

MINUTES OF BOARD OF NATIONAL LIBRARY OF IRELAND

Thursday 20 February 2020 at 11:00

Boardroom, National Library of Ireland,
4 Kildare Street, Dublin 2, D02 A322

	Present
Board	In person: Paul Shovlin, Chairman; Dr Ciara Breathnach (1-8.2); Bob Collins (4-11); Prof Maeve Conrick; James Dorgan; Katherine McSharry; Eoin McVey; Susan Philips; Jennifer Taaffe (3.1-9.2); Prof Susan Schreibman. By audio/video conferencing: Dr Conor Kostick (3.1-11).
Apologies	Jack Keyes.
	In attendance
Staff In person	Dr Sandra Collins, Director; Orla Sweeney, Secretary; Ger Wilson, Head of Digital Collections (6); Brian O'Donnell, Head of Estates (7).
Note: (1-10) denotes attendance for the inclusive sections of the minutes.	

1. **Declarations of interests and procedural matters**

The Chairman confirmed that the meeting was quorate and noted the apologies of Jack Keyes. In response to the Chairman's enquiry, the Board had no interests to declare.

All papers had been circulated in advance of the Board meeting unless otherwise stated.

The Board adopted the agenda.

2. Draft minutes of the Board meeting of 13 December 2019 and their publication

The Board approved the draft minutes of the Board meeting of 13 December 2019 without amendment and the publication of approved minutes with redaction as appropriate.

3. Matters arising

3.1 Action table

The Director outlined the status of each action as outlined in the table. The following actions were considered in more detail as follows:

19.2.2 The Secretary advised that the paper to enable the Committee Chairs to record that the Committee has implemented each of the recommended improvements put forward in the report on the Effectiveness of the Board and the Board Committees was circulated on 17 February 2020. In order for the Chairs to consider the paper and consult with their Committees, it is anticipated that the completed papers would be submitted to the Board during Q2 2020.

19.9.1 The Director notified the Board that she and the Keeper of Special Collections are invited to meet with President Higgins on 25 February 2020 and she would advise President Higgins that the President's archive would ideally be catalogued prior to the conclusion of the present Board's term in September 2020, as agreed by the Board.

The Board noted the matter's arising action table.

3.2 External review of the effectiveness of the Board: Board Improvement Plan

The Secretary provided the following briefing:

- The NLI's strategic organisational priorities for 2020, Oversight Agreement 2020 and Performance Delivery Agreement 2020 will be presented to the Board at their meeting on 12 March 2020.
- The Library science sessions are the main focus of the Board's development at present, with the session on Special Collections taking place directly after the Board meeting.

- Papers presented at the Board and Senior Management workshop with the Department of Culture, Heritage and the Gaeltacht (DCHG) were circulated by Secretary to the Board on 12 February 2020.
- The Governance Framework document (previously referred to as a governance manual) will be delivered by the Secretary under the supervision of the Director during the current Board's term.
- Following the Chairman's annual meeting with DCHG on 17 December 2019, the Secretary will draft the booklet regarding new appointments to the NLI Board. The booklet will incorporate, where possible, the views submitted by the Board and Executive. The booklet will be submitted to the Board for approval at its meeting on 12 March 2020.
- The Chairman agreed that a private session of the Board will be scheduled to take place at the Board meeting of 12 March and 18 June 2020.

The Board noted the updated Board Improvement Plan.

4. Strategic Review: Executive Report

The Director provided a verbal briefing. The Director addressed queries from the Board concerning the long-term plans for the Seamus Heaney: Listen Now Again exhibition; the British Newspaper Archive; and the preservation of a document seal. The Board welcomed the briefing on the Reimagining the NLI: Building Programme as noted in the appendix of the Report and agreed that a similar briefing should be included in future Reports.

In line with the Chairman's recommendation that the Report could be rationalised, the Director agreed to address the recommendation in tandem with the development of the new strategy and the Executive's corresponding report to the Board.

The Board approved the Executive Report.

5. Development Office Report

Katherine McSharry in her role as Deputy Director and Head of Development provided a presentation at the meeting on the activities of her office. Ms McSharry answered a query from the Board concerning the terms and conditions of recent funding applications. The Board recommended the French-Irish Ulysses scheme as a potential mechanism to support collaboration. The Board commended the work of the Development Office.

