

Minutes of the Board of the National Library of Ireland

Thursday 7 April 2022 at 11:00

**Venue: Joly Meeting Room, Main Building,
National Library of Ireland, 7/8 Kildare Street, D02 P638**

Board	<p>Present: Eoin McVey, Chairperson Dr Marie Bourke Prof Maeve Conrick John Grenham (via video conferencing) Lisa Grimm Lorelei Harris Dr Conor Kostick Katherine McSharry Prof Ciarán Ó hÓgartaigh (via video conferencing) Caitriona Sharkey (via video conferencing) Jennifer Taaffe</p>
	<p>Apologies: Prof Kalpana Shankar</p>
Staff	<p>In attendance: Katherine McSharry, Acting Director (1-12) Susan O'Donnell, Acting Secretary (1-12)</p> <p>Liz Coffey, Head of Communications and Development (5-6.1 only) Kathleen Ruane, Head of Finance and CRO (7-9.1.3 only)</p>
<p>Note: (5-6.1) denotes attendance for the inclusive sections of the minutes. All other Board/staff members were present/in attendance for the full duration of the meeting.</p>	

1. Interests and procedural matters

The Chairperson confirmed that the meeting was quorate. In response to the Chairperson's enquiry, the Board had no conflicts of interest to declare and adopted the meeting agenda.

The Board confirmed they were quorate; adopted the meeting agenda; and had no conflicts of interest to declare.

Note: All papers were circulated in advance of the Board meeting unless otherwise stated.

2. Draft minutes of the Board meeting of 10 February 2022 and their publication

The Board approved the draft minutes of the Board meeting of 10 February 2022, and the publication of the approved minutes with redactions as appropriate.

3. Matters arising

The Acting Director provided the Board with a brief overview of the matters arising action table. The following actions were considered in more detail:

Action 19.3.2: The Acting Director noted that the external review of the Board is likely to be completed or substantially underway by the deadline of 30 June 2022. The most recent review was undertaken by Navigo and involved surveys and phone interviews with the Board and Committees.

Action 20.2.5: The Acting Director noted that Board minutes from 8 April 2021 to 10 February 2022 will be published online in the coming weeks.

Action 2022.1.1: The Chairperson noted that an update will be provided to the Board during the upcoming Private Session at Item 13 below.

Action 2022.1.2: The Acting Director confirmed that, with regard to the selection of a UK-based supplier ProQuest LLC as book supplier to the NLI, the procurement process took place using the *Education Procurement Service EPS, Multi Supplier Framework Agreement for the Provision of Library Goods (BBB055F)*, and ProQuest were one of two suppliers selected in compliance with procurement requirements.

The Board noted the matters arising action table.

4. Acting Director's report

The Acting Director briefed the Board as follows:

- Covid-19 Operations Update: All capacity limits have been removed in line with government guidance, and services continue to re-open on a phased basis. Evening opening of the research services will be re-introduced by early May with late opening on Tuesday and Wednesday until 7pm.
- Updates on NLI Strategic Priorities for 2022:
 - Progress the NLI Capital Development Project “Re-imagining the National Library”: Engagement continues with the OPW and DTCAGSM across all aspects of the project.
 - Progress the West Wing Exhibitions & Engagement Project: Confirmation has been received from DTCAGSM that it is in order to progress to a pre-qualification process for design suppliers, and work is ongoing with a business case to move to this tender stage to be presented for Board review at its meeting of 2 June 2022.

With regard to Board oversight of the project, additional external expertise is being sourced.

- Digitisation – preparing for the next 10 years:

The Board noted that an update will be provided by the Head of Digital Collections at the Board meeting of 2 June 2022.

The Board noted that a number of collections, including one of maps, are currently being appraised, all of which would require additional funding, business cases as relevant to be brought to future Board meetings.

- HR Updates: The Blended Working Policy approved by the Board at its meeting of 10 February 2022 is being rolled out, with applications for remote working in line with the policy accepted from 28 March 2022.

Recruitment competitions for a Visitor Experience Manager and a Senior Software Developer are underway. A number of vacancies,

six in all, are awaiting sanction from DTCAGSM, including a consequential vacancy in the role of Head of Exhibitions, Learning & Programming arising from the Acting Directorship.

