

Audit & Risk Committee of Governing Body

Minutes of 22nd September, 2021

Present: Cllr. Michael Clark, Maeve McConnon, Sam Dunwoody

In Attendance: David Smith, Bernard Mullarkey, Conor Logan,
Elaine Dominguez (Minute-taker)

The Meeting was held as a Video Conference Meeting due to the ongoing safe operations during the COVID-19 pandemic. The meeting commenced at 17:37hrs and terminated at 19.39hrs.

The Committee members appointed Cllr. Michael Clark as Chairperson for the meeting. Once additional Governing Body members are appointed as members of the Audit & Risk Committee, the Governing Body will appoint a Chairperson the Committee.

1. Adoption of Agenda

The Agenda was adopted, as circulated.

Proposer: MMcC

Secunder: SD

2. Conflicts of Interest

No conflicts of interest were declared.

3. Adoption of Minutes of the Meetings of 18th February and 23rd March 2021

The Minutes of the meetings of 18th February and 23rd March 2021 were adopted as circulated.

Proposer: SD

Secunder: MMcC

4. Matters Arising

4.1 Financial Statements for year ended 31st August 2020 – it was noted that the Governing Body approved the Institute's Financial Statements for the year ended 31st August 2020 at its meeting of 14th April 2021. The Financial Statements were forwarded to the Office of the Comptroller & Auditor General, who issued an Audit Certificate on 11th May 2021. The certified Financial Statements were subsequently forwarded to the Department of Further & Higher Education, Research, Innovation & Science for laying before the Houses of the Oireachtas.

4.2 Programmes & Budgets 2021 – it was noted that the Governing Body approved the Programmes & Budgets 2021 at its meeting of 16th June 2021.

5. Annual Governance Reporting

5.1 Audit & Risk Committee Annual Report 2020/2021 – the draft Audit & Risk Committee Annual Report 2020/2021 was discussed as circulated. The necessity for further Governing Body members to be appointed as members of the Audit & Risk Committee was reiterated by the currently members, as was the need for the appointment of a Committee Chairperson. It was noted in section 5.4 Matters not addressed by the Audit & Risk Committee, that while the Committee did not carry out a formal annual review of its own effectiveness, it did reflect on its performance at its meeting of 18th February 2021. The findings of this were reported to the Governing Body at its meeting of 3rd March 2021.

5.1.1 Review of Audit & Risk Committee Terms of Reference - the members confirmed that no amendments are required to the Committee's existing Terms of Reference.

5.1.2 Annual Review of Controls - the Institute's Annual Review of Controls was reviewed in Section 6. of the Audit & Risk Committee Annual Report 2020/2021

The Committee members, subject to the correction of the attendance records, recommended the Annual Report 2020/2021 to the Meeting Chairperson for forwarding to the Governing Body.

Proposer: SD

Seconder: MMcC

5.2 IADT's Annual Governance Statement 2020/2021 – the draft Annual Governance Statement 2020/2021 was discussed as circulated. Items noted in the Governance Statement included: the appointment of a new Governing Body on 1st April 2021 following the end of the term of office of the previous Governing Body; a reference to the impacts of the COVID-19 pandemic on the operation of the Institute; the delay in the commencement of the Public Private Partnership (PPP) project (the Digital Media Building); and the non-compliance of the Quadrangle Building with Building Regulations.

A discussion arose in relation to the non-compliance of the Quadrangle Building; it was noted that the Institute has continuously worked within the confines of the building structure to ensure that it is as compliant as possible with the Disability Act 2005. It was noted that the issue of the Quadrangle Building has been raised with both the Department of Education and the HEA on numerous occasions. It was proposed that the construction dates of the Building (i.e. 1800s to 1980s) be noted in the Governance Statement. It was reiterated that the Institute fully meets its obligations in respect of its services and other buildings on campus.

5.2.1 Draft Statement of Internal Control 2020/2021 - it was noted that the draft Statement of Internal Control 2020/2021 forms part of the Institute's Annual Governance Statements (Items 30 to 37) as reviewed.

Subject to amendments being made to the attendance records of Audit & Risk Committee members in Section 17, and the inclusion of the aforementioned construction dates in Section 24, the draft Annual Governance Statement 2020/2021 was approved by the Audit & Risk Committee. It was agreed that the Statement be forwarding to the Governing Body for consideration and approval at its meeting of 6th October 2021.

Proposer: SD

Seconder: MMcC

6. Internal Audit

Ms. Clíodhna Maloney, Deloitte, joined the meeting at 18.30hrs to brief the Committee on internal audit updates.

6.1 Follow-up Review Report by Deloitte (September 2021) – it was reported that Deloitte are currently finalising the Follow-up Review Report and that this will be presented for review at the next Audit & Risk Committee meeting in November 2021.

6.2 Terms of Reference of Internal Controls Audit – I.T. Security – it was reported that due to the unavailability of Deloitte IT Security review resources, this review has been postponed and will be carried out early in 2022. It was proposed that a review of Third Party Contract Management be carried out in October 2021.

