATTERS

15.1 Student Life Report

- 15.1.1 NOTED Document entitled "Report of UL Student Life for the Governing Authority – Authored by Ronan Cahill and Síofra Foley as of 05/12/2024".

15.2 Postgraduate Students' Union Report

- 15.2.1 NOTED Document entitled "Report from UL Postgraduate Students' Union to Governing Authority, December 16, 2024 – Authored and presented by Lucy Edith Kiiza, President, ULPSU".

16. COMMITTEE REPORTS

16.1 AUDIT & RISK COMMITTEE (ARC)

- 16.1.1 NOTED Document entitled "Audit and Risk Committee, 6 December 2024, previously circulated. Mr Pat O'Neill, Chair, ARC briefed the Governing Authority on the matters addressed in the Report including:
- External Audit Plan for Financial Year 30 September 2024;
 - Meetings with PwC and C&AG without Executive present;
 - Section 64 Review Update;
 - HEA Annual Governance Statement – Feedback 2023 and Template 2024;
 - Internal Audit Review Group Report;

- Anti-Fraud Policy Review;
- ARC Workplan for 2025 – recommended for approval;
- Annual Report 2024 – for the purposes of the Annual Governance Statement, there has been a continuous review of effectiveness of internal controls during the period under review. The review was completed on 15 November 2024;
- Patent Review;
- Internal Audit Plan 2025-2027 and Resourcing – recommendation for approval;
- Risk Management Report including FRR – recommendation for approval;
- Student Records System Update;
- Bi-annual Reports: Health & Safety; Legal Cases: University Seal;
- External Audit Update;
- SIC Seminar.

16.1.2 Financial Statements for Year Ended 30 September 2023

16.1.2.1

[REDACTED]

16.1.2.2 NOTED The CFPO has agreed with PwC, in parallel to the work by Deloitte, to draft a note for the financial statements on the working assumption that there is no conclusive evidence of related party transactions.

16.1.2.3 NOTED The significant impact of failing to sign off the financial statements, including on the US Federal Aid Loan Programme, is a serious concern. The CFPO continues to keep the U.S. Department of Education up-to-date with progress and will also submit the draft financial statements for 2024 to them by end of this year.

16.1.2.4 NOTED

[REDACTED]

16.1.2.5 NOTED The financial statements before the ARC and the Governing Authority in early in 2025 will include appropriate draft wording around the related party transactions based on the advice of PwC and work completed by Deloitte.

16.1.2.6 NOTED Detailed discussion including the following:

- Confirmation that PwC will certify the consolidated financial statements in the first instance and any changes will be reflected as appropriate within the subsidiaries;
- Responding to concern expressed by the Chair, UCH, the CFPO will write formally to UCH when there is reasonable certainty from Deloitte and PwC on a date for approval, hopefully by the end of January 2025;
- The CFPO agreed that it's a very unwelcome development with the delay in sign-off but there can be no move forward until consolidated financial statements are signed-off;

- The Governing Authority will have to meet to consider and approve the financial statements for 2023 when finalised.

16.1.2.7 AGREED On the recommendation of the Committee to approve the following:

- Audit & Risk Committee Workplan for 2025;
- Fundamental Risk Register 2024;
- Internal Audit Plan 2025-2027.

16.2 CAMPUS DEVELOPMENT COMMITTEE (CDC)

16.2.1 NOTED Document entitled “Campus Development Committee, Report to Governing Authority, 16 December 2024”, previously circulated.

16.2.2 NOTED The Interim Chair, Ms June Arnold, on behalf of the Committee, briefed the Governing Authority on the matters addressed in the Report including:

- Terms of Reference – Chairs of FSPC and CDC to meet with Corporate Secretary to align their terms of reference;
- Update on Projects including Stables Roof Replacement and Backlog Maintenance and Antennae;
- The Director, Buildings & Estates has been requested to provide a list of upcoming projects, both new and existing and the respective timelines by end January 2025. This list will cover projects planned for the next 1-3 years and include just the key details;
- School of Medicine Maternity Modular Build – After seeking clarity on several items, the CDC approved the School to proceed with seeking planning permission for constructing a modular building on the University Maternity Hospital campus before Christmas, as this project is time-sensitive. The CDC will closely monitor this and other projects going forward;
- Framework for Physical Development – This included a presentation from RKD Architects, with further discussions scheduled for a meeting at the end of January 2025, followed by a report back to the Governing Authority. Student accommodation remains a priority for the CDC;
- Schedule of meetings and draft workplan.

16.3 FINANCE, STRATEGY & PERFORMANCE COMMITTEE

16.3.1 NOTED Document entitled “Finance, Strategy & Performance Committee, Chair’s Report to the Governing Authority, 16 December 2024”, previously circulated.

