

Quality and Qualifications Ireland

Note of the seventy first Meeting of the Authority (The Board) which took place on Tuesday, 20 February 2024 at 10:30 a.m. in the Rovos Meeting Room, The Alex Hotel, Fenian Street, Dublin 2.

Present:

- Prof. Irene Sheridan (Chair)
- Dr. Pdraig Walsh (Chief Executive)
- Ms. Cliona Curley (Secretary)
- Ms. Marianne Doyle
- Dr. Sean Duignan
- Dr. Sharon Feeney
- Mr. Blake Hodkinson
- Mr. Kevin McStravock
- Ms. Anne Naughton
- Mr. Bryan O'Mahony
- Ms. Maria Ward

Apologies: None

In attendance:

- Ms. Caitriona Lawless (Recording Secretary)
- Mr. Liam Butler (Item 9)
- Dr. Bryan Maguire (Item 12)
- Dr. Anna Murphy (Items 7 and 10)

INTRODUCTION

The Chairperson welcomed Members to the meeting.

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

1. POTENTIAL CONFLICTS OF INTEREST

The Board noted that no conflicts of interest were declared.

2. MINUTES OF PREVIOUS BOARD MEETING

The **Minutes of the QQI Board Meeting** held on 4 December 2023 were **confirmed** and signed.

3. NOTE OF PREVIOUS BOARD MEETING

The Board **approved** the **Note of the Meeting of 4 December 2023** for publication on the QQI website.

4. MATTERS ARISING FROM THE MINUTES

The Board noted the **Action Tracker**.

4.1. Action Tracker

The Board noted the updated Action Tracker.

5. CEO REPORT

The Board noted the document circulated as QQI/A71.5, **CEO Report**.

5.1. CEO Report

In addition to the CEO Report circulated, the Chief Executive provided Members with a verbal update on a number of recent activities. The Board noted that there had been an increase in the certification figures for December 2023, relative to previous years, as well as an increase in differential validations by Education and Training Boards (ETBs). It was noted that several Apprenticeship programmes were at an early stage of development. It was also noted that another tranche of re-engagement applications will be considered by the Programmes and Awards Executive Committee (PAEC) at its April meeting.

The Board noted that the Due Diligence process will be staggered with HE and ELE providers being considered in the first instance.

The Board noted that Cinnte Reviews for two Technological Universities (TUs) have commenced with the initial panel meetings for Munster Technological University (MTU) and Technological University of the Shannon (TUS) taking place in February. In addition, the first four Cinnte Reviews of private HE providers have been scheduled with the first review site visit expected to take place in June.

The Board noted that QQI had hosted a number of international delegations recently which provided staff with opportunities to learn about other education systems and share learning and experiences with their peers.

6. ENGAGEMENT WITH THE DEPARTMENT OF FURTHER AND HIGHER EDUCATION, RESEARCH, INNOVATION AND SCIENCE (DFHERIS)

6.1. Meeting with the Minister for Further and Higher Education, Research, Innovation and Science

The Board noted a verbal update provided by the Chairperson on a meeting between Mr. Simon Harris, T.D., Minister for Further and Higher Education, Research, Innovation and Science and the Chairperson and Chief Executive of QQI which took place on 11 January 2024. The Board noted that the Chairperson and the Chief Executive had considered it a good meeting with opportunities to raise issues where needed.

It was noted that the Department's new Secretary General was present at the meeting which provided an opportunity for him to gain an understanding of QQI and its remit. The Assistant Secretary with responsibility for QQI was also present. The Board noted that the International Education Mark (IEM) remains one of the Minister's priorities. The Board noted that there was no confirmation of the fees and charges associated with the Amended Legislative Programme (ALP) processes. The Board noted that the Executive and Department officials are continuing to work closely together at an operational level in order to deliver on those elements which are required prior to the launch of the new processes.

The Minister expressed interest in areas such as Recognition of Prior Learning (RPL), Lifelong Learning (LLL) and the growing autonomy of ETBs.