6.3 Internal Audit Plan 2021-2022 – the draft Deloitte Internal Audit Plan 2021-2022 was discussed as part of the Deloitte Internal Audit Progress Update. The proposed internal audit reviews to be carried out during 2021/2022 are: Third Party Contracts Management (October 2021); Annual Governance Update (November 2021); and I.T. Security (January 2022)

The Audit & Risk Committee members approved the draft Deloitte Audit Plan 2021-2022, and the Chairperson thanked Clíodhna for her updates to the Committee members. Ms. Clíodhna Maloney left the meeting at 18.40hrs.

Proposer: SD

Seconder: MMcC

7. Financial Statements

7.1 Management Letter for Financial Statements for year ended 31st August 2020

It was reported that DHKN (external auditors of the Institute's Financial Statements for year ended 31st August 2020) informed the Secretary/Financial Controller that they wish to attend the Audit & Risk Committee meeting scheduled for November 2021. DHKN will brief Committee members on both the Management Letter for the Financial Statements for year ended 31st August 2020, and the future audit of the Institute's Financial Statements for year ended 31st August 2021 which are due to be submitted to the Office of the Comptroller & Auditor General by 30th November 2021. The Committee members agreed to defer Item 7 until the next meeting in November 2021.

8. Corporate Procurement

8.1 Contracts Control Sheet Update - the updated Contracts Control sheet was discussed as circulated. The following items were specifically noted:

- (i) Computer Supplies (PC Products)** – this contract is a drawdown contract which was extended by HEAnet until 27/11/2021. No updates have been received to date from HEAnet in relation to any new contract have been agreed.
- (ii) Design & Print** – no tender process has commenced to date for the design and print services. It is understood that no further interactions with this contract will be required.

- (iii) **Fire Extinguisher Equipment** - the Institute is awaiting a new framework agreement from the Office of Government Procurement (OGP)
- (iv) **Network Security (Firewall)** – due to Covid-19 restrictions, the existing firewall was sufficient for the workloads during the period of restrictions. The firewall will be reviewed this month, September 2021.
- (v) **Paper Supplies** – the OGP extended the existing contract with Antalis until 07/11/2021; a tender process commenced during the Summer and the Institute is awaiting notification from the OGP of the outcome of the process.
- (vi) **Pest Control** – due to the Covid-19 pandemic response measures, the commencement of a tender process was delayed; the service is currently out to tender.
- (vii) **Telephones (Landlines & Mobiles)** – the existing contracts were extended to 25/10/2021 by the OGP; HEAnet are currently preparing a tender for this service.
- (viii) **Waste Management** – a new framework was put in place by the OGP, with a preferred supplier being chosen; the process is currently in a standstill period.

A discussion arose in relation to insurance cover to protect against claims lodged in relation to GDPR breaches resulting from cyberattacks. It was noted that IPB Insurances, provide insurance cover for the Institute. The Institute will consult with IPB Insurances regarding cyberattack cover at its next meeting with them.

It was noted that EduCampus is the formal Shared Service Provider of all IADT's MIS Systems and that EduCampus is owned and operated by HEAnet. It was reported that the President, as a member of the Board of EduCampus, has been advocating the introduction of a Service Level Agreement, which would help mitigate the consequences/claims resulting from any potential cyberattack for all Institutes of Technology.

9. Risk Management – COVID-19 Return to Campus Protocol

9.1 The President & Secretary/Financial Controller briefed Audit & Risk Committee members on the measures and protocols put in place to ensure a safe return to campus for both students and staff for the new academic year. Matters of note were as follows:

- (i) **Safe Return to Work/Study Plan** - on 15th June 2021, the Department of FHERIS published 'A Safe Return to On-site Further & Higher Education & Research (Safe Return Plan)', which provided guidelines on the safe reopening of the HE sector. On 23rd August 2021, Simon Harris TD, Minister of DFHERIS, briefed the Presidents of HEIs with regard to his expectations around a safe return to on-campus activities. It was reported that the mitigating actions/ measures agreed by IADT's C-19 Group were reviewed and endorsed by Prof. John Cuddihy, NPHET, as effective measures for a safe return to campus by both students and staff.
- (ii) **On-Campus Activity** - at present there has been a 50% return to campus by both students and staff members and it is planned that this will be increased incrementally to 80% and to 100% by the second term. The reduction of the 2m social distancing rule to 1m will assist with greater on-campus work/study. It was noted that flexibility for partial remote working is still being provided for staff members in order to provide childcare and other caring responsibilities. It was

reported that First Year students will commence on Monday, 27th September, when a First Year Matters Programme will be rolled out. The current Second Year students will also participate in the FYM Programme due to the fact that they were unable to experience college life during their first year as a result of the Covid-19 restrictions.

