

**Higher Education Authority
Report of Meeting of the Board of the HEA held on 17th December 2024**

- Present: Dr Niall Connors, Chairperson (agenda items 1-13)
Mr Dermot McCarthy (agenda items 1-13)
Dr Rory O’Sullivan (agenda items 1-13)
Dr Rosemary Day (agenda items 1-13)
Ms Nessa McEniff (agenda items 1-13)
Ms Paula Fyans, (agenda items 1-13)
Professor Anne Scott (agenda items 1-13)
Professor Mark Rogers (agenda items 1-13)
Ms Lianne Patterson (agenda items 1-13)
Dr Fiona Killard-Lynch (agenda items 1-13)
Mr Chris Clifford (agenda items 1-13)
- In attendance: Prof Marie Clarke, SETL Committee Chair (agenda items 1-13)
- Dr Alan Wall (agenda items 1-13.1)
Ms Orla Nugent (agenda items 10-12)
Mr Tim Conlon (agenda items 10-12)
Ms Caitriona Ryan (agenda items 10-12)
Ms Pearl Cunningham (agenda items 10-12)
Ms Orla Christle (agenda items 10-12)
Dr Louise Callinan (agenda items 10-12)
Ms Éilis Noonan (agenda items 1-12)
Ms Louise Sherry (agenda item 12)
Dr Mary-Liz Trant (agenda item 12)

Conflicts of Interest

No conflicts of interest disclosed.

Quorum

The quorum for HEA Board meetings, six members, was met.

1. Report of meeting held 30th October 2024

The minutes of the October Board meeting were approved.

Following a query about the revised September Board Minutes, the acting Board Secretary confirmed a link would be recirculated to where they are stored.

2. Matters arising/Review of Outstanding Issues

The CEO briefed the Board on recent developments in TU Dublin, including the announcement of a new President. Members thanked the CEO for the timeline of key engagements with TU Dublin which was provided to Members following the last meeting.

The CEO also noted that the IT systems used by HEIs formed part of the recent discussions around performance agreements.

Finally, the CEO noted that DFHERIS had issued correspondence recently requesting the HEA's participation in a review of the HEA Act 2022. Members agreed to discuss this further at the Board Away Day in February.

3. Report of Audit, Risk and Finance Committee Meeting 9th December- Verbal Update

Dr Killard-Lynch gave a verbal report of the recent meeting of the Committee.

3.1 Report on Payroll Audit

Deloitte presented their Internal Audit Report on Payroll, which contained one medium and two low findings. The Committee recommended approval of this report.

Decision: The Board approved the Internal Audit Payroll Report.

3.2 Biannual Review of Risk Management

The Committee reviewed and rationalised the revised Sectional and Corporate Risk Registers and noted the addition of the issues log to the Risk Management Framework, and recommended approval of these to the Board.

Decision: The Board approved the updated Corporate Risk Register and noted the updated Sectional Risk Registers and Risk Management Framework.

3.3 Review of the System of Internal Controls

Deloitte presented their Report on the Review of the System of Internal Controls, which identified no findings. The Committee recommended approval of this review.

Decision: The Board approved the Annual Review of Internal Controls.

3.4 Internal Audit Charter

The Committee recommended approval of the HEA's Internal Audit Charter.

Decision: The Board approved HEA's Internal Audit Charter.

3.5 Annual Audit, Risk and Finance Committee Report

The Committee submitted its Annual Report for 2024.

Decision: The Board approved the 2024 Annual Audit, Risk and Finance Committee Report.

3.6 Bank Accounts Closure and Renaming

The Committee recommended the closure of six HEA bank accounts and the renaming of one HEA bank account.

Decision: The Board approved the closure of six HEA bank accounts and the renaming of one HEA bank account as recommended by the Committee.

In addition, the following was noted:

- The Committee received an update on the HEA's compliance with the Code of Practice for the Governance of State Bodies, and no issues of noncompliance were highlighted.
- The Committee noted the 2024 Forecast and Management Accounts for October 2024.
- The Committee noted that the risk of cyber-attack remains high, and the recent turnover on the IT team may exacerbate this risk. However, the Committee noted that swift action had been taken by the Executive to put in place arrangements to ensure business continuity.
- The Committee welcomed the commencement of an organisation wide Culture Review in Q1 2025 by Mazars which will involve Board and Executive. The review is envisioned to take c.9 months and the results will be reported directly to the Board. Members queried why this was no longer forming part of the Internal Audit workstream for 2024 as previously proposed. The Committee Chair confirmed that following further engagement with the Executive, it was agreed that the scope of a Culture review was broader than an audit and would be reported directly to the Board. The Committee Chair accepted that no formal agreement had been minuted by the Committee following this engagement. Following discussion,, Members agreed that the Board will consider the findings of the Culture Review.

