

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

Thursday 12th December 2024 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 (VC) - Dr Marie Bourke - Michael Diviney - John Grenham (VC) - Lisa Grimm - Elizabeth M. Kirwan - Dr Brian Lang - Caitriona Sharkey - Genevieve Wyeth <p>Apologies:</p> <ul style="list-style-type: none"> - Lorelei Harris - Prof Kalpana Shankar
Executive	<p>In attendance:</p> <ul style="list-style-type: none"> - Dr Audrey Whitty, Director (1-13) - Orla Sweeney, Board Secretary (1-13) - Kathleen Ruane, Head of Finance and Chief Risk Officer (CRO) (6-7) - Brian O'Donnell, Deputy Director-Head of Estates (8-11)
<p>Note: All Board members were present for the full duration of the meeting unless otherwise stated. (Item 1-13) above, for example, denotes where a Board/staff member was not in attendance for the full duration, but in attendance for certain 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. All papers were taken as read.

2. Draft minutes of the Board meeting of 24th October 2024 and their publication

The Board approved the draft minutes of the Board meeting of 24th October 2024 and the publication of the approved minutes with redactions as highlighted.

3. Matters arising

The Director outlined the relevant Board paper and in addition, verbally briefed the Board on the NLI Society's Committee meeting of 27th November 2024; significant ICT improvements; and efforts to increase the NLI's external communications concerning collections made available in digital format. The Chair of the Committee on Genealogy and Heraldry welcomed the latter briefing.

The Board noted the matters arising action table.

4. Executive Report

The Director outlined the relevant Board paper along with an additional verbal briefing on related matters. The Director responded to a query from the Board concerning the NLI's social media and service delivery statistics as provided in the Executive Report. The Board had a lengthy discussion covering three themes: NLI readers/users/visitors onsite and online; NLI exhibitions; and increasing the age profile of the NLI's readers/users/visitors.

The Board noted and discussed the Executive's Report for NLI Board, 12th December 2024.

5. Board Committees

5.1 Audit and Risk Committee

5.1.1 Report of 3rd December 2024

The Deputy Chairperson of the Board in his role as Committee Chair of the Audit and Risk Committee outlined the relevant Board paper relating to the Committee meeting of 3rd December 2024 along with an additional verbal briefing on related matters.

The Committee Chair and Director responded to queries from the Board concerning the tax treatment of the reimbursement of annual membership fees of a professional body for Employees and Office Holders.

The Board noted the Committee Chair's Report of the Audit and Risk Committee meeting of 3rd December 2024.

5.1.2 Minutes of 9th October 2024

The Board noted the approved minutes of the Audit and Risk Committee meeting of 9th October 2024.

5.1.3 Membership

The Board approved and welcomed the appointment of an additional external member, Denis O'Connor, as an ordinary member of the Audit and Risk Committee effective from 12th December 2024 to 11th December 2029.

5.2 Committee on Genealogy and Heraldry: Report of 20th November 2024 and Minutes of 5th June 2024

The Committee Chair verbally briefed the Board on the Committee meetings of 5th June and 20th November 2024 respectively.

The Committee Chair also briefed the Board on the Committee's plans 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 Director responded to a query from the Board on succession plan in light of this pending retirement.

The Board noted the Committee Chair's verbal report on the Committee on Genealogy and Heraldry meeting of 20th November 2024. The Board also noted the approved minutes of the Committee on Genealogy and Heraldry meeting of 5th June 2024.

5.3 Readers Advisory Committee: Report of 4th December 2024 and Minutes of 26th September 2024

Due to the absence of the Committee Chair, a member of the Readers Advisory Committee, Micheal Diviney, briefed the Board on the Committee meeting of 4th December 2024 including the Committee's intention to engage a service-provider with diversity and inclusion expertise to advise and assist the Committee in its review of the RAC Charter.

The Board noted a Committee member's verbal report on the Readers Advisory Committee meeting of 4th December 2024. The Board also noted the approved minutes of the Readers Advisory Committee meeting of 26th September 2024.