- (ii) **Rapid Antigen Diagnostic Test (RADT) Pilot** - In July 2021, the Institute engaged in Phase 1 of a RADT pilot run by the HSE, which involved 41 volunteers from staff and student cohorts. The Institute was subsequently selected to be part of a wider and extended pilot (organised by the HSE in conjunction with the Department of FHERIS) to participate in a self-managed RADT programme. The programme will be open to all staff and students on a voluntary basis from 28th September to 19th October 2021. The Institute has limited the number of volunteers to 100 and it will be managed by the Student Health Centre; participants will report directly back to the HSE. It was reported that due to the positive uptake of the Covid-19 vaccine by all age groups, that it is unlikely that RADT centres will be required on higher education campuses.
- (iii) **CO₂ Monitors** – during the Summer months, CO₂ monitors were installed in all multiple-use spaces/rooms on campus and all of the monitors are linked to a central cloud-based system. Guidance on the use of the monitors is provided in each room. It was noted that these monitors only measure the levels of CO₂ in the atmosphere and give an indication on when more ventilation is required; the monitors do not provide any indication of the presence of Covid-19. In addition, the Institute carried out an audit of the ventilation systems on campus, with upgrades carried out on windows as required.
- (iv) **Provision of Disposable Masks for Staff & Students** – disposable masks were purchased during the Summer and these have been made available to both staff members and students.
- (v) **Student & Staff Canteens** – the student canteen is operating in accordance with the rules applying to any restaurant accessed by members of the public; any staff member or student who wishes to dine in the student canteen must first provide proof of Covid-19 vaccination. The student canteen is a workplace canteen and therefore staff members availing of this service are not required to provide proof of vaccination.
- (vi) **Students Recruitment** – the second round of CAO offers was issued recently and the Institute continues to work towards filling the 580 places available for First Year Students for the 2021/2022 academic year.

A discussion arose regarding the possibility of introducing mandatory testing of staff/ students who return from travel abroad. It was reported that to date, the students and staff members have been very compliant with regard to Covid-19 rules/restrictions. It was noted that at present any staff member/student who travels abroad on Institute business must complete a risk assessment prior to departure. It was recognised that both IADT's Students Union and the Union of Students in Ireland have a major role to play in promoting the message of safe study, socialising and travel. The Institute will consider implementing a Policy for staff and students in relation to protocols for travelling abroad for work/study.

10. Statutory Reporting

The Audit & Risk Committee members were updated as follows in relation to Statutory Reporting:

- (i) **Accidents Reported to the Health & Safety Authority (HSA)** – no reportable accidents occurred on campus since February 2021.
- (ii) **Data Breaches under GDPR** - there was one data breach reported to the Data Protection Commissioner:
 - a) On 8th December 2020, an email containing special category personal data was sent to a similar but incorrect email address. The error was discovered on 7th May 2021. The student whose information was breached was informed and emails were sent to the incorrect address requesting that the data be deleted. No reply was received and the email was unable to be recalled. On request by the DPC, the Information Officer forwarded a copy of IADT's Data Protection Policy which was deemed to be comprehensive by the DPC. IADT were requested to ensure regular and continuing staff training in relation to data protection.
- (iii) **Reporting under the Children & Vulnerable Adults Policy** – there were no reports made to TUSLA or the Gardaí since February 2021.
- (iv) **Staff Complaints/Grievances/General Complaints** – there was one complaint made under Mutual Respect Procedures and an existing complaint resolved since February 2021:
 - a) In April 2021, the investigative process relating to interpersonal issues from November 2020, which had been parked due to Covid-19 was resumed; the external investigator from the Workplace Relations Commission (WRC) completed the process and a solution was agreed between both parties as set out by the investigator.
 - b) In June 2021, an allegation of sexual misconduct was reported; an investigation from the WRC was appointed; the finding was that no incidence of sexual misconduct have occurred.
- (v) **General Complaint** – there was one complaint made under IADT's Complaints Policy:
 - a) In July 2021, a general complaint was made by a member of the public in relation to a Freedom of Information Request; the matter is currently being investigated.
- (vi) **Student Complaints** – no new complaints were lodged in the period since the last Audit & Risk Committee meeting of 18th February 2021.

11. Equality, Diversity & Inclusion Implications

There were no Equality, Diversity & Inclusion Implications noted regarding any items discussed at the meeting, other than the issue raised under Item 5.2 Annual Governance Statement 2020/2021 in relation to the non-compliance of the Quadrangle Building with the Disability Act 2005 and Part M of the Building Regulations.

12. Draft Audit & Risk Committee Schedule of Meetings 2021/2022

The draft Audit & Risk Committee Schedule of Meetings 2021/2022 was discussed as circulated. It was proposed that the second Committee meeting be held on Wednesday, 24th November 2021 at 13:00hrs. Once the outstanding Committee members have been appointed by Governing Body, the remaining meeting dates and times will be agreed. In the interim, the Committee agreed that the third meeting will take place in the week beginning 21st March 2022 and 30th May 2022.

13. A.O.B.

There were no matters for discussion under A.O.B.

Next Meeting: Wednesday, 24th November at 13:00hrs

Signed: _____

Cllr. Michael Clark
Meeting Chairperson

Date: _____