

MINUTES OF BOARD OF NATIONAL LIBRARY OF IRELAND

Thursday 12 March 2020 at 12:00

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

	Present
Board	In person: Paul Shovlin, Chairman; Bob Collins; James Dorgan; Katherine McSharry (1-9.9); Eoin McVey; Susan Philips. By audio/video conferencing: Dr Ciara Breathnach; Prof Maeve Conrick; Dr Conor Kostick; Prof Susan Schreibman.
Apologies	Jack Keyes; Jennifer Taaffe.
	In attendance
Staff In person	Dr Sandra Collins, Director (1-9.9); Orla Sweeney, Secretary (1-12); Ger Wilson, Head of Digital Collections (8); Seán Holly, Head of Human Resources (9.6)
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 and Jennifer Taaffe. In response to the Chairman's enquiry, the Board had no interests to declare.

All papers were circulated in advance of the Board meeting unless otherwise stated. The Chairman informed the Board that in light of the Government's Covid-19 public health announcement today that cultural institutions are to close from 6pm on 12 March until 29 March 2020, and the ministerial meeting at the Department of Culture, Heritage and the Gaeltacht (DCHG) for the directors of national cultural institutions was rescheduled to 3pm today, then a re-ordering and deferment of the agenda items would be required.

The Board adopted the revised agenda which was circulated at the meeting and noted that a re-ordering and deferment of the agenda items would be required.

2. Draft minutes of the Board meeting of 20 February 2020 and their publication

The Board approved the draft minutes of the Board meeting of 20 February 2020 without amendment and the publication of approved minutes with redaction as appropriate.

3. Matters arising

3.1 Action table

In line with the Chairman's request for important briefings, the Director advised the Board of her recent meeting with President Higgins concerning the cataloguing of his papers donated to the NLI in 2012 among other related matters.

The Board noted the matter's arising action table.

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

In line with the Chairman's request for critical briefings, the Secretary informed the Board that she had no such briefings to provide.

The Board noted the updated Board Improvement Plan.

4. Director's Report and Risk Management (Items 4 and 9.2 on the agenda)

In light of the Government's announcement (see section 1 above), the Director customised the delivery of her presentation on Covid-19 as it relates to the NLI to include relevant information such as business continuity; authority for emergency decisions; triggers for emergency decisions; designation of deputies for each Leadership Team member; risk management; remote working and remote email access for all staff.

In line with the Director's recommendation, the Board approved the authority for emergency decisions during Covid-19 pandemic as follows:

- The Director is responsible for emergency decisions, in consultation with the Chairperson.
- If the Director is unavailable, then the Deputy Director is responsible for emergency decisions in consultation with the Chairperson.

- If the Deputy Director is unavailable, then the Head of HR is responsible for emergency decisions in consultation with the Chairperson.
- If the Chairperson is unavailable, then the nominated Deputy Chairperson would be consulted.

The Chairman informed the Board that a Deputy Chairperson would have to assume the full authority of the Chairperson in the event that the Chairperson was unavailable, and he nominated the Chair of the Audit and Risk Committee for the role. The Board approved the Chairman's nomination of Eoin McVey as Deputy Chairman. The Board noted that the Board and DCHG would be notified as soon as possible should the authority for emergency decisions cascade from one authority level to another.

The Director briefed the Board on the potential risks for the NLI arising from Covid-19. She also notified the Board that a number of corporate documents drafted by the Leadership Team in response Covid-19 were operational in their draft format and would be submitted to the Board in due course. The Chairman commended the Leadership Team's swift contingency and business continuity planning, and he recommended that the plans be incorporated into the NLI's risk management framework.

The Board endorsed the Director's decision, in consultation with the Chairman, to close the NLI to the public and staff as per the Government's announcement (see section 1 above).

The Director and Ms McSharry, in her role as Deputy Director and Head of Development, addressed queries from the Board regarding the closure of Seamus Heaney: Listen Now Again and MoLI; remote working and security of same; and communications concerning the NLI's closure. The Board requested the Director and the Leadership Team to make the security of the NLI's buildings and collections during the closure period a priority concern. The Director notified the Board that she is scheduled to meet with the Leadership Team later in which an orderly closure of the NLI, and associated matters relating to security and communications, would be the focus of the meeting.

The Board noted the Director's Report including risk management concerning Covid-19. The Board approved the authority for emergency decisions, and the nomination of Eoin McVey as Deputy Chairman during the Covid-19 pandemic. The Board endorsed the Director's decision, in consultation with the Chairman, to close the NLI to the public and staff in line with the Government's announcement. The Board requested the Director and the Leadership Team to make the security of the NLI's buildings and collections during the closure period a priority concern.

5. NLI Priorities and Goals 2020

The Director addressed queries from the Board concerning the draft NLI strategic organisational priorities and goals 2020 including the Reimagining the NLI: Building Programme and user engagement goals. Ms McSharry, in her role as Deputy Director and Head of Development, answered a query from the Board relating to the Development Office goals. The Chairman commended the Leadership Team's development of the draft NLI strategic organisational priorities and goals 2020, and encouraged the Leadership Team to maintain the momentum of the Reimagining the NLI: Building Programme.

The Board approved the draft NLI strategic organisational priorities and goals 2020 and noted the review of the NLI strategic organisational priorities and goals 2019.