6.2. Amended Legislation Programme (ALP)

The Board noted a verbal update on the Amended Legislation Programme. The Board noted that the Executive continues to engage with DFHERIS on the fees and charges associated with the ALP processes.

The next phase of the establishment of the IEM process is the signing of the Regulations and the Commencement Orders by the Minister. The Board noted that the Executive was discussing possible IEM launch dates with Department officials at the time of this meeting.

The Board was satisfied that QQI had progressed all elements of ALP work within its control.

The Board noted that the IEM process will be a high-profile initiative. The Accreditation and Coordination of English Language Services (ACELS) process is still in place in the interim and will continue to be during the three-year transitional period.

7. STRATEGIC PLANNING

The Board noted an update on **Strategic Planning**.

7.1. Corporate Plan 2023

The Board noted the progress report closing out the actions contained in the Corporate Plan for 2023. The Board noted that where it was not possible to close out an activity within the year, it would carry over to 2024 to progress to closing, generally within Quarter 1, but it may be contingent on the external dependencies involved which are outside of the organisation's control.

7.2. Corporate Plan 2024

The Board noted the revised Corporate Plan for 2024. The plan had been revised following the confirmation of the State Grant for the year and inclusion of any overflow in incomplete ALP activities for 2023.

The Board **approved** the revised Corporate Plan 2024 and noted that there would be some editing etc., in term of the detail and language used across the activities.

Members welcomed that the organisation's Corporate Plans are laid out against the strategic priorities and confirmed that it was helpful to see the context of all the actions proposed.

7.3. Statement of Strategy 2025-2027

The Board noted an update on the development of the next QQI Statement of Strategy.

The Board noted that following its Strategy Workshop with the Executive Management Team (EMT) on 16 January, an all Staff Workshop had been held on 8 February, a note of which was tabled at the Board Meeting for information. The Executive thanked the Board for their active engagement in its workshop in January.

The Board's Workshop had reflected on the range of functions under QQI's remit.

It was suggested that Artificial Intelligence (AI) would have a significant impact on the tertiary education system in the next few years, in potentially positive and negative ways.

The Board noted that 67 staff members attended the Workshop on 8 February. This was the first all staff in-person event held by the organisation since the Covid-19 outbreak in March 2020. Due to the pandemic, the current Statement of Strategy covering the period 2022-2024 had been developed through virtual meetings during 2021. It was noted that staff had valued the opportunity to meet and spend time together. The Board noted that the roll out of delegated authority in the private HE sector and other similar initiatives would release staff to work in other areas but agreed that these initiatives have to be balanced against ensuring that quality is maintained throughout the sector.

Succession planning is going to be one of the key elements of the next period of QQI's Strategy. QQI's relationship with its provider base has evolved during the 2022-2024 period with the Further Education and Training (FET) and ETB sectors in particular and will expand to include the English Language Education (ELE) sector through the IEM process. Any strategy developed will have to reflect these changes in the provider base.

The Board noted that the next steps in the strategy development process include a day long Workshop with the Management group on 13 March. The Executive will now distil the work

and information gathered to date to feed into the Management Workshop where the attendees will look at goals and priorities for 2025-2027. The Executive also intends to work on the development of the mission, vision and values throughout the strategy process rather than at the end of the drafting period.

The Board noted that the Executive expects to present a draft Statement of Strategy for 2025-2027 to the Board by the end of March. The Board noted that the Executive may have to arrange a second session (most likely a virtual session) with Board Members once the draft Statement is available for further discussion. The upcoming phase of development will also include external consultation with key stakeholders.

8. GOVERNANCE

The Board noted the documents related to **Governance**.

8.1. Committee Terms of Reference (ToR)/Covid-19 related emergency measures

The Board noted the Executive's recommendations modifying the Terms of Reference for the Policies and Standards Committee (PSC) and the Programmes and Awards Executive Committee (PAEC).

The Board **approved** the following amendments to the Terms of Reference for the PSC:
Removal of 'Following periodic review, agree minor modifications to policy whereby such modifications refer to policy implementation and operation.'