16.3.2 NOTED The Chair, Mr Donal Donovan, on behalf of the Committee, briefed the Governing Authority on the matters addressed in the Report including:

- Legal Fees with a briefing by UL solicitor;
- Intellectual Property Policy – to be reviewed early in 2025;
- Wisdom for Action: Research Strategy 2022-2027 – briefing by VPR – refer to Item 5 above;
- Treasury Policy – recommendation for approval;
- Stables Roof Replacement and Backlog Maintenance and associate funding arrangements – recommendation for approval – refer to Item 9 above;
- Plassey Park Road – acquisition and disposal of small land holding to facilitate works was approved by the Committee;
- Cappavilla Village – recommendation for approval – refer to Item 10 above;

- Checklist;
- Finance Update with a healthy surplus for FY2023/24 in part due to prudent management of finances and also to the supplementary grant notified by the HEA.
- Subsidiaries.

16.3.3 AGREED On the recommendation of the Committee to approve the Treasury Policy.

16.3.4 NOTED The FSPC expressed their appreciation to the Finance team for their immense work and comprehensive financial updates.

16.4 NOMINATING COMMITTEE

16.4.1 NOTED Document entitled “Nominating Committee, Chair’s Report to the Governing Authority, 16 December 2024”, previously circulated.

16.4.2 NOTED Expressions of interest were sought to fill two vacancies on the Joint Honorary Doctorate Committee from the Governing Authority.

16.4.3 AGREED To appoint Ms Anne O’Connor and Dr Donal Donovan to the Joint Honorary Doctorate Committee.

16.4.4 NOTED There has been no update from the DFHERIS in relation to the Ministerial Nominees and it is unlikely that the position will change until such time as the 34th Dáil is in place.

16.5 PEOPLE & CULTURE COMMITTEE (P&CC)

16.5.1 NOTED Document entitled “People and Culture Committee, Chair’s Report to the Governing Authority 16 December 2024”, previously circulated.

16.5.2 NOTED Ms Catherine Duffy, Chair, P&CC, on behalf of the Committee, briefed the Governing Authority on the matters addressed in the Report including:

- Meeting with the Unite Trade Union representatives in which they set out their key challenges and concerns. The Chair and Professor Devereux will meet again to consider issues raised further;
- Performance Development Review Policy – recommendation for approval;
- Dignity and Respect Policy and Procedures for Students & Employees – recommendation for approval;
- Policy and Procedures for Granting Permanent Status to Tenure Track Academic Staff – recommendation for retirement of Policy;
- Smoke and Vape Free Policy – recommendation for approval;

16.5.3 AGREED To approve the Performance Development Review Policy as presented.

16.5.4 NOTED The P&CC agreed to approve the Dignity and Respect Policy and Procedures for Students & Employees. The portion of the Policy as it relates to students will be reviewed by the Student Experience, Access & Equality Committee and if approved by them will be presented to the next meeting of Governing Authority for final approval.

16.5.5 NOTED Detailed discussion on the recommendation to retire the Policy and Procedures for Granting Permanent Status to Tenure Track Academic Staff including:

- [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
- Necessity of appropriate monitoring of promotions by heads of departments;
- Since the first tenure track was issued in 2012 there have been approximately 120 tenure track appointments and only three have ceased following completion of the full five years without progressing;
- If there is no tenure track there needs to be strong confidence and safeguards around each phase of the advertising and recruitment process in addition to the monitoring and mentoring of early career scholars;
- Members of the P&CC have requested that the external members be circulated with the various cultural audits and relevant S.64 reports.

16.5.6 AGREED That the recommendation to retire the Policy and Procedures for Granting Permanent Status to Tenure Track Academic Staff would not be approved at this time. This Policy will be further discussed at the next meeting of the Governing Authority with the Director, HR to get some sense of the landscape.

16.5.7 AGREED To approve the Smoke and Vape Policy as presented.

17. GA SELF-ASSESSMENT QUESTIONNAIRE

17.1 NOTED Documents entitled “Governing Authority Summary Report, Self-assessment annual evaluation of its own performance, 16 December 2024” and “Governing Authority Annual Self-Assessment Questionnaire”, previously circulated. The Corporate Secretary briefed members that there will be a discussion on this paper at the next meeting of the Governing Authority in January 2025.

18. ETHICS IN PUBLIC OFFICE ACTS (STATEMENT OF INTEREST)

18.1 NOTED Memorandum from the Corporate Secretary entitled “Disclosure of Interests Obligations for Members of Governing Authority”, dated 16 December 2024. The Corporate Secretary reminded members of their various disclosure of interests’ obligations noting that this was a huge area of focus in the Section 64 review. All forms must be returned on or before 31 January 2025 and is the personal responsibility of every Governing Authority member.

19. ANY OTHER BUSINESS

19.1 Induction Day

19.1.1 NOTED An Induction Day facilitated by Dr Tom Courtney commences at 10h00 17 December 2024. The session will be interactive, allow for discussion on issues in applying good principles and best practice. There will also be an opportunity for each committee to meet following the session to discuss and apply the learnings.

Board/Committee : Governing Authority
Meeting Number : M24-12
Page No. : 19

Documentation of Note circulated including:

-
- | Response | Percentage |
|---|------------|
| Yes, the U.S. should take action to address climate change | 95% |
| No, the U.S. should not take action to address climate change | 5% |