

Audit & Risk Committee of Governing Body

Minutes of 3rd June 2025

Present: Bernadette Costello (Chairperson) [BC], Dr Eimear Cotter [EC], Sam Dunwoody [SD], Colm O’Callaghan [COC], Prof. Paul Moore [PF]

In Attendance: David Smith, Michael Farrell, Conor Logan, Sinead Keane, Elaine Dominguez (Minute-taker)

Invitees: Angela Ireri (Deloitte) and Colm Hennesy (Head of Information Services, IADT)

The Meeting was held remotely via MS Teams. A private members' meeting was held from 10:00hrs to 10:16hrs. The Audit & Risk Committee meeting commenced at 10:16hrs and concluded at 12:04hrs.

1. Adoption of Agenda

The Agenda was adopted as circulated.

2. Conflicts of Interest

There were no conflicts of interest to report.

3. Adoption of Audit & Risk Committee Minutes of 31st March 2025

The Minutes of the meeting of 31st March 2025 were adopted as circulated.

Proposed: PM Seconded: SD

4. Matters Arising

4.1 Space Utilisation Report (Survey No.3) – it was reported that a Summary of the Findings from the Semester 2 2024/2025 Space Utilisation Survey will not be released by the HEA until July 2025. To date, no information has been received from the HEA with regard to surveys to be carried out during 2025/2026.

Action: The President to provide an update re Space Utilisation Survey No. 3 at the next Committee meeting in October 2025.

4.2 HEA Budget Allocation 2025 – the President briefed the Committee members on the HEA Budget Allocation 2025 letter (including Appendix 1 – System Level Breakdown) received in April 2025. It was noted that the Core Grant for 2025 is €15,713,465, which includes €571,148 under Funding the Future. IADT got the highest increase in the technological higher education sector, i.e., a 12.9% increase. In addition to the Core Recurrent Grant, IADT has also been allocated Research & Innovation funding in the amount of €129,692.

4.3 Induction Training for Audit & Risk Committee – arrangements have been finalised regarding the delivery of Induction Training for Audit & Risk Committee members by Governance Ireland. The training has been scheduled for Wednesday, 11 June @ 2.30pm, following the Governing Body meeting. A recording of the training will be made available to those members who are unable to attend on the day, as well as the option to submit any questions in relation to the training.

4.4 Cyber Security Benchmarking Exercise – it was reported that the Head of IT at IADT will issue an RFQ in June to obtain a service provider to carry out the benchmarking exercise.

Action: Head of I.T. to issue an RFQ in June regarding the Cyber Security Benchmarking Exercise.

4.5 Insurance Status of Digital Media Building (DMB) – it was reported that, while the contents of the DMB are covered by the Institute’s insurance policy, it is the responsibility of the PPP company to organise the insurance for the building itself.

5. Financial Matters

5.1 Update re IADT Financial Statements for year ended 31st August 2024 – it was reported that the auditors from the Office of the Comptroller & Auditor General (C&AG) have completed their field work, and that it is hoped that an end-of-audit meeting will be convened with the C&AG at the end of this week/early next week to discuss their findings. It was reported that it is likely the C&AG will have a number of points to be included in the Management Letter, including: a) the removal of references to the THEA Code of Governance for Institutes of Technology 2018 (substituted with the Code of Practice for the Governance of State Bodies 2016); b) the suggested changes made by the Committee to the wording contained within the Statement of Internal Control and Corporate Governance Statement of the Financial Statements; c) the possible inclusion of overheads associated with historical projects, however these may be deemed to be insignificant.

Action: Update to be provided to Audit & Risk Committee once the C&AG have issued the audit certificate and Management Letter in relation to the financial statements for year ended 31 August 2024. [CL]

5.2 Management Accounts & Expenditure Report Year to Date April 2025 – the Finance Manager briefed Committee members on the Management Accounts & Expenditure Report Year to Date April 2025 as circulated. These accounts are based on the statutory year (September to August) and are in an updated format to reflect non-pay classifications as previously requested by the Committee. It was noted that, while these accounts cover the period September 2024 to April 2025, the internal budgeting and management cycle within IADT currently runs on the calendar year basis, in line with the Institute’s funding from the HEA. In the Management Accounts, a year-to-date nominal surplus of €21k is being reported, which is €173k favourable verses projected. The overall €173k favourable variance is made up of an unfavourable variance of €50k (0.3%) on Income, a favourable variance on Pay of €385k (3%) and an unfavourable variance of €162k (4%) on non-pay. The Committee members requested that the HEA Budget Allocation letter for 2024 be circulated to them.

