

Quality and Qualifications Ireland

**Note of the second Meeting of the Authority (The Board) which took place on
Friday, 1 March 2013 at 2.00 pm in the Alexander Hotel, Dublin 2.**

Present:

- Mr. Gordon Clark (Chair)**
- Dr. Pdraig Walsh (Chief Executive)**
- Ms. Claire Byrne (Secretary)**
- Dr. Barbara Brittingham**
- Ms. Una Buckley**
- Dr. Margaret Cullen**
- Dr. Ann Louise Gilligan**
- Ms. Joanne Harmon**
- Mr. James Moore**

Apologies:

- Ms. Mary Danagher**
- Mr. John Logue**

In attendance:

- Ms. Caitríona Lawless (Recording Secretary)**
- Dr. Anna Murphy (Item 6)**
- Ms. Trish O'Brien (Item 7)**
- Mr. Ultan Tuite (Item 8)**

Introduction

The Board agreed that the Agenda for the meeting was acceptable and adopted same.

1. Minutes of the Meeting of 3 December 2012

The Minutes of the QQI Board Meeting held on 3 December 2012 were confirmed and signed.

2. Matters arising from the Minutes

The Board noted that any outstanding Code of Business Conduct acknowledgement forms for Board Members should be forwarded to the Head of Corporate Affairs and Communications as soon as possible.

The Board noted that the remaining Board Meeting dates scheduled for 2013 are largely suitable with regard to Board Members' availability and should any issues arise in this regard, Board Members are requested to contact the Corporate Affairs and Communications Section.

The Board noted that the Executive would include a Note of the previous Board Meeting with future Board Meeting documents, this is an abridged version of the Minutes of the Board Meeting which will be approved by the Board for publication on the QQI website. The Board agreed that the Executive should proceed in this manner with a note of the first Board Meeting held on 3 December 2012 and publish same on the website.

3. Role of the CEO, Chair and Secretary

The Board noted the document entitled Role of the CEO, Chair and Secretary. The Board noted that in accordance with the Code of Practice for the Governance of State Bodies, the roles of the Chair and the Chief Executive had been documented and the role of the Secretary to the Board was also clearly defined within this document.

The Board noted that any Press queries received directly by Board Members should be referred to the Chief Executive of QQI in the first instance.

The Board noted that the QQI Board Members' webpage would be updated over time to include useful background information to assist Members in their role.

4. Board Meeting Procedures

The Board noted the draft Board Meeting Procedures. The Board approved the Code of Practice for QQI Board Meetings.

5. Reserved Functions of the Board

The Board noted the information on the Reserved Functions of the Board.

The Board noted that it was good practice under the Code of Practice for the Governance of State Bodies that certain functions are reserved to the Board for its decision only. The Board adopted the additional functions which are not

directly referred to in the Act but which the Executive proposed should also be functions reserved to the Board.

The Board also noted the list of functions which the Executive had extracted from the Qualifications and Quality Assurance (Education and Training) Act 2012. The Board requested the Executive to categorise the functions of the Act in terms of functions to be reserved for the Board, functions of an administrative nature and functions to be addressed by a combination of the Executive, Committees and the Board.

The Board adopted the additional functions referred to above, as reserved functions and agreed to postpone its decision on the remainder of the list of functions until the next Board Meeting subject to receipt of legal advice. The Board noted that pending legal advice on the delegation of functions, the Board is legally working on the basis of the Qualifications and Quality Assurance (Education and Training) Act 2012.

6. QQI Mission, Vision and Values

Anna Murphy, Head of Strategic Analysis was present for this item.

The Board noted the document 'Towards a Process for Strategy'. The Board noted the presentation on QQI Mission, Vision and Values which had taken place that morning as part of the Board Workshop and reviewed some of the feedback and opinion which had arisen as part of that session. The Board noted that the QQI Strategy Statement which the Board was assisting the Executive in developing would cover the period up to 2016 and noted the Executive's aim to present a final draft strategy statement to the Board for its approval at its meeting scheduled for 10 June with the intention of having received Ministerial sign off by September 2013.

The Board requested a further opportunity to discuss the Mission, Vision and Values of QQI at a workshop prior to its next Board meeting scheduled for 21 March 2013. The Board would use the progress made at today's meeting as its starting point. Board Members agreed to consider the matter further themselves in the intervening time.

7. QQI Board Committees

Trish O'Brien, Head of Provider Relations was present for this item.

The Board noted the document 'Towards the Development of Proposals for QQI's Sub-Board Governance Structure'. The Board noted the presentation on Governance Structure which had taken place earlier that morning as part of the Board Workshop and continued its discussion on the subject. The Board agreed that any business coming forward from any committees established, which require a Board decision should be presented to the Board by the Executive.

The Board approved the approach set out in the document and the presentation as being acceptable. The Board agreed that the term 'Committee Structure' would replace the Executive's term 'Sub-Board Governance Structure'. The Board recommended that the Board's right to initiate policy development be re-enforced in the structure and was satisfied of the Board's accessibility within the Policy process. The Board noted the Executive's intention to bring a more developed governance structure to the Board at its meeting scheduled for 22 April.

8. Audit and Risk (Audit Committee)

Ultan Tuite, Head of Audit & Procurement was present for this item.

The Board noted the information on the QQI Audit Committee which included the draft Terms of Reference and suggested Membership of the QQI Audit Committee.