And for the PAEC:

Inclusion of 'Following periodic review, agree and renew as required, minor modifications to policy whereby such modifications refer to policy implementation and operation.'

The Board **approved** the amended Terms of Reference for the two Committees.

The Board noted that, due to Covid-19, the PSC approved an emergency sanction to allow providers to operate outside their approved scope of provision to enable them to provide programmes remotely during pandemic related restrictions. These arrangements were to cover the absence of statutory QQI Quality Assurance (QA) Guidelines for Online Programmes

and were extended on a further two occasions in the interim. The Board noted that QA Guidelines for Providers of Blended and Fully Online Programmes have now been developed by the Executive and approved by the PSC and published. To facilitate providers in amending their existing QA procedures to incorporate recommendations from these Guidelines and to allow time for their evaluation and approval by QQI, the Board **approved** a further extension by one year to the end of June 2025 of the period of the emergency sanction within which providers can continue to deliver programmes blended or fully online where this is outside their approved scope of provision.

The Board also **approved** all continued Covid-19 related relaxations and changes approved by the PSC.

8.2. Protected Disclosures

The Board noted that the format of the protected disclosures annual report(s) had changed since the 2022 version. This followed the introduction of new requirements under the Protected Disclosures (Amended) Act 2022 enacted in 2023.

The Board **approved** the

- Annual Report of Protected Disclosures Statistics – Internal Reports made under Section 6 of the Act and
- Annual Report of Protected Disclosures Statistics – External Reports made or transmitted under Sections 7, 7A, 10C and 10D of the Act

for submission to the Minister for Public Expenditure, NDP Delivery and Reform by 1 March.

8.3. Evaluation of Board Performance

The Board noted an update on the evaluation of the Board's performance for 2023 which would be carried out in the coming weeks. The Board noted that when the previous Board was completing its term in November 2022, Members decided to carry out a reflections exercise on their five-year term instead of a Board Performance evaluation.

As the new Board's appointments were not confirmed until April 2023, the Executive considered it appropriate to defer the self-assessment evaluation until early 2024 to allow new

Members time to get used to their roles. The Board noted that the Executive would circulate a survey to Members in the coming weeks.

The Executive will also arrange an External Review of the performance of the Board and its Committees to take place in late 2024/early 2025. This review would normally take place every three years and was due to occur in 2023 but the Executive considered that it would not be appropriate to carry out the review so early into the new Board's term of office.

9. BUDGET AND FINANCE

The Board noted the documents relating to **Budget and Finance**.

9.1. Management Accounts

The Board noted the Management Accounts for the year ended 31 December 2023. The Board noted that the organisation had recorded a deficit in its final out-turn of the year. The Executive acknowledged that the deficit was higher than expected, largely due to the increased expenditure incurred under the ALP and the ICT headings. The Board noted that expenditure had been balanced to some degree by the income from strong higher education certification fees but as has been confirmed on several previous occasions by the Executive, there is no guarantee that this level of income will continue.

The Board noted that when developing the budget for 2023 in 2022, the Executive had taken an overly optimistic view of ICT costs, prior to the reality of rising costs and inflation which have occurred since. The Board noted that ICT is the largest cost heading and total ICT expenditure has increased by 50% between 2018 and 2023. The Executive confirmed that it is considering charging registration fees for all conferences and events to contribute to secondary costs, rather than just the biannual conference as is currently the case. The Board noted that a paper on Vote v's Expenditure is being presented to the EMT for consideration at its meeting on 26 February.

The Chief Executive had received written confirmation of the State Grant allocation for 2024 of €6.3 million on 16 February. The Board noted that DFHERIS had confirmed an increase to the State Grant allocation for 2024 of €322,000. The Executive confirmed to the Board that the additional monies will be absorbed in their entirety by, and will not fully meet, salary increases

due following the new Public Service Agreement Pay Award expected in the coming months. The Board noted that the organisation has been short funded on the pay and pensions headings for the last number of years. The Board noted that the Executive regularly updates the Department in relation to the impact of pension costs on the organisation's finances. The Board noted that an increase in fees is required in addition to the agreement and implementation of QQI's Funding Model.

