

Minutes of the Meeting of the Board of the National Library of Ireland

Thursday 27th February 2025 at 11.00am

Hybrid meeting: Boardroom, National Library of Ireland,
4 Kildare Street, Dublin 2, D02 A322 and video conferencing (VC)

Board	<p>Present:</p> <ul style="list-style-type: none"> - Eoin McVey, Chairperson - Prof Ciarán Ó hÓgartaigh, Deputy Chairperson (1-14.2, VC) - Dr Marie Bourke - Michael Diviney - John Grenham (VC) - Lisa Grimm - Lorelei Harris - Dr Brian Lang - Prof Kalpana Shankar (1-11, VC) - Genevieve Wyeth <p>Apologies:</p> <ul style="list-style-type: none"> - Caitriona Sharkey
Executive	<p>In attendance:</p> <ul style="list-style-type: none"> - Dr Audrey Whitty, Director - Orla Sweeney, Board Secretary - Katy Lumsden, Head of Human Resources (11) - Kathleen Ruane, Head of Finance and Chief Risk Officer (CRO) (12-14) - Brian O'Donnell, Deputy Director-Head of Estates (15)
<p>Note: There is one vacancy on the Board. All Board members were present for the full duration of the meeting unless otherwise stated. (Item 1-11) above, for example, denotes where a Board/staff member was not in attendance for the full duration, but in attendance for the identified section/s of the minutes.</p>	

1. Interests and procedural matters

The Board confirmed it was quorate and adopted the meeting agenda. In response to the Chairperson's request, the Board members declared they had no conflicts of interests.

The Board meeting was quorate. The Board adopted the agenda and no conflicts of interests were declared.

Note: All Board papers were circulated in advance of the Board meeting. A further version of the Board paper relating to Agenda Item 6.3.2 was circulated after the Board meeting. All papers were taken as read.

2. Draft minutes of the Board meeting of 12th December 2024 and their publication

The Chairperson verbally briefed the Board.

The Board noted that this item is deferred until the next Board meeting.

3. Matters arising

The Director outlined the relevant Board paper and provided an additional verbal briefing on some actions.

The Board noted the matters arising. The Board also noted the revised action table layout and outlined further amendments to be applied to the Board paper going forward.

4. Executive Report

The Director outlined the relevant Board paper and verbally briefed the Board on related matters. The Director responded to queries from the Board on (i) the upcoming UK-Ireland Summit as it relates to culture; (ii) any expansion plans for Poetry Aloud; and (iii) in light of recent media coverage concerning two institutions under the aegis of the D/TCAGSM, whether the NLI has recently procured, or plans to procure, any capital expenditure goods. The Board discussed events organised by Exhibition, Learning and Programming including an acknowledgement of the large numbers of people that book to attend the free events followed by a significant number of 'no-shows'.

The Board noted and discussed the Executive's Report of 27th February 2025. The Board requested a briefing paper on the proposed procurement of a product assigned as capital expenditure.

5. Chief Herald of Ireland

The Director verbally briefed the Board on succession and organisational planning in light of the pending retirement of the Keeper of Special Collections-Chief Herald of Ireland. The Director responded to a query from the Chair of the Committee of Genealogy and Heraldry on the proposed timeframe for the implementation of the said plans.

The Board noted and discussed the succession and organisational plans concerning the Office of Chief Herald of Ireland.

6. Board Committees

6.1 Audit and Risk Committee

6.1.1 Report of 17th February 2025

The Deputy Chairperson of the Board in his role as Chair of the Audit and Risk Committee outlined the relevant Board paper.

The Board noted the report to the Board on the Audit and Risk Committee meeting of 17th February 2025.

6.1.2 Minutes of 3rd December 2024

The Board noted the approved minutes of the Audit and Risk Committee meeting of 3rd December 2024.

6.2 Committee on Genealogy and Heraldry

The Committee Chair advised the Board that the Committee is scheduled to meet on 3rd March 2025 and reiterated plans in place to mark the retirement of the Keeper of Special Collections-Chief Herald of Ireland, who is also an ex-officio member of the Committee.

The Board noted the verbal briefing provided by the Chair of the Committee of Genealogy and Heraldry.

6.3 Readers Advisory Committee:

6.3.1 Meetings - Report of 5th February 2024 and Minutes of 4th December 2024

The Committee Chair verbally briefed the Board on the Committee's recent meeting.

The Board noted the verbal report to the Board on the Readers Advisory Committee meeting of 5th February 2025 and the approved minutes of the Readers Advisory Committee meeting of 4th December 2024.

6.3.2 Charter

The Committee Chair verbally briefed the Board on the Committee's review of its Charter and outlined further proposed changes to the Charter from the version of the draft document that was circulated to the Board to the further version to be circulated to the Board after this meeting.

The Committee Chair and the Director responded respectively to queries from the Board on the Equality, Equity, Diversity and Inclusion (EEDI) remit of the Committee and EEDI resourcing within the NLI.

The Board discussed and approved the revised Readers Advisory Committee Charter in line the Committee Chairperson's verbal briefing on the version of the Charter to be circulated to the Board after this meeting.

7. Capital Development Project: Gov & Ops arrangements

The Director verbally briefed the Board on the Capital Development Project (CDP) including personnel changes in the OPW and D/TCAGSM, and an upcoming meeting involving the Head of Finance-CRO and relevant stakeholders on the Gov & Ops arrangements. The Deputy Chairperson in his role as Chair of the Audit and Risk Committee, advised the Board that further to the recent ARC meeting, he considered that clarity by the Board on the NLI's and OPW's respective roles and responsibilities in relation to the CDP would be welcome.