Decision: Members noted this update.

4. Report of System Funding and Oversight Committee Meeting 3rd Dec- Verbal Update

Dr O'Sullivan gave a verbal report of the recent meeting of the Committee.

4.1 Proposed Approach to the Finalisation of the 2024 Grant Allocation

The Committee recommended approval to the Board to allocate remaining 2024 Recurrent Grant unspent balances to 2024/25 Fees instalment. The Executive also outlined the supplementary funding provided by the DFHERIS, noting that €96.52m additional funding provided for public sector pay awards was particularly welcomed by the sector.

Decision: The Board approved the proposed approach to the finalisation of the 2024 Recurrent Grant allocation.

4.2 Proposed Approach to 2025 Grant Allocation

The Committee recommended approval to the Board of the proposed approach to the 2025 Recurrent Grant allocations, noting that an additional €50m core funding is being provided in respect of Funding the Future. This brings the Funding the Future core allocation to €145.6m which represents c.47% of total €307m shortfall recognised by Government in 2022.

Decision: The Board approved the proposed approach to the 2025 Recurrent Grant allocation.

4.3 Research Top Slices Allocations for 2024

The Committee recommended approval of 2024 research top slice allocations totalling €2,642,500 in respect of the National Odyssey Programme, Digital Repository of Ireland (DRI), Irish Resource e-Library (IReL) (Contribution to TU and THEA Members Participation), IReL (National Open Access Monitor) and the European Universities Initiative (EUI).

Decision: The Board approved the allocations of Research top slices for 2024.

- The Committee received a presentation from Forvis Mazars in relation to their review of TU Dublin's financial projections and recovery plan.
- The Committee noted the report on issues re: 2022/23 Financial Statements for HEIs.
- The Committee noted a proposal regarding a Thematic Review of HEI Subsidiaries.

Decision: Members noted this update.

5. Report of the Student Engagement and Teaching & Learning Committee 21st November

Professor Clarke presented this report.

5.1 Review of the Terms of Reference

The Committee reviewed the Terms of Reference and edited Item 3.4 to read, *"To advise the Board of the HEA in respect of the allocation and targeting of funding for sectoral teaching and learning enhancement"*. It was clarified that the document will next be reviewed in 2027 in line with best practice.

5.2 Mental Health Funding Allocation

The Committee recommended allocation of an additional €1m Mental Health & Wellbeing funding allocation to HEIs.

Decision: The Board approved this allocation.

5.3 AOB

Professor Clarke noted that in recent months, due to changes in their professional circumstances a number of members have resigned. These include Claire McGee (Industry Representative), Kerstin Mey (University Sector Representative) and two student voice representatives, Martha Ní Riada (former UCD SU president) and Hannah Kelly (NStEP). The Executive, in consultation with SETL Committee members, has identified the following individuals as potential external members of the committee:

- Professor Tim Thompson, Vice President for Students and Learning, Maynooth University (University Sector Representative).
- Garrett Murray, Head of Strategy Development, Enterprise Ireland (Industry Representative).
- Niamh Kennedy, NStEP Programme Manager (Student Voice Representative)
- Shauna O'Toole, President, TU Dublin SU, Technological University Dublin (Student Voice Representative).

The Board was asked to approve the appointments of these new members.

Decision: The Board approved the appointment the new Committee members.

Prof. Clarke also noted that the Teaching and Learning Conference took place on 12th December and feedback was very positive.

Members noted the Committee's report.

6. Report of the System Development Committee 4th December- Verbal Update

Dr Connors gave a verbal report of the recent meeting of the Committee.

6.1 Performance Funding Allocation

The Committee recommended approval of the allocation of €5 million in Performance Funding to the Board.

Decision: The Board approved the allocation.

6.2 TSAF Funding Allocation

The Committee agreed to recommend approval of TSAF allocations of €650k to DkIT and IADT to the Board.

Decision: The Board approved these allocations.

6.3 EDI allocation

The Committee recommended approval of the allocation of €130k under the ESVH Framework Funding to the Board.

Decision: The Board approved this allocation.

6.4 Graduate Outcomes Survey Class of 2023

The Committee recommended approval of the report of the Graduate Outcomes Survey and its publication.

Decision: The Board approved the publication of the report.

6.5 AOB

- The Committee welcomed Professor Mary Claire Van Hout as an external member.
- The Committee noted an excellent presentation on the Student Records System 2.O.
- The Committee agreed that matters relating to Research and Research Policy continue to be addressed by the System Development Committee, due to the fact that only two Board Members agreed to serve on a new, separate Research Committee considered at the previous Board meeting. The Board discussed this matter in detail. Dr Day indicated that in her view, the importance of research to the HEA agenda meant that a separate Research Committee was still warranted and indicated that her engagement with other external academics supported this view. Mr McCarthy suggested that the Executive prepare a paper for the Board's consideration at the Away Day in February, and consider the matter further at that stage.