The Acting Head of Published Collections will return to their previous role when the Head of Published Collections takes up this role again in 2022. The significant contribution of the Acting Head was noted, particularly the exemplary leadership, adaptability, and people management expertise throughout the continual service changes necessitated by the pandemic.

The Board agreed to convey its thanks to the Acting Head of Published Collections for her work over the past two years, which were an especially challenging period.

- The Acting Director noted that a new method of reporting to Board is being developed and it is planned to bring to the Board meeting of 2 June 2022. This will include aligning bi-monthly reporting to the Strategy 2022-2026.
- National and International Collaborations: the newly appointed US Ambassador to Ireland, Claire Cronin, visited the National Library in March 2022.
- The Board discussed how the National Library could respond to the arrival to Ireland of all those fleeing Ukraine. The Acting Director confirmed that the National Library will be collecting content relating to this crisis.
- In response to a query from the Board, the Acting Director advised that there have been a small number of Covid cases among staff each week in recent months. To date there have not been any service closures.
- In response to an observation by the Board that online visits in 2021 were lower in comparison to 2020, the Acting Director noted that the new website will encourage more online visits; and that during the pandemic visitors tended to stay longer but consequently they made fewer visits.
- **The Board noted the Acting Director's report.**

5. Presentation: Introduction to the Communications & Development Office

The Head of Communications and Development, Liz Coffey, provided a presentation to the Board introducing the Development Office and noted the role of the Development Office is to seek awareness of and support for the mission of the NLI to share the stories of Ireland with the world through our unique collections.

The presentation included: an introduction to the team; an overview of activities such as marketing and design, which have both been taken in-house recently; and current initiatives including the Capital Development Project; design of the new website; and of the new Strategy 2022-2026.

Following a query from the Board with regard to the level of philanthropic donations to the Library, the Head of Communications and Development noted that over the past two years' communications focused heavily on Covid-related operations. Donations will be a greater focus in future, and there will be additional capacity for this work when the HEO role is filled.

The Board noted that the low level of staffing of the Communications and Development Office impacted the ability of the Library to focus on philanthropy.

In response to a query from the Board, the Head of Communications and Development noted that a brand audit has recently been completed and NLI brand colours have been refreshed. An additional refresh is not planned, however, the new website will have a whole new look upon launch later this year.

Following a query from the Board on website accessibility audits provided by the National Council for the Blind (NCBI), the Head of Communications and Development advised that she met NCBI in the past week, and the Library would be seeking such an audit to ensure the new website meets all accessibility requirements.

The Board noted the presentation introducing the Communications & Development Office provided by the Head of Communications and Development.

The presentation was to be circulated to the Board after the meeting.

6. Business cases

6.1 Communications & Development: Tender for Public Relations, Public Affairs and Communications Services

Following queries from the Board, the Head of Communications and Development confirmed that the current service provider would be entitled to tender again. In addition, the contract offered is for two years with the option to extend for one year on three occasions, a maximum of five years.

The Acting Director advised that external contractors are the most realistic solution to supporting this activity currently.

In relation to a query from the Board on how the Library monitors the contract for value, the Head of Communications and Development and Acting Director advised that the NLI is provided with regular reports with granular detail on all activity and quarterly planning meetings are conducted which review impact and effectiveness.

Following review by the Board, the Acting Director noted that the timing of renewals across the contract could be considered.

The Board noted that the Chairperson of the Audit and Risk Committee indicated willingness to join the evaluating group for tenders for Public Relations, Public Affairs and Communications Services if requested.

The Board agreed to provide approval for the Executive to proceed to EU procurement for an external supplier for services relating to public relations, public affairs and communications.

7. Presentation: Understanding NLI Management accounts and Financial Statements

The Head of Finance and CRO provided a presentation to the Board on the NLI Management accounts and Financial Statements. This included: an overview of the purpose and users; the process; preparation; a detailed breakdown of the contents of the management accounts; and a review of the Statement of Income and Expenditure and the Statement of Financial Position as reported in draft 1 Financial Statements for year ended 31 December 2021.