The Board noted that the Budget submission for the 2025 financial year is required to be submitted to the Department by May 2024. The Executive suggested that the organisation ideally needs additional funding in some format to alleviate the problem in the short-term. The Executive's current focus is on finding a solution to what is becoming an accumulative long-term issue.

9.2. Unaudited Financial Statements 2023

The Board noted the draft unaudited Financial Statements for the year ended 31 December 2023 which are due to be submitted to the Department by end February. The Board noted that no breaches had been identified during the course of the Review of the System of Internal Controls (SIC). The Executive confirmed that the FRS17 statement and any late accruals will need to be inserted into the draft at a later date.

The Board **approved** the draft Financial Statements for 2023 subject to some minor typographical amendments, subject to audit by the Office of the Comptroller and Auditor General (C&AG) and there being no material changes. It was noted that the Financial Statements would be re-presented to the Board for approval following completion of the audit.

9.3. Management Letter 2022

The Board noted a Management Letter from the C&AG in relation to the Audited Financial Statements for the year ended 31 December 2022. The Board noted the recommendations contained in the letter.

9.4. Budget 2024

The Board noted the revised Budget for 2024. The budget was revised on foot of the confirmation of the State Grant allocation for 2024. The Board noted a verbal update from the

Executive which included an analysis of the ICT expenditure heading indicating the significant uplift in costs, following the completion of the previous three-year contract. As had been previously discussed, it was noted that the upcoming Public Service pay award would neutralise the increase in this year's State Grant allocation. The Board noted the Executive's statement that monies can be saved by not progressing with specific work, projects and events in 2024. The Board noted that the Department had been updated on the potential impact on QQI's finances by the end of the year. It was noted that a meeting between Department officials and the Director of Corporate Services, the Head of Partnerships, the Senior Manager, Finance and Procurement and the Senior Manager, Human and Physical Resources representing QQI had been arranged for 23 February at which finances would be one of the items discussed.

The Executive clarified, following queries from new Board Members, that the organisation had been in similar situations with its finances in the past. Following the amalgamation of the legacy agencies to form QQI in late 2012, much of the early years of the organisation were spent in a development phase and its outgoings and spending had been low. This resulted in cuts to its State Grant allocation in the region of 25% in 2017 and it had taken approximately six years to get back to the 2015 levels of core grant allocation. The Executive confirmed that it has worked to try and resolve the funding model issues with the Department on numerous occasions, particularly over the last 4-5 years. A Board Member raised the issue of the significant impact that cutting back on the organisation's quality enhancement work would have on the tertiary education sector. The Board suggested that the Executive and the Department should be cognisant that activities and work that were once considered 'nice to haves' are now essential initiatives which aid capacity building in the sector.

The Board **approved** the revised Budget 2024.

9.5. Tenders and Procurement

The Board noted that the Executive had published a request for tender (RFT) for Expert Assessment of ELE Providers on the eTenders website. One response was received and it was considered by an assessment panel which included an external member. Following its consideration, the panel recommended awarding the contract to the applicant. The applicant's submission had included contingencies and potential risks and the Board noted that the panel

had also identified a risk which will be explored and mitigated against during the contract award stage.

The Board **approved** the awarding of a 36-month contract to the tenderer with QQI reserving the right to extend the term for a period or periods of up to 12 months with a maximum of two such extensions on the same terms and conditions, subject to contract.

9.6. Funding Model

The Board noted a verbal update on the Funding Model. It was noted that there had been no developments in recent months and the topic will be one of the items discussed at the meeting with DFHERIS scheduled for later that week. It was noted that the original funding model proposal was submitted to the Department in 2021 and has been updated and added to by the Executive on numerous occasions since then.

10. **AUDIT AND RISK**

The Board noted the documents relating to **Audit and Risk**.

10.1. Focus on the Audit and Risk Committee

The Board noted a verbal overview of the work of the Audit and Risk Committee provided by the Chairperson of the Committee together with a verbal update on the meeting of the Audit and Risk Committee which took place on 30 January. The Chairperson expressed his appreciation of the expertise and knowledge of the Committee Members who have interrogated specific areas in the last year including cybersecurity and disaster recovery.