6. Risk Management: Corporate Risk Register

The Head of Finance-CRO outlined the relevant Board paper and responded to queries from the Board concerning the definition of risk management terminology and the rationale for the risk rating relating to Board Key Risk (BKR) 1.

The Board discussed the Corporate Risk Register (CRR). In relation to the next review of the CRR, the Board asked the Executive to consider the following mitigation strategies in relation to Risk 2.9 – buildings and Risk 3.1 - EU Directive 2016/2102 (26th October 2016) on the accessibility of the websites and mobile applications of public sector bodies given effect in Ireland by SI 358 of 2020 known as the "EU Web Accessibility Directive".

[REDACTED]

[REDACTED]

The Chairperson noted his appreciation, on behalf of the Board, to the CRO for work undertaken in the past year in relation to the risk management project.

The Board approved: the draft Corporate Risk Register, version Q4, 2024 (Appendix 1); the draft Report on Board Key Risks, version Q4, 2024 (Appendix 2 & 3); and the draft Report on Risks Exceeding Appetite, version Q3, 2024 (Appendix 4). The Board discussed the Corporate Risk Register, the Report on Board Key Risks and the Report on Risks Exceeding Appetite at length.

7. Finance

7.1 Management Accounts for year to 31st October 2024

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

The Board discussed and approved the draft Management Accounts for the year to 31st October 2024.

7.2 Draft proposed Management Accounts Template

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

The Chair of the ARC thanked the Head of Finance-CRO for developing the new draft template for presentation of the management accounts on foot of the ARC's recommendation. ARC

member, Genevieve Wyeth, who liaised with the Head of Finance-CRO on the development of the said draft, recommended that where possible the template should be resized to fit an A4 page.

The Board reviewed and approved the draft proposed Management Accounts Template for implementation from 1st January 2025.

7.3 High-Level Budget 2025

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

The Board discussed the draft High-Level Budget 2025 and agreed to defer its approval of the draft High-Level Budget 2025 until its next meeting.

7.4 Authorisation chart, purchase order and invoice approval threshold review

The Head of Finance-CRO outlined the relevant Board paper and responded to a query from the Board on whether the NLI had a corporate procurement plan and when Board approval would be sought to award contract extensions. The Board commended the Executive for the work undertaken on this matter and for the clarity of the Board paper.

The Board approved the draft updated Authorisation chart, purchase order and invoice approval thresholds (Appendix 4).

8. Capital Development Project:

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

9. Policy - Estates: Safety Statement 2025

The Deputy Director-Head of Estates outlined the relevant Board paper and responded to a query from the Board on who occupies the role of safety representative.

The Board approved the draft Safety Statement for 2025.

10. Business Case - Estates: Cleaning Services

The Deputy Director-Head of Estates outlined the relevant Board paper.

The Board provided approval for the Executive to award a contract under the Multi Supplier Framework Agreement (FCL024F) for the provision of Commercial Cleaning and Window Cleaning Services to the incumbent company, Moore's Cleaning Services.

11. Presentation - Estates: Climate Leadership

The Board noted that the Deputy Director-Head of Estates had prepared a presentation entitled 'NLI Sustainability and Climate Action'.

12. AOB

There was no other business.

13. Board matters

13.1 Annual Self-Assessment Evaluation of the Board's Effectiveness

The Board noted that the model Board Self-Assessment Evaluation Questionnaire, as provided in the State Code, will be circulated electronically to the Board.

13.2 Next meeting: Thursday 27th February 2025, 11.00am (hybrid)

The Board noted that its next meeting will take place on Thursday 27th February 2025 at 11.00am in the NLI Boardroom/Zoom.

14. Time alone

On his own behalf and on behalf of the Board, the Chairperson presented a framed photograph from the Lawrence Collection to Board member, Elizabeth M. Kirwan, to mark her pending retirement from the institution after a long and distinguished career, and to thank her for her service as the staff nominee on the NLI Board.

The Board held a private session and made a presentation to Board member, Elizabeth M. Kirwan.

The Chairperson closed the meeting.