



**etb**

Bord Oideachais agus Oiliúna  
Chill Dara agus Chill Mhantáin  
Kildare and Wicklow  
Education and Training Board

*A Meeting of Kildare & Wicklow Education & Training Board was held in the Council Chamber, Aras Chill Dara, Naas, on Tuesday 11<sup>th</sup> September 2018, Commencing at 10.30 a.m.*

**Present:** Mr Noel Merrick Chairperson, Cllr. Rëada Cronin, Cllr. Fiona McLoughlin-Healy, Cllr. Teresa Murray, Cllr. Daragh Fitzpatrick, Cllr. Naoise Ó'Cearúil, Mr John McDonagh, Ms Finula Haran, Cllr Jennifer Whitmore, Cllr Nicola Lawless, Cllr Aoife Breslin, Mr John Hurley, Cllr Edward Timmins, Dr Elizabeth O'Gorman, Ms Lorraine Hennessy.

**In attendance:** Dr Deirdre Keyes  
Dr Rory O'Toole  
Mr Joe Kelly  
Ms Caitriona Murphy  
Ms M. Dillon  
Ms Catherine Doran  
Ms Mary Kemmy  
Ms Rose Murray

**Apology:** Cllr. Tommy Annesley  
Cllr. Brendan Weld  
Cllr Jim Ruttle  
Ms Deirdre Coghlan Murray

## AGENDA

1. Chairpersons Welcome
- 1.1 IPA Support to the Board: Governance
2. Votes of Sympathy
3. Declarations of Conflict of Interest
4. Minutes
5. Matters Arising
6. Reports to the Board
  - 6.1 Chief Executive
  - 6.2 Further Education & Training
  - 6.3 Schools Division
  - (i) *Schools Reconfiguration for Diversity Process*
  - 6.4 OSD

- Finance
1. **Approval of the Board for:**
    - **Overdraft Facility**
    - **Financial Authority Level**
  2. **Finance Committee Chairperson's Report No 14 - September 2018**
    - a. Buildings / Corporate Services
  1. **KWETB Building Report**
    - b. H.R. / I.R
  7. **Correspondence**
    - (i) **Department Circular Letters for Adoption**
    - (ii) **Other Correspondence and Updates**
    - **DES letter regarding Brannoxtown National School**
    - (iii) **ETBI Correspondence**
  8. **Motions for Approval**
  9. **Policies**
    - (i) **Schools Division Policies**
      - **Interim Patron's Framework**
    - (ii) **H.R. Policies**
      - **Compliant Procedure Approved for Sectoral use**
      - **Guidance Notes - Compliant Procedure Approved for Sectoral use**
    - (iii) **Corporate Services Policies**
    - (iv) **Finance Policies**
    - (vi) **F.E.T. Policies**
      - **Wicklow Youthreach Child Safeguarding Statement**
  10. **Establishment of Committees & Nominations to Boards of Management**
    - **KWETB to nominate 3 persons to serve on Board of Management of Coláiste Chiaráin, Leixlip (term of current board ending 31st July 2018)- Email attached from Joe Sweeney**
    - **Replacement for Mr Joe Behan on Board of Management of St Killian's Community School, Bray.**
    - **Nomination to ETBI Reserved Members Forum**
  11. **Matters deferred from previous meetings**
    1. **In Committee meeting to adopt minutes of earlier meetings held in committee**
    2. **Nomination required to Wicklow County Childcare Committee as replacement for Ms Mary Mooty.**
  12. **A.O.B**

*Minute No. ETB-09-01-18*

<b>No. 1 Agenda</b> <b>Chairpersons Welcome</b>
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### **1.1 Support to the Board - Governance**

*The Chair requested and the Board agreed to the suspension of standing orders to facilitate an IPA information session by Mr Aidan Horan and Dr Philip Byrne on the*