The Board noted the Development Office's Report.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7. Strategic Review: NLI Estates and Capital Development Project

Brian O'Donnell, Head of Estates, provided a presentation on health and safety; small works; facilities management; Optimise@Work presentation; signage and capital works/Reimagining the NLI: Building Programme.

Mr O'Donnell addressed queries from the Board regarding the cost owner of the planned energy upgrades; the closing date for the World War Ireland exhibition; visual aids to communicate the Re-imagining: Building Programme; and the Official Languages Act

2003 with particular reference to the new signage proposed in the main building. The Board noted the Executive's plans for the first floor exhibition area of the redeveloped west wing.

Upon the Board's recommendation, the Director and Mr O'Donnell agreed to give due consideration to the communication of any proposed changes to staff and/or public spaces in the wider NLI campus.

The Board commended the level of works being undertaken in addition to the Reimagining the NLI: Building Programme.

The Board noted the presentation relating to the Strategic Review: NLI Estates and Capital Development Project.

8. Corporate Affairs

The Director circulated a paper at the meeting briefing the Board on each of the following matters:

8.1 Finance

The Board noted with concern that the pension allocation as provided in the NLI's annual grant does not meet the NLI's pension liabilities and consequently any shortfall has to be met by the NLI's payroll. The Director advised the Board that she will convey the Board's concern to DCHG and request that the matter is rectified.

The Board noted the briefing on Finance. The Board agreed to approve the draft unaudited financial statements 2019 by email following the Audit and Risk Committee's consideration of the said statements at its meeting on 21 February 2020.

8.2 Recruitment Progress Report

The Director addressed queries from the Board concerning data supplied in the Report; promotion opportunities; and staff tenures. Based on the Board's enquiries, the Director advised that the Head of HR, in presenting the Workforce Plan to the Board at its next meeting for approval, will also provide an overview of the NLI's human resources.

The Board recommended that in relation to Budget 2020 the Executive should estimate an acceptable operational payroll variance.

The Board noted the Recruitment Progress briefing and report.

8.3 Risk Management

The Board noted that the review and presentation of the NLI Risk Register to the Audit and Risk Committee is deferred until a new Head of Finance/Chief Risk Officer is appointed.

8.4 NLI Trust

In line with the Board's recommendation, Ms McSharry agreed that the Development Office's strategy (which will be submitted to the Board for approval in due course) will outline if donations arising from the work of the Development Office will be directed to the NLI, the NLI Trust or other body.

The Board noted the briefing on the NLI Trust and specifically that the NLI Trust's memorandum and articles of association have been reviewed and revised, including changes such as the registration of the NLI Trust with the Charities Regulator and the automatic removal of staff and Board members from the directorship and membership of the NLI Trust when their roles in the NLI cease.

9. Board Committee' Reports

9.1 Readers' Advisory Committee

In the absence of the Chairperson and a member of the Readers' Advisory Committee, the Secretary informed the Board that the Committee is scheduled to meet on 5 March 2020. In line with the Chairman's request, the Secretary agreed to advise the Committee Chair to brief the Board on the discussion of the NLI collaboration with the Libraries Development of the Local Government Management Agency at the Board meeting on 12 March 2020.

The Board noted the approved minutes of the Readers Advisory' Committee meeting of 25 October 2019 and the date of the next Committee meeting.

9.2 Committee on Genealogy and Heraldry

The Chairperson of the Committee on Genealogy and Heraldry informed the Board that she had no further briefing to that provided at the Board meeting of 13 December 2019.

9.3 Audit and Risk Committee

The Chairperson of the Audit and Risk Committee informed the Board that the Committee is scheduled to meet on 21 February 2020.

The Board noted the date of the next meeting of the Audit and Risk Committee.

The Board agreed that the secretarial function for each of the Board's Committees should be incorporated into the Director's Office function during 2020.

10. AOB

There was no other business.

11. Next meeting

The Board noted that the next meeting of the Board is scheduled to take place on Thursday 12 March 2020 at 11.00am.

The Chairman closed the meeting.

