

**CONFIDENTIAL**  
**MATTERS TO BE REPORTED OF THE MEETING OF AN BORD C.N.E.D., HELD ON TUESDAY 26**  
**JANUARY 2021 AT**  
**11.00 AM ON ZOOM**

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**PRESENT**

(Via Zoom): Professor Sarah Glennie, Director  
Darragh Hogan  
Christine O'Donovan  
Dr Declan Long  
Jane McDaid  
Sonia O'Dwyer  
Dr Richard Thorn, Chairperson  
Frederick Goltz  
Gráinne Murphy  
Sinéad Ryan

**APOLOGIES:** Rachel Tuffy

**IN ATTENDANCE:** Dr Siún Hanrahan, Interim Head of Academic Affairs & Research  
Mark Carroll, Non-Academic Observer  
Gerry McCoy, Secretary  
Amy O'Hanlon

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It was agreed by An Bord to record these meetings on Zoom and that the recordings would be deleted following the approval of the minutes.

**1. MEETING OF AN BORD WITHOUT EXECUTIVE: (AGENDA ITEM 1):**

An Bord did meet without executive members present at this meeting.

**2. DECLARATION OF CONFLICT OF INTEREST: (AGENDA ITEM 2):**

No conflicts of interest.

**3. MINUTES: (AGENDA ITEM 3):**

**3.a. Minutes of the meeting of An Bord held on 15 December 2020:**

Copies of the minutes of the meeting of An Bord held on 15 December 2020 were circulated in advance of the meeting, deemed read and noted by An Bord.

It was **PROPOSED** by Gráinne Murphy, **SECONDED** by Christine O'Donovan and **AGREED** by An Bord to **APPROVE** the minutes of the meeting of An Bord held on 15 December 2020.

**3.b. Matters to be Reported from the meeting of An Bord held on 15 December 2020:**

Copies of the Matters to be Reported from the meeting of An Bord held on 15 December 2020 were circulated in advance of the meeting, deemed read and noted by An Bord.

It was **PROPOSED** Gráinne Murphy, **SECONDED** by Christine O'Donovan and **AGREED** by An Bord to **APPROVE** the Matters to be Reported of Meeting of An Bord held on 15 December 2020.

**3.c. Matters arising from the meeting of An Bord held on 15 December 2020:**

There were no matters arising.

**4. EXECUTIVE REPORT: (AGENDA ITEM 4):**

**4.a. Executive Report:**

A copy of the Executive Report was circulated in advance of the meeting, deemed read and noted by An Bord.

The following additional items were noted:

- The Student Forum meeting on 25 January was attended by Sarah Glennie. A note of confidence from students was conveyed on how their learning is being handled by staff. It was highlighted, similar to society as a whole, there is a mixed sense of nervousness from the student body representatives regarding returning to campus and the risks that may present and concern about completing the practical experience required to fulfill the requirements of programmes.
- Conferring 2020 took place online on Monday 25 January and An Bord thanked the staff who worked on this digital event.
- The Procurement Audit site work will begin on 8 February.

**4.b. COVID Report 19 January 2021:**

A copy of the COVID Report 19 January 2021 was circulated in advance of the meeting, deemed read and noted by An Bord.

**5. RISK: (AGENDA ITEM 5):**

**5.a. Risk Register Review and Update:**

A copy of the Risk Register Review and Update was circulated in advance of the meeting, deemed read and noted by An Bord.

Fred Goltz updated An Bord on the Risk Register following the meeting of the Audit and Risk Committee. It was noted NCAD are reworking the current pandemic risks and contingency planning and will continue to monitor and review these as the situation evolves.

At the March meeting of An Bord, the Executive will include further research on the risks and mitigations in areas such as student and staff wellbeing; long term impact via blending teaching and learning; assessments; provision of services and staff experience.

**6. MATTERS OF STRATEGIC IMPORTANCE: (AGENDA ITEM 6):**

**6.a. Update on Board Effectiveness review - Geraldine Fahy in attendance:**

Copies of the External Board Review powerpoint and Report were circulated in advance of the meeting, deemed read and noted by An Bord.