As mentioned under Item 4.2, the Institute has received notification of the Core Grant Allocation for 2025. It was noted that the Core Grant is based on projected growth in student

numbers, relative to the higher education sector as a whole. The Committee members requested that the submission in relation to student numbers in March 2024, be circulated to them. It was reported that, while the submission of the student census is made at the end of March annually, discussions follow with the HEA in relation to the various weightings applied to courses (i.e., higher rating being applied to studio/lab-based teaching).

Action: HEA Budget Allocation Letter 2024, plus March 2024 student census to be circulated to the Audit & Risk Committee. [CL]

6. Internal Audit

Angela Ireri (Assistant Manager – Risk Advisory, Deloitte) joined the meeting at 10:50hrs to brief the Committee members on internal audit matters.

- 6.1 IADT Internal Audit Recommendations Tracker (June 2025)** – the Interim Secretary briefed the Committee members on the status of recommendations resulting from previous internal audits. It was noted that a third section has been added to the tracker document, listing those recommendations which are more long-term with regards to their implementation, e.g., the enhancement of risk management culture within the Institute, and extended procurement training for staff members. With regard to Risk Management Monitoring, it was reported that the Governance Lead has completed an RFQ for the provision of a risk management system, and that a contract has been signed with CalQRisk. It is planned that the system will improve the recording and reporting of risks within the Institute. It was reported that to date, a total of 27 out of 49 relevant staff members have completed the online Procurement Training on IADT’s Digital Training & Development Hub; a reminder regarding the requirement to complete the training has been issued to outstanding staff members. With regard to the recommendation for the establishment of an IADT Remote Working Policy, it was reported that the Institute is currently operating under an interim remote working arrangement, and that this framework will remain in place while sectoral-level discussions continue to finalise a long-term remote and blended working policy.

A discussion arose regarding those recommendations that require ongoing/long-term implementation, i.e., the enhancement of risk management culture and continuous procurement training. It was proposed that: a) “Target Date” be amended to “Review Date”; and b) if the Institute confirms that actions/processes are being implemented to address the recommendations, that they can then be removed from the Internal Audit Report Tracker and included, where appropriate, instead on the Risk Register. Any relevant updates in relation to these matters will be provided to the Committee two/three times annually. It was also proposed that any recommendations resulting from the recent C&AG audit be included in the Tracker document.

Action: “Ongoing” items listed in the Internal Audit Recommendations Tracker to be reviewed for possible inclusion the IADT Risk Register; and an update on “In Progress” recommendations to be provided at the Committee meeting in October. [MF]

Action: Recommendations resulting from the recent C&AG audit to be included in the Internal Audit Recommendations Tracker. [MF/CL]

- 6.2 Update on Internal Audit Reviews 2025 & Proposed Reviews for 2026** – Angela Ireri briefed the Committee members on the update as circulated. The following was noted:

Year 2 (2024/2025) Reviews:

- (i) The GITC/User Access Management Applications Control Review is expected to commence in June 2025 (Planning Memo included in the ARC meeting pack).
- (ii) The desktop review of Budgeting and Financial Reporting is scheduled to commence in July 2025 (draft Planning Memo also included in the ARC meeting pack).
- (iii) An update will be provided to the Committee on the Deloitte sectoral Annual Governance Review at the Committee's meeting in October 2025.