The Board noted that the establishment of an Audit Committee is good practice under the Code of Practice for the Governance of State Bodies and the Committee plays a role in assisting the Board in complying with its governance obligations. The Board noted that among the matters which fall under the remit of the Audit Committee is the finalisation of the financial accounts of the legacy agencies, risk management, the development of Audit Framework and Policy and the completion of the annual review of the system of internal financial controls.

The Board agreed the establishment of an Audit Committee as required under the Code of Practice for the Governance of State Bodies 2009. The Board appointed the Chairperson and members of the Audit Committee and approved

the Terms of Reference for the Audit Committee and agreed to review and update these Terms of Reference annually.

9. Budget and Finance

The Board noted the information on Budget and Finance.

The Board noted the budget estimates received from the Department of Education and Skills for 2013 and noted that the Executive was waiting on final confirmation of the 2013 funding allocation for QQI. The Board noted the indicative operational budget for QQI for 2013.

The Board noted the Executive's update on the cessation accounts for the three legacy agencies together with the timetable agreed with the Comptroller and Auditor General's (C&AG) office for these audits. The Board noted the C&AG Reports for the 2011 NQAI and HETAC Financial Statements and the C&AG's office had yet to release the 2011 FETAC audited accounts. The Board noted that the legacy agencies ceased to operate on 5 November 2012 and noted that a requirement of the Qualifications and Quality Assurance (Education and Training) Act 2012, was that QQI would submit draft financial statements for the legacy agencies up to 5 November 2012 to the Department of Education and Skills by 6 February 2013. The Board noted the factors which had resulted in a delay in this regard and noted that the Department of Education and Skills, in consultation with the Department of Finance, had been satisfied to receive early draft versions of these accounts.

The Board noted that the draft statements would be considered by the Audit Committee at its meeting on 15 March 2013 and would be forwarded to the Board for its approval at its meeting scheduled for 21 March 2013. The Board noted that QQI receives ongoing advice in this matter from its Accountants who work closely with the Department and the C&AG's office to meet the State's requirements.

The Board noted that QQI had inherited a large ICT project from FETAC, its processing system (FBS) which had been developed over the last five years at a cost to the State. The Board noted that all ICT expenditure must be approved by the Centre for Management and Organisation Development (CMOD) in the

Department of Public Expenditure and Reform, submitted a year in advance. The Board noted that QQI's ICT expenditure intentions had been submitted to CMOD in November 2012 and the Executive was still awaiting confirmation on same. The Board noted that in order to facilitate ongoing work with integrating the legacy agencies' systems with FBS, the current ICT contracts require an extension of six months to the end of September 2013.

The Board noted that where necessary Board Members had returned their Declaration of Interest forms as required under the Ethics in Public Office legislation and noted any outstanding returns should be forwarded to the Corporate Affairs and Communications section as soon as possible. The Board noted that the Executive had contacted the members of the legacy agencies' Councils and Authority requesting their returns for the period of 2012 for which they were in office.

The Board noted the indicative operational budget for QQI for 2013 and also noted the Department of Education and Skills Budget estimates for 2013. The Board noted the C&AG Reports on the HETAC and NQAI Financial Statements for 2011 and the Board approved the extension of contracts for ICT contract resources in accordance with public procurement rules.

10. Board Rolling Agenda 2013-2014

The Board noted the Board Rolling Agenda 2013-2014 and the importance of knowing the timing of Agenda items coming down the line. The Board noted that this document would be continually updated by the Executive.

11. Interim Advisory Group

The Board noted the Recommendations made by the Interim Advisory Group (including the meeting of 6 December 2012). The Board noted that the Board had approved the establishment of an Interim Advisory Group at its first meeting held on 3 December 2012. The Board noted that the Interim Advisory Group had met on 6 December 2012 and noted the recommendations proposed by the Group to the Chief Executive at this meeting, these decisions relating to the processing of outstanding items based on the process and policies of the legacy agencies. The Board noted further meetings of the group are scheduled for 21 February and 11 April 2013.

12. Role of QQI in the Implementation of Higher Education Strategy Report (Hunt Report)

The Board noted the document entitled 'Role of QQI in the Implementation of the Higher Education Strategy Report (the Hunt Report)'. The Board noted the National Strategy for Higher Education had been adopted as Government policy and a specific Implementation Oversight Group had been established by the Department of Education and Skills of which the Chief Executive of QQI is a member. The Board noted that each member agency on the Group submits an update report in advance of each meeting of the Group (normally 5-6 per annum) and noted the report of December 2012 which was circulated to the Board for its information.

13. Key Developments, Current and Forthcoming Events

The Board noted information tabled at the meeting on Key Developments, Current and Forthcoming Events. The Executive proposed to include this as a standing item at each meeting for the Board's information.

The Board noted that QQI is expected to sign a Memorandum of Understanding with the Department of Education and Skills later this year, a draft of which will be available to the Board in advance.

Presidency Conference

The Board noted that the EU Presidency Conference on Quality Assurance in Qualifications Frameworks hosted by the Department of Education and Skills and QQI is scheduled to take place in Dublin Castle on 12 and 13 March and approximately 160 delegates (mostly overseas) had been invited to participate.

14. Next Meeting

The Board noted that the next meeting scheduled to take place on 21 March would begin with a Workshop on QQI Mission, Vision and Values at 9:00 a.m. until 11:00 a.m. followed by a Board Meeting from 11:15 a.m. until 13:30 p.m.

15. Any Other Business

There was no other business.

THIS CONCLUDED THE BUSINESS OF THE MEETING.