Decision: The Executive will prepare a paper on the Research landscape and the HEA's ongoing role in respect of research for the Board's consideration at their Away Day.

Members noted this update.

7. HEI Pension Appeal

Dr Wall presented this item. The Board were requested to note the determinations made by the CEO on a pension appeal submitted by a member of staff in a HEI which was partially upheld.

Decision: Members noted this item.

8. Proposed Approach to Board Self-Evaluation

Ms Noonan presented this item. The Board was requested to approve the proposed approach to the Board self-assessment questionnaire, which is a requirement of the Code of Practice for the Governance of State Bodies. This will encompass the work of the Committees and the Senior Management Team will also be surveyed. It was also noted that an External Review will be conducted next year.

The Board reviewed the proposed questionnaire taken from the Code template, and agreed that all questions in the template should be included, as well as a space for feedback on each question.

The survey will be anonymous and the Chair will review the feedback and lead a discussion at the January meeting of the Board.

Decision: The Board approved the proposed approach to the Board self-evaluation exercise.

9. Proposed Approach to Board Away Day February 2024

Ms Noonan presented this item. The Board was requested to approve the proposed approach to the Board Away Day in February 2025.

Members reviewed the proposed schedule and had several suggestions including:

- The session on Strategy should be 3.5 hours,
- A session on Research should be added, as well as a session on review of Risks.
- The proposed session on Legislation could be moved to an online session on a different date, or held following the January Board meeting.
- Dr Day suggested a visit to Maynooth University should be explored around this date, if logistically feasible, as it was beneficial for HEI staff to get to know Members of the Board and who they should contact. It was noted that contact with HEIs should come through the Executive in the first instance.
- The session on Board Member roles and responsibilities should be focused on current issues of concern to avoid repetition with Board induction session.

Decision: The Board agreed that a revised schedule for the Away Day should be prepared and circulated.

10. Executive Report

The following issues were discussed:

- It was confirmed that the amount of Freedom of Information requests are higher than average due to the ongoing Section 64 processes.
- An Expression of Interest process opened in October 2024 for establishment of a shared service for investigations of formal complaints of sexual violence and harassment to HEIs, and no expressions of interest were received in response to the call. The HEA will engage further with DFHERIS on this.
- Members requested that the Executive recirculate the link to the HEA Legislative Obligations document in the Board Manual, and make the annual Oversight Agreement and Governance Standard Operating Procedures documents available. Governance will provide Members with this information.
- Is the widening of the gender gap noted in the Facts and Figures report in a specific subject? The Head of Statistics will revert on this query.

Members noted the Executive Report and commended the Executive on a very productive and busy year.

11. Corporate Risk Register

Ms Noonan presented this item. It was proposed to remove two risks from the register as these were no longer considered key risks, amalgamate two risks into one, and transfer two risks to the issues log. This will result in a reduction in risks from 13 to 7.

Ms McEniff suggested that as part of the Away Day, the key risks be discussed in further detail.

Decision: Members noted the Corporate Risk Register.

12. Presentation from National Apprenticeship Office, Dr Mary-Liz Trant

Dr Trant presented the NAO Progress Report 2024 and Business Plan 2025 to Members. Members raised the following queries:

- It was noted that gender balance and diversity issues were flagged in the Report, are disability issues incorporated in this? NAO works with AHEAD as part of their Access and Inclusion Subcommittee to address this.
- Is trade union engagement integrated into the system? Yes, there is meaningful engagement with trade unions on apprenticeship issues.
- Contingency measures in response to a possible future recession include the continued movement of programmes out of centralised structures in a dispersed but collective way. This model saw success with newer programmes during Covid.
- The creation of the country database was very welcome.
- What are the plans to ensure awareness of apprenticeships for girls and guidance counsellors? NAO attend the annual conference for Guidance Counsellors, and have links with the Maynooth STEM programme for girls.
- Ms Fyans noted that she received feedback from the sector in relation to negative impacts on training from a shift in academic terms from 3-2 annually. Neither the NAO nor the HEA have received feedback of this kind, and apprenticeship programmes still run for three terms.
- It was noted that the NAO has devoted attention to the impacts of mental health on apprenticeships, and Members encouraged the NAO to continue this engagement. The NAO confirmed plans to focus on this issue during the next partnership meeting in February.

Members thanked Dr Trant for her presentation.

13. Members Only Session/AOB

It was queried whether the new Minister will be invited to meet the Board of the HEA- this was confirmed.

Next Meeting: The date of the next meeting was agreed as Tuesday 28th January 2025.

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Chairperson

Date