It was noted that, as previously agreed, a review of Internal Financial Controls and Statement of Internal Controls will take place in September 2025. Additional internal audits for the academic year 2025/2026 will be discussed and agreed at the Committee meeting in October 2025. It was requested that Deloitte provide a report on the GITC/User Access Management review for a Committee meeting to be held at the end of August 2025. It was proposed that, as part of the Desktop Review of Budgeting & Financial Reporting in July, that a review of the layout of Management Accounts & Ancillary Expenditure Report be carried out. In addition, it was proposed that Deloitte produce a revised Audit & Risk Committee Internal Audit Charter to reflect new accountancy standards. It was requested that Deloitte include proposed dates for the presentation of internal audit review reports to the Committee.

Ms. Ileri, left the meeting at 11.00 hrs.

- Action:** Report on internal audit review of GITC/User Access Management to be provided to the Audit & Risk Committee meeting in August 2025. [Deloitte]
- Action:** The inclusion of a review of the layout of Management Accounts & Ancillary Expenditure Report in the planning memorandum for the Desktop Review of Budgeting & Financial Reporting scheduled for July 2025. [Deloitte]
- Action:** An updated ARC Internal Audit Charter to be provided by Deloitte to the Committee in August 2025. [Deloitte]
- Action:** The inclusion of reporting dates to the Committee to be included in each internal audit planning memorandum. [Deloitte]
- Action:** The internal audit reviews for 2025/2026 to be agreed at the next Audit & Risk Committee meeting in October 2025. [Deloitte]

7. Corporate Procurement

7.1 Contracts Control Report (June 2025) - the updated Contracts Control sheet was discussed as circulated. It was noted that all contracts listed on the Control Sheet are up to date, except for the following:

- (i) **Design & Print (11/06/2025)** – an RFQ for print, design and digital services (to the value of €50k) will be issued on 6 June 2025 (post the establishment of an IADT Communications/PR Office).
- (ii) **Cleaning (13/07/2024)** – E&CS Manager continues its discussions with the OGP regarding a multi-supplier framework agreement.
- (iii) **Grounds Maintenance (31/12/2023)** – with the completion of the Digital Media Building, tender documentation will be prepared and the process will commence in 2025; in the interim, the existing contract with SAP Landscapes will continue a rolling monthly basis.

- (iv) **Pest Control (12/02/2020)** – no OGP framework is currently available; IADT is in the process of preparing tender documentation in this regard.

The following contracts were previously listed as “expired”:

- (i) **Computer Supplies – Apple Products (14/04/2025)** – tender process completed by HEAnet; official details of contract to be released in early April 2025.
- (ii) **Plant Maintenance (30/06/2024)** – a 3-year contract (with 2 x 12-month extensions) has been awarded to Thermodial with a start date of 01/05/2025.
- (v) **Security (30/09/2023)** – OGP tendering process completed, with Bidvest Noonan awarded a 3-year contract (with 1 x 12-month extension); start date of the contract was 01/05/2025.

7.2 IADT Submission on the Use of Centralised Procurement Arrangements (CPAs) - the report was discussed as circulated, along with the Department of Public Expenditure, NDP Delivery & Reform (DPER) Circular 09/2024. It was noted that all public bodies must report on an annual basis regarding contracts awarded in the previous year for goods, supplies or services, where the individual value of such contracts exceeds €143,000 (excluding VAT), and identify if a CPA was availed of in each instance. It was reported that no contracts in this category were awarded by the Institute during 2024 without the use of a CPA. The only contracts awarded outside of these parameters, were for Catering Equipment & Maintenance (€400k), Supply of AV Equipment of the DMB (€2m), and for the supply, installation and configuration of one LED Video Wall at IADT (€182k) – on each occasion, there was no CPA in place. The report must be submitted to the OGP by 1st July 2025. The Committee members approved the report for submission.

Proposed: BC Seconded: SD

8. Risk Management

8.1 IADT Risk Management Policy (updated May 2025) – the updated IADT Risk Management Policy was discussed as circulated. It was noted that the changes made include:

- (i) Pages 3 & 25: the title of Section 6. changed from *Risk Management Framework* to *Risk Management Reporting Cycle*;
- (ii) Section 1.2 on page 4 & Section 3.2 on page 7: the removal of all references to *THEA Code of Governance of Institutes of Technology*, with reference made instead to the *Code of Practice for the Governance of State Bodies 2016*;
- (iii) Appendix B on page 30: the inclusion of the wording “The Committee meets at least four times a year” in relation to the Audit & Risk Committee.