10.2. System of Internal Controls (SIC)

The Board noted that the Review of the System of Internal Controls had been discussed briefly earlier in conjunction with the draft Financial Statements for the year ended 31 December 2023 (under Item 9 above). The Board noted that there were several minor recommendations arising from the review including one in relation to the updating of the Financial Policies and Procedures. It was noted that the revised policies and procedures will be presented to the Audit and Risk Committee for consideration at its next meeting. The Board noted that there were no substantive disclosures contained within the review.

The Board **approved** the Review of the System of Internal Controls for the year ended 31 December 2023 together with the Management Assurance Statements covering 2023.

10.3. Risk Register

The Board noted the Top Five Risks for the year ended 31 December 2023 and the Risk Register for Quarter 4, 2023. The Board noted that the Top Five Risks continue to be managed with mitigation measures in place. The Executive anticipates that it is likely that now that the organisation has moved beyond the pilot phase, the rating for the risk related to Blended Working is likely to be lowered and it will move out of the Top Five Risks.

The Board **approved** the Top Five Risks as at 31 December 2023 for inclusion in the Annual Report for 2023.

The Board **approved** the Corporate Risk Register for Quarter 4, 2023.

The Board noted, following a request from a Board Member at the December 2023 meeting, the inclusion of a paper on the risk of delegating authority (DA) to private HE providers. The Board noted that Ministerial Regulations have been drafted and were submitted to the Department in June 2023 for their consideration. The draft Regulations were appended to the paper on the risk of DA for the Board's information.

The Board noted the Executive's confirmation that a focused review had been triggered for a specific provider in recent weeks.

Board Members thanked the Executive for providing the paper and expressed its appreciation for the update.

10.4. Internal Audit Reports

The Board considered and **approved** the following IA reports:

- Financial Reporting Cycle and
- Management Accounting Reporting.

The Board also noted an update on the status of recommendations from previous Internal Audit reports.

10.5. Terms of Reference

The Board **approved** the revised Terms of Reference for the Audit and Risk Committee.

10.6. Internal Audit Plan 2024

The Board **approved** the Internal Audit Plan for 2024 and noted that it can be changed and added to as required. The Board noted that the contract with the QQI's external IA partner ceased on 31 December 2023 and the plan will be reviewed again following the appointment of a new contractor. A tender exercise was underway and expected to conclude shortly.

10.7. Data Protection

The Board noted the latest tranche of updated GDPR policies for consideration. All the policies contained in this tranche were new to QQI as opposed to the previous two sets considered by the Board in September and December respectively, which were revised and updated versions of existing policies. These documents were developed on foot of recommendations arising from a review of GDPR carried out in Quarters 2 and 3, 2022.

Record of Processing Activity (RoPA)

The Board noted that the Record of Processing Activity process had been carried out twice within the organisation, in 2022 and 2023 and the process was now fully documented. Prior completion of the activity had been a useful exercise when documenting the process.

Third Party Management

The Board noted that the Guidance on Third Party Management contains a helpful template and checklist for dealing with Third Parties and related GDPR matters. In addition, the organisation uses the Office of Government Procurement (OGP) Frameworks when sourcing many of its suppliers and they are helpful in providing template contracts with appropriate permissions and restrictions included on GDPR.

The Board **approved**:

- Records of Processing Activity (RoPA) Management Procedure

- Guidance on Third Party Management
- Monitoring and Reporting Framework.

The Executive acknowledge the support it had received from its Data Protection partner through the policy development and review project.

Update on GDPR Activity

The Board noted a verbal update on GDPR activities which covered Quarters 3 and 4 of 2023. The Board noted that two subject access requests had been responded to and no reportable data breaches had occurred during that period.

There had been a significant amount of work involved in the revision and drafting of the Data Protection Policies (discussed above) which had now worked their way through the internal approval process via the EMT, the Audit and Risk Committee and ultimately, the Board. The Executive confirmed that it had drawn down support from its Data Protection support service provider during this exercise.