Following a discussion, the Board acknowledged that:

- relations between the NLI and the OPW are historical;**
- the NLI is the tenant of the buildings it occupies, and its expertise lies in collecting, protecting and making available the recorded memory of Ireland;**
- the OPW is the owner of the buildings the NLI occupies, and its expertise lies in estate management; and**
- the OPW is fully responsible for the CDP.**

The Board requested that NLI's communications concerning the CDP align with the above.

8. Oversight Agreement and Performance Delivery Agreement, 2025

The Director verbally briefed the Board on the draft Oversight Agreement and Performance Delivery Agreement, 2025. The Director responded to a query from the Board on resourcing at LT level.

The Board noted and discussed the Performance Delivery Agreement 2025 as approved by the Leadership Team and subject to the further amendments detailed in the relevant Board paper.

The Board noted and discussed the draft Oversight Agreement 2025. The Board also noted that its approval of the draft Agreement is deferred until it either receives a request to approve the said Agreement by email in advance of the next Board meeting or until the next Board meeting.

9. Compliance Checklist for Non-Commercial State Bodies, 2023

The Director outlined the relevant Board paper.

The Board considered and approved the Compliance Checklist for Non-Commercial State Bodies, 2023 as it relates to the NLI. The Board noted the approved Checklist will now be returned to D/TCAGSM for countersigning. The Board outlined amendments to be applied to the Board paper relating to the Compliance Checklist 2024 expected from the D/TCAGSM via the Executive to the Board in Q3 2025.

10. NLI Strategic Organisational Priorities

10.1 NLI Strategic Organisational Priorities, 2024: End of Year Review

The Director outlined the relevant Board paper.

The Board noted and discussed the End of Year Review of NLI Strategic Organisational Priorities (SOP) 2024.

10.2 NLI Strategic Organisational Priorities, 2025

The Director outlined the relevant Board paper. The Board noted and discussed the NLI SOP for 2025. The Board requested that the SOP 'Hidden Collections Programme' be re-instated in the SOP for 2026. The Board outlined an amendment to be applied to the Executive's mid-year and end of year reports on the SOP for 2025.

11. Human Resources: Draft Recruitment Policy

The Head of Human Resources outlined the relevant Board paper and responded to a query from the Board concerning how the NLI's draft Recruitment Policy compares to its peers.

The Board approved the draft Recruitment Policy HR-PO-01. The Board welcomed the Executive's commitment to EEDI.

12. Finance

12.1 Management Accounts for year to 31st December 2024

The Head of Finance-CRO outlined the relevant Board paper.

The Board discussed and approved the Management Accounts for the year to 31st December 2024. The Board noted the updated Procurement Report.

12.2 Financial Statements for year ended 31st December 2024 (draft 1) (FS2024-draft 1)

The Head of Finance-CRO outlined the relevant Board paper and advised the Board that following a recent communication from the National Shared Services Office, the disclosure relating to

the NSSO in the Statement of Internal Controls (page 9 of the FS2024-d1) is accurate. The Head of Finance-CRO responded to a query from the Board concerning the timeline for the external audit.

The Board noted and discussed the (unaudited) Financial Statements 2024, draft 1 for the year ended 31st December 2024.

12.3 High-Level Budget 2025 (version 2)

The Head of Finance-CRO outlined the relevant Board paper.

The Board reviewed and discussed the draft High-Level Budget 2025 version 2 including the Board and Executive's engagement with D/TCAGSM in relation to the draft Budget.

13. Effectiveness of Internal Controls for 2024 and draft Statement of Internal Controls for year ended 31st December 2024

The Head of Finance-CRO outlined the relevant Board paper. The members of the Board on the Audit and Risk Committee noted their satisfaction with the effectiveness of the internal controls in 2024.

The Board discussed the matter and agreed that the internal controls in 2024 were effective. The Board approved the draft Statement of Internal Controls for the year ended 31st December 2024. The Board made a recommendation concerning the Chairperson's Comprehensive Letter to the Minister for the financial year ended 31st December 2024.

14. Risk Management

14.1 CRO update

The Head of Finance-CRO provided the Board with a verbal update on risk management in line with the Board paper for Agenda Item 6.1.1.

The Board noted the CRO's verbal update.

14.2 Estates - Health & Safety Summary Report, 2024

The Board noted the Health & Safety Summary Report for 2024.

15. Estates: NLI Sustainability and Climate Action

The Deputy Director-Head of Estates informed the Board that he continues to research training in line with the Board's request for a course relevant to sustainability and climate action in the Irish public sector, and he will bring any appropriate training to the Board's attention.

The Board discussed the presentation on NLI Sustainability and Climate Action and agreed to advise the Deputy Director-Head of Estates of any further training on climate leadership they would like to avail of.

16. AOB

In response to a query from the Board, the Chairperson verbally briefed the Board on its annual regional meeting scheduled for June 2025.

The Board noted initial details concerning its annual regional meeting and that the Board calendar would be updated accordingly.

17. Next Board meeting: Thursday 24th April 2025, 11.00am (hybrid)

The Board noted at its next meeting is scheduled to take place on Thursday 24th April 2025, 11.00am (hybrid)

The Chairperson closed the meeting.