It was noted that a Policy Officer has recently commenced in IADT, who will be reviewing all Policies and Procedures in operation within the Institute to ensure consistency and compliance. It was suggested that the IADT Risk Management Policy be split into two separate documents, one to cover a Risk Management Framework and another focussed on a Risk Management Policy. The Committee members approved the amended Policy as circulated for onward submission to Governing Body at their meeting of 11th June 2025.

Proposed: CO’C Seconded: EC

Action: Updated IADT Risk Management Policy to be submitted to Governing Body for approval. [SK]

8.2 IADT Corporate Risk Register Update re Top 10 Risks – as previously mentioned under Item 6.1, CalQRisk (based in Shannon) has been appointed to provide a risk management system for IADT, which will allow individual managers to record and manage the risks associated with their functional areas. The main risks associated with strategic planning, will feed into the main Risk Register and will be monitored on an ongoing basis. The system will allow the production of summary progress reports for review by the Audit & Risk Committee. A discussion was held regarding the capturing of operational risks such as cybersecurity/digital disruption and academic integrity (as a result of the use of AI). It was reported that each functional area has in place policies and procedures which address such issues that may arise. It was proposed that in future, a summary of the Top 5 risk be reported to the Committee.

The following updates were noted:

- (i) A major ICT system outage/failure (High Risk);
- (ii) A failure to increase student numbers (moved from Extreme to Medium Risk) – due to CAO application trending 8% positive with high first preference for new programmes. Continued monitoring and recruitment initiatives through to July closing date;
- (iii) The failure to recruit new staff members (Medium Risk);
- (iv) The non-achievement of C&AG’s financial/governance reporting standards (Medium Risk);
- (v) Possible reputational risks (Medium Risk),
- (vi) The failure to meet Climate Action/Sustainability Standards (Medium Risk);
- (vii) Possible adverse impact on Core, Capital or Discretionary exchequer funding with a change in Government/Government Policy/economic outlook (Medium Risk);
- (viii) Possible health and safety risks for staff and students (Medium Risk);
- (ix) The failure to meet national and EU legislative and regulatory requirements (Medium Risk);
- (x) Potential failure to generate a financial surplus and/or maintain balanced (moved from Extreme to High Risk rating) – factors include: extensive budget and accountability review across the organisation looking at issues such as duplication of resources. Efficient finance management and oversight. Budget planning and forecasting review with HEA post budget submission. Uplift in ECF - (May/June 2025). Positive indicators in Student numbers for both CAO and International

Colm Hennessy, Head of IT, joined the meeting at 11:41hrs.

8.2 Cyber Security Report (June 2025) – the Head of IT briefed the Committee members on the Cyber Security Report (June 2025) as circulated. It was reported that there were no major cyber security incidents since the last report in March 2025. It was noted that 74% of staff have completed the Legal Island Certified Training, with a 95% success rate. HEAnet Training for staff is scheduled for 10 June 2025, with further sessions scheduled in September and October 2025. It was suggested that a Cyber Security Awareness Day be held annually on campus in order to maintain awareness around the issues of online security.

With regard to the various items identified in the HEAnet Network Scanning/Vulnerabilities/ Penetration Test, it was reported that the Blackrock Education Centre (BEC) has not

responded regarding the issue relating to a network cable between IADT and the BEC; however, it was reported that there is no direct connection between the two systems. It was noted that all other critical and high vulnerabilities have now been mitigated.

It was reported that 3 phishing simulation campaigns had been conducted in collaboration with HEAnet. Results show that 10% of staff clicked on the link contained in the phishing emails over the 3 campaigns. The ICT Office will work with the individual staff members concerned to ensure that either the HEAnet or Legal Island training has been completed by them. Those staff members who have not completed any form of cyber security training will also be followed up on. Cyber Security training will continue to be offered to all staff members regardless of their performance during the phishing simulation exercise.