10.8. Minutes of the Audit and Risk Committee

The Board noted the Minutes of the Audit and Risk Committee Meeting held on 10 November 2023.

11. ITEMS FOR NOTING

The Board noted the **Items for Noting**.

11.1. Focus on the Audit and Risk Committee

This was discussed under Item 10 above.

11.2. Programmes and Awards Oversight Committee (PAOC)

The Board noted the Annual Report of the PAOC for 2022.

11.3. Approvals and Reviews Committee (ARC)

The Board noted the report of the meeting of the Approvals and Reviews Committee held on 26 September 2023.

11.4. Policies and Standards Committee (PSC)

The Board noted the report of the meeting of the Policies and Standards Committee held on 2 October 2023.

11.5. Programmes and Awards Executive Committee (PAEC)

The Board noted the report of the meeting of the Programmes and Awards Executive Committee held on 28 November 2023.

11.6. Rolling Board Agenda 2024

The Board noted an update on the Rolling Board Agenda for 2024.

12. **ENQA REVIEW**

The Board noted an update on the **ENQA Review**.

The Board noted the final version of the Self-Assessment Report (SAR) (hardcopies of which were provided at the meeting). The SAR had cleared the screening process by the European Association for Quality Assurance in Higher Education (ENQA) unchanged. The Review Panel had requested some additional information in relation to the Executive's choice of theme but that had had no effect on the report itself.

The Board was provided with a briefing and Q&A session by the Chief Executive and the Director of Integration ahead of the Board's session with the ENQA Review Panel on 21 February. The Board was also provided with a verbal update on the site visit. A large number of external stakeholders were scheduled to meet with the Panel during their three day stay. It was noted that the Project Team leaders were scheduled to have a preliminary meeting with the panel later that afternoon.

The Executive thanked the Board for their participation in the Review.

13. REVIEWS

The Board noted the documents related to **Reviews**.

13.1. Cinnté Review

The Board noted the Cinnté Review Report for:

- Institute of Art, Design and Technology (IADT), Dún Laoghaire

which had been approved by the Approvals and Reviews Committee at its December meeting.

14. ORGANISATION AND HUMAN RESOURCES

The Board noted an update on **Organisation and Human Resources**.

14.1. Human Resources

The Board noted an update on Human Resources. The Board noted that it continues to be a busy recruitment period.

14.2. Organisational Resources

The Board noted that a lot of progress had been made in the area of facilities within the last three months. Two new Meeting Rooms were nearing completion in the 26/27 Denzille Lane building. The Executive confirmed that it had been possible to reuse some of the original glass panels in the meeting room renovations which had benefits from both a cost savings and sustainability point of view. It was noted that work would commence on the No. 25 Denzille Lane building shortly.

The Board noted an update on the lease negotiations for No. 26/27, Denzille Lane. The process was moving forward and the Executive is hopeful that it will conclude shortly.

15. COMMUNICATIONS

The Board noted an update on **Communications**.

15.1. Media Mentions

The Board noted media mentions covering the period 5 December 2023 to 30 January 2024.

The Board also noted a report on QQI's Social Media statistics covering the period 8 November 2023 to 24 January 2024.

16. DRAFT BOARD AGENDA

The Board noted the **Draft April 2024 Board Agenda**.

The Board noted the draft Agenda for its next meeting scheduled for 22 April 2024. The Board noted that depending how the situation with the approval of new Fees and Charges progresses and the award of the Due Diligence contract, the Executive confirmed that it may be necessary to hold an incorporeal meeting ahead of the next scheduled meeting.

A Board Member suggested that consideration be given to having additional 'Board meets without the Executive present' sessions, outside of the two required annually under the Code of Practice for the Governance of State Bodies.

17. NEXT MEETING

The Board noted the next meeting would take place on Monday, 22 April 2024.

18. ANY OTHER BUSINESS

There was no other business.

The Chairperson thanked everyone for their participation and contributions.

THIS CONCLUDED THE BUSINESS OF THE MEETING.