Following queries from the Board, the Head of Finance and CRO advised that donated heritage assets are valued by Keepers of the Library using comparative data where possible, or are valued by external professionals. It was noted that only acquisitions which cost or were valued at €5,000 or more and were acquired or donated since the Board was established in May 2005 are classified as Heritage Assets.

The Board commended the Head of Finance and CRO on the presentation on understanding NLI Management accounts and Financial Statements.

The presentation was to be circulated to the Board after the meeting.

8. Policies

8.1 Finance: Updated Operational Fixed Asset Policy and Procedures

The Head of Finance and CRO advised that the draft updated Operational Fixed Asset Policy and Procedures is an important development as the document incorporates recommendations raised by internal and external auditors.

The Chairperson of the Audit and Risk Committee (ARC) confirmed that, on 23 March 2022, the ARC reviewed the updated Operational Fixed Asset Policy and Procedures and were happy to recommend approval by the Board.

The Board approved the updated Operational Fixed Asset Policy and Procedures.

9. Corporate Affairs

9.1 Finance

9.1.1 Financial Statements for year ended 31 December 2021 (Draft 1)

The Head of Finance and CRO noted that that the draft unaudited financial statements were presented to the Office of the Comptroller and Auditor General (OCAG) and OCAG's agent, Mazars, for audit. These statements were provided to the Audit and Risk Committee (ARC) for review in the past week.

The Head of Finance and CRO confirmed that there has been no change to requirements under the Code of Practice for the Governance of Statement Bodies (2016).

The Head of Finance and CRO advised that a significant amount of fully depreciated Fixed Assets were listed as disposals. This followed a significant piece of work undertaken in 2021 to physically verify the assets on the Fixed Asset Register. [REDACTED]

In response to a query on whether the Library leases or owns its IT equipment, the Head of Finance and CRO advised that only one piece of equipment is leased.

The Board reviewed the Financial Statements for year ended 31 December 2021 (Draft 1).

9.1.2 Management accounts for year to 31 December 2021

The Board approved the draft management accounts for the year to 31 December 2021.

9.1.3 Management accounts for year to 31 January 2022 and detailed proforma budget for 2022

The Chairperson of the Audit and Risk Committee (ARC) confirmed that, on 23 March 2022, the ARC reviewed both the draft management accounts for the year to 31 January 2022 and the detailed proforma budget for 2022 and recommended both for approval by the Board.

The Board approved the draft management accounts for the year to 31 January 2022.

The Board approved the detailed proforma budget for 2022.

10. Board committees

10.1 Audit and Risk Committee: Report of 23 March 2022 and minutes of 26 January 2022

The Chairperson of the Audit and Risk Committee (ARC), briefed the Board on the Committee meeting of 23 March 2022.

The Chairperson of the ARC commended the Head of Finance and CRO for the level of assurance her work provides to the Committee.

The Board noted the Committee Chairperson's report on the Audit and Risk Committee meeting of 23 March 2022, and the approved minutes of the Audit and Risk Committee meeting of 26 January 2022.

The Board joined with the Audit and Risk Committee in commending the work of the Head of Finance and CRO.

10.2 Committee on Genealogy and Heraldry: Report of 23 February 2022

The Chairperson of the Committee on Genealogy and Heraldry briefed the Board on the Committee meeting of 23 February 2022. It was noted that Heraldry income increased in the past year, and a presentation from the Head of Digital Collections is planned.

The Board noted the report from the Chairperson of the Committee on Genealogy and Heraldry on the meeting of 23 February 2022.

10.3 Readers' Advisory Committee

The Board noted the briefing from the Chairperson of the Readers' Advisory Committee that the inaugural meeting is scheduled, and a report will be provided at the next meeting of the Board.

11. Next Board meeting: Thursday 7 April 2022, 11:00

The Board noted that the next meeting of the Board will take place on Thursday, 2 June 2022 at 11:00, as a hybrid meeting, in person with video conferencing facilities.

12. Any Other Business

There was no other business.

13. Private session

The Chairperson brought the Board up to date on progress in recruitment of a new Director.

The Chairperson informed the Board that Katherine McSharry has decided to step aside as a Director of the Board for the period in which she will be serving as Acting Director.

The Chairperson closed the meeting.