6. Development Office Report

For the reason outlined in section 1, the Board agreed to defer the Development Office Report until the next Board meeting.

7. Strategic Review: Collection Development Policy 2020

For the reason outlined in section 1, the Board agreed to defer the Strategic Review: Collection Development Policy 2020 until the next Board meeting.

8. Procurement: Digital storage

Ger Wilson, Head of Digital Collections, presented a paper entitled 'Procurement: Digital storage'. Ms Wilson answered queries from the Board regarding: (i) the present digital storage on-site locations; monetary value; and disposal procedures; and (ii) the proposed digital storage solution's, lifespan; cost comparisons; and capital/current funding assignment. The Board accepted Ms Wilson's recommendation that the NLI should not allow Covid-19, and any potential impact the pandemic may have on the procurement cost, to delay it from procuring digital storage as the solution is presently required.

The Board provided approval for the NLI to issue an invitation to tender for a single party framework (over a 4 year period) advertised on e-Tenders website and EU Journal for the procurement and implementation of a digital storage solution.

9. Corporate Governance

9.2 Finance

The Director briefed the Board on the recruitment for the Head of Finance post; ongoing work for the audit of the financial statements 2019 for which field work is currently underway; and financial contingency measures put in place in response to Covid-19.

The Board noted the Director's financial briefing.

9.3 Oversight Agreement 2020

The Board approved the Oversight Agreement 2020 between the Minister for Culture, Heritage and the Gaeltacht and the Board of the National Library of Ireland subject to amendments being agreed by the NLI Executive and DCHG in advance of signing by the Chairman. In relation to the proposed amendment, the Board agreed that the next external evaluation of the Board should be completed by 30 June 2022.

9.4 Performance Delivery Agreement 2020

The Board noted the Performance Delivery Agreement 2020 between the Department of Culture, Heritage and the Gaeltacht and the National Library of Ireland subject to amendments being agreed by the NLI Executive and DCHG in advance of signing by the Director. The Board agreed that an additional amendment should be proposed in which the NLI will confirm annually in its Annual Report that it complies with the procedures for parliamentary questions and the standards for the provision of information to members of the Oireachtas.

9.5 Seamus Heaney: Listen Now Again, Bank of Ireland Cultural and Heritage Centre Memorandum of Understanding

The Director addressed a query from the Board concerning the funding of operational costs of the exhibition up to 2023.

The Board noted the Seamus Heaney: Listen Now Again, Bank of Ireland Cultural and Heritage Centre Memorandum of Understanding applicable from November 2017 to December 2023.

9.6 Workforce Plan 2019-2020

The Chairman on behalf of the Board welcomed Seán Holly as the NLI's new Head of Human Resources. Mr Holly presented the Workforce Plan 2019-2021 and answered queries from the Board concerning staff turnover, skill trends and the expenditure of the payroll budget. The Director responded to an additional query from the Board concerning the correlation between the Workforce Plan and its annual payroll budget submission.

The Board approved the Workforce Plan 2019-2021.

9.7 Presentation: Human Resources

For the reason outlined in section 1, the Board agreed that presentation on Human Resources should be provided at its next Board meeting.

9.8 Booklet on the appointment to NLI Board

The Board provided its comments on the draft booklet on appointments to the NLI Board with specific reference to the Board members' time requirements, representation of the diversity of the Irish population and profile. The Board noted that the Secretary will contact them individually to confirm their interest in seeking reappointment to the Board in 2020.

The Board provided the Chairman with the authority to amend the draft booklet on appointments to the Board of the National Library of Ireland and submit same to the Department of Culture, Heritage and the Gaeltacht.

9.9 Publish Board minutes redactions 2017-2019

In relation to the Board minutes 2017-2019, the Board approved the publication of redactions as appropriate and noted the remaining redactions in place.

10. Board Committee' Reports

10.1 Audit & Risk Committee

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10.1.2 Audit and Risk Committee minutes of 28 November 2019.

The Board noted the approved minutes of the Audit and Risk Committee meeting of 28 November 2019.

10.2 Readers' Advisory Committee

10.2.1 Readers' Advisory Committee minutes of 13 December 2019

The Board noted the approved minutes of the Readers Advisory' Committee meeting of 13 December 2019.

10.2.2 NLI-LGMA Libraries Development Collaboration

For the reason outlined in section 1, the Board agreed to defer the NLI-LGMA Libraries Development Collaboration until the next Board meeting.

10.3 Committee on Genealogy and Heraldry

In the absence of the Chairperson of the Committee on Genealogy and Heraldry a member of the Committee informed the Board that the Committee had no further briefing to that provided at the Board meeting of 13 December 2019.

11. AOB

There was no other business.

12. Next meeting

The Board agreed to reschedule the next meeting of the Board to take place on Thursday 23 April 2020 at 11.00am.

13. Private session

13.1 Directors performance 2019 and goals 2020

The Board noted the progress against the Director's goals set for 2109 and acknowledged that the Director had another year of excellent performance. The Board approved the draft Director's goals for 2020.

13.2 Reappointment of the Director for a second term

After considering the Director's performance during her term, the Board approved the reappointment of the Director for a second term.

The Chairman closed the meeting.