Other updates included: 6 reports received in relation to breaches on the dark web during March and April 2025 in relation to IADT student accounts (no staff accounts reported); 4 accounts were active and relevant students were contacted to update their passwords; 12 other accounts reported had already been deleted from the system. As previously advised under Item 6.2, a GITC/User Access Management Control review will be carried out by Deloitte in June 2025. The Chairperson thanked Colm for his updates to the Committee.

Action: Review the possibility of an annual Cyber Security Awareness Day on campus [CH]

Colm Hennessy, Head of IT, left the meeting at 11:58hrs.

9. Audit & Risk Committee Terms of Reference (May 2025)

The Interim Secretary briefed the Committee members on the amendments made to the Committee's Terms of Reference, on foot of a recommendation made by Deloitte during the Governing Body Effectiveness Review in late 2024. The changes made included: the restructuring of Section 1., and the re-ordering of various sections within the document. It was proposed that a further amendment be made to section 2.5(f), regarding the procurement of specialist ad-hoc advice for the Committee, with the removal of the wording "subject to budgets agreed by the Governing Body". The Committee members recommended the updated Terms of Reference (subject to the inclusion of additional change proposed) for approval by the Governing Body at its meeting on 11th June 2025.

Proposed: SD Seconded: C0'C

Action: Terms of Reference to be updated for approval by the Governing Body. [MF]

10. Statutory Reporting

Since the Committee meeting of 31st March 2025, no statutory reports were required to be made to TUSLA/Gardaí, the Health & Safety Authority, or the Data Protection Commission. In addition, there were no new Staff Grievances/Complaints to report since the last meeting. In relation to other Statutory Reporting, the following updates were noted:

- (i) **Open Insurance Claims** – no new personal injury claims have been received since March 2025; one Public Liability Claim relating to a former student has been settled.

(ii) **Student Complaints:**

- **January 2025** - a student lodged a formal complaint regarding two other students; the matter was investigated, with complaint partially upheld and addressed by the Faculty; complainant has since submitted an appeal which was accepted by the Registrar; Complaints Appeal Board held on 27th March 2025 – appeal not upheld; complainant advised re their right to appeal to the Ombudsman.

(iii) **General Complaints:**

- **February 2025** – a member of the public lodged a complaint about a member of the IADT Students Union; complaint was upheld, and a letter of apology was issued to the complainant on 21st March 2025; complainant submitted an appeal with additional information which was reviewed but a Complaints Appeal Board was not convened as the complaint was handled in line with IADT's established policies and procedures; complainant recommended to seek external legal advice if required, and of their right to contact the Ombudsman.

- (iii) **Management of IADT Records** – it was reported that the offer to write-down the historic liability was accepted by the records management company and that the IADT Data Protection Officer is currently liaising with the company and functional areas/ departments in order either retrieve or securely destroy files currently in off-site storage.

11. Audit & Risk Committee Meeting Schedule 2025/2026

The Meeting Schedule for 2025/2026 was approved as circulated. The date of 13th October 2025 was agreed as the first Committee meeting of the new academic year. It was proposed that the start time of all Committee meetings be brought forward to 10:00hrs. The Committee members to be circulated with possible dates for a meeting in late August which will be limited to a one-/two-item Agenda (in relation to an internal audit report on GITC/User Access Management Review).

Action: Committee members to be provided with possible dates towards end of August on which to hold a meeting; (ED)

Action: ARC Meeting Schedule to be updated with new start time, and to include agreed August meeting date. [ED]

12. Audit & Risk Committee Annual Report 2025/2026 (Review of Content)

It was proposed that the Chairperson liaise with the Recording Secretary regarding possible changes to be made to the content of the Committee's Annual Report 2025/2026. The Report will be brought to the Committee for approval at the meeting in October 2025.

13. Equality, Diversity & Inclusion Implications

It was noted that the risk in relation to issues with staff recruitment have EDI impacts on the existing staff cohort.

The next meeting of the Audit & Risk Committee is scheduled for a date to be confirmed in late August 2025

Signed: _____

Bernadette Costello
Chairperson

Date: _____