***Board Self Evaluation & Performance Review. Mr Horan outlined the programme of work to be undertaken with the Board which would include questionnaires and interviews. All members will be contacted and individual interviews will take 45 / 60 minutes. IPA would hope to have their final report for January 2019.***

***This process is in line with best practice and is an element of emerging new Codes of Practice for Governance of Public Bodies.***

*Minute No. ETB-09-02--18*

**No. 2 Agenda  
Votes of Sympathy**

**No Votes of Sympathy**

*Minute No. ETB-09-03-18*

**No. 3 Agenda  
Declarations of Conflict of Interest with regard to the Agenda.**

**No Declarations of conflict of interest**

*Minute No. ETB-09-04-18*

**No. 4 Agenda  
Minutes**

***Cllr Fiona McLoughlin Healy requested the suspension of standing orders. She proposed going forward that the agenda for future meetings be set by the Board taking into account items of importance to the working of the Board. A discussion took place on prioritisation of agenda items. Several suggestions were made:***

- Prioritise in line with key business goals committed to in response to Thorn Report.***
- Have it form part of the IPA review***
- Members make request to the Chair to put an item on the agenda***
- That the items be taken under A.O.B.***

***1. It was proposed by Cllr Fiona McLoughlin Healy, seconded by Cllr Nicola Lawless that the Board prioritise items for the agenda. A vote was taken - 7 members voted for, 5 voted against and there were 3 abstentions. The motion was carried.***

***2. It was proposed by Cllr Naoise O’Cearuil, seconded by Cllr Fiona McLoughlin Healy that the IPA attend the next Board meeting to see how it operates. Costings to be obtained if applicable.***

***3. Standing Orders – It was proposed by Cllr Jennifer Whitmore and seconded Cllr Naoise O’Cearuil that the Standing Orders be reviewed and amended.***

***CE raised the issue of the need for clarity between the executive and the reserve function regarding Standing Orders and prioritisation of the Agenda.***

*The Minutes of the KWETB Meeting of Tuesday 19<sup>th</sup> June were presented. The Chair advised he had received amendments to the minutes from Cllr Fiona McLoughlin Healy the night before and had not had time to read them. He suggested going forward that amendments to minutes be forwarded to the Chair at least 4 days in advance of the meeting. A brief discussion took place regarding amendments to minutes.*

- 4. It was proposed by Cllr Edward Timmins, seconded by Cllr Fiona McLoughlin Healy and agreed that the amendments be deferred to the next meeting.*

*The minutes of the meeting held on Tuesday 19<sup>th</sup> June, 2018 which were previously circulated on MinutePad, were deferred to the next meeting.*

*As per meeting of 13<sup>th</sup> November 2018 it was proposed, seconded and agreed that amendments forwarded by Cllr Fiona McLoughlin Healy be take on block.*

*\*\*\*\*\*Please see appendix 1*

*Minute No. ETB-09-05-18*

<b>No. 5 Agenda Matters Arising</b>
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*A discussion took place regarding omissions from the minutes of meetings. e.g. details of the new CE' first address to the Board and the long discussion of RTE's Primetime Investigates" programme at June 19<sup>th</sup> meeting.*

- 1. It was proposed by Cllr Jennifer Whitmore, seconded by Cllr Fiona McLoughlin Healy that costings for a stenographer be acquired.*

*The Chair advised the Thorn Report still remains unpublished. The Secretary General confirmed the Minister had received the report as late as early July. The members expressed their frustration on the length of time it has taken for the Report to be published and requested the Executive inform the Minister of their frustration at the delay in publishing.*

*A wide ranging discussion took place around legal advice given to the Board covering the need for clarity on exactly what advice was given and how this advice was treated by the persons to whom it was given.*

*The question of getting a synopsis of the advice was raised. The Vice Chair pointed out that a report on this issue was provided to the Board and that he could not see the benefit or justification for spending money on another report.*

*The position of the previous Chair, Vice Chair of KWETB and the Chair of the Audit