Geraldine Fahy from Not Just Governance discussed the report and its recommendations. She recommended that the report be included in the external documentation for the audit.

An Bord agreed with the recommendations.

Sarah Glennie is in communication with the Department of Higher Education and Skills regarding the ongoing legislative changes in the HEA Higher Education Bill regarding recruitment and reappointment of Board members. This is a risk in our register and is being monitored.

A recommendation was made for the new board pack to include the following:

- The Role of the Secretary and its relationship with the Board.
- Operations of the board and in particular around voting rights.
- Board Effectiveness and Recommendations from Geraldine Fahy from Not Just Governance.

Geraldine Fahy was thanked by An Bord for her work on the report.

**6.b. Documentation list for new Board 2021 onwards (for discussion):**

- i. Gap Analysis of Original Board Plan
- ii. Outstanding Audit issues
- iii. Strategic Plan update including KPI
- iv. Academic Update (inc Quantitative Report)
- v. Board Evaluation and Effectiveness Review
- vi. Financial statement update
- vii. Minutes for the last 6 meetings
- viii. Graduate catalogue.

Any further thoughts should be communicated to Gerry McCoy and will be presented to An Bord at the next meeting.

**6.c. Governance**

**i. Charity Act (for Discussion):**

Gerry McCoy discussed the Charity Act (2009) in relation to NCAD. He highlighted the dichotomy in the legislation in NCAD 1971 Act and the requirements detailed the Charity Act (2009). It was noted that NCAD complies with its statutory obligations under the Act and Code of Governance for Public Bodies (2016).

It was agreed a legal opinion is required to understand the significance for NCAD of the Charity Act and Gerry McCoy will revert the findings to An Bord.

**ii. Election Process of non-ministerial appointees (Draft):**

A copy of the Board Election Process of non-ministerial appointees was circulated in advance of the meeting, deemed read and noted by An Bord.

It was agreed that the Registrar will be the Returning Officer. Geraldine Fahy will be asked to oversee the voting process as an independent external auditor.

With the addition of the above change, the Election Process of non-ministerial appointees was **PROPOSED** by Frederick Goltz, **SECONDED** by Darragh Hogan and **AGREED** by An Bord for **APPROVAL**.

**6.d. Quality Assurance Board Update:**

**i. Presentation on 2020 Quality Assurance Cycle:**

**ii. Draft Quality Enhancement Plan 2021:**

Copies of the Draft Quality Enhancement Plan 2021 documentation was circulated in advance of the meeting, deemed read and noted by An Bord.

Siún Hanrahan and Sarah Glennie discussed each of these documents and gave a presentation.

Outline of 2021 Quality Enhancement Process

- Summary of Student Surveys
- Observations on Student Surveys
  - For future Student Surveys we will measure the peers / student survey comparisons and progression against previous student surveys and some goals around all of the measures, for future research.
- Summary of External Examiner Reports.

NCAD are currently testing the grade history for students in Studio+ / 3 year degree including those students who took a year off. The full question will be addressed on the basis of a range of sources of information, including QA Programmatic Reviews; and substantial engagement with students who choose not to undertake

Studio+. Also, the answer may not be a blanket one for all programmes. It is about meeting the discipline and student learning needs.

## **7. BOARD 3 YEAR OBJECTIVES: (AGENDA ITEM 7):**

### **7.a. Update on Financial Statements:**

A copy of the Financial Statements December 2020 and the Cashflow were circulated in advance of the meeting, deemed read and noted by An Bord.

### **7.b. Update on procurement and items for approval:**

- i. **Thomas Street Medical Practice.** - Approval to award contract.
- ii. **Managed Print - Photocopiers** - Apogee approval to award contract and issue PO.
- iii. **KeyGuard Security** - approval to award contract and issue PO for 61,708 plus.

It was **PROPOSED** by Frederick Goltz, **SECONDED** by Darragh Hogan and **AGREED** by An Bord to **APPROVE** the procurement.

#### **iv. PR Services:**

A copy of the PR Services was circulated in advance of the meeting, deemed read and noted by An Bord.

It was **PROPOSED** by Frederick Goltz, **SECONDED** by Darragh Hogan and **AGREED** by An Bord to **APPROVE** the procurement.

#### **v. BDO:**

A copy of the BDO service was circulated in advance of the meeting, deemed read and noted by An Bord.

It was **PROPOSED** by Frederick Goltz, **SECONDED** by Darragh Hogan and **AGREED** by An Bord to **APPROVE** the procurement.

### **7.c. IT update (Standing Item - for discussion):**

Gerry McCoy shared a presentation to An Bord.

#### **Security**

Version1 has been appointed with a view for beginning the project in April 2021 and a Project Manager is in place to ensure that we keep to the timeline.

#### **Network Upgrade**

- Installation of VPN (Ordered)
- Upgrade of Switches (6 Week lead time)

As per the IT Plan presented at previous meetings. The following projects are underway:

- Upgrade fibre link between design building and comms room (Procured)
- VLE selection - Canvas (Ongoing)
- Portfolio submission software Award Force (Complete)
- Introduction Intranet WorkVivo (February)
- Finance system - we are currently finalising a tender.

### **7.d. Memo on opening deposit accounts:**

This agenda item will be included in a future meeting of An Bord.

**7.e. Memo on changing of staff expenses policy and the amended policy:**

A copy of the Memo on Changing of Staff Expenses Policy and Amended Policy was circulated in advance of the meeting, deemed read and noted by An Bord. This policy has been reviewed by the Audit and Risk Committee.

It was **PROPOSED** by Darragh Hogan, **SECONDED** by Gráinne Murphy and **AGREED** by An Bord to **APPROVE** the Memo on Changing of Staff Expenses Policy and Amended Policy.

**7.f. Memo on changing the finance procedures manual and relevant attachments:**

A copy of the Memo on Changing the Financial Procedures Manual and Relevant Attachments was circulated in advance of the meeting, deemed read and noted by An Bord. This policy has been reviewed by the Audit and Risk Committee and further changes will be made to the manual.

It was **PROPOSED** by Darragh Hogan, **SECONDED** by Fred Goltz and **AGREED** by An Bord to **APPROVE** the Memo on Changing the Financial Procedures Manual and Relevant Attachments.

**8. ANY OTHER BUSINESS: (AGENDA ITEM 8):**

**8.a. Annual Statement of Interest Declaration:**

The Annual Statement of Interest Declaration will be sent to all members of An Bord this week.

**8.b. Schedule of Meetings of An Bord 2020/2021 (11am-1pm):**

2nd March 2021  
13th April 2021  
25th May 2021  
22nd June 2021

**9. AGREED ACTION POINTS: (AGENDA ITEM 9):**

- **5.a. Risk Register Review and Update:** At the March meeting of An Bord, the Executive will include further detail on the risks and mitigations in areas such as student and staff wellbeing; long term blending teaching and learning; assessments; provision of services and staff experience.
- **6.a. Update on Board Effectiveness review:** The following documents will be included in the Documentation Pack for New Members of An Bord:
  - The Role of the Secretary and its relationship with the Board.
  - Operations of the board and in particular around voting rights.
  - Board Effectiveness and Recommendations from Geraldine Fahy from Not Just Governance.
- **6.a. Update on Board Effectiveness review:** report to be included in the external audit.
- **6.b. Documentation list for new Board 2021 onwards:** Any further thoughts should be communicated to Gerry McCoy and will be presented to An Bord at the next meeting.
- **6.c.i. Charity Act:** A legal opinion is required to understand the significance for NCAD of the Charity Act and Gerry McCoy will revert the findings to An Bord.
- **8.a. Annual Statement of Interest Declaration:** The Annual Statement of Interest Declaration will be sent to all members of An Bord this week.

The meeting concluded at 1.14 p.m.

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Chairperson of An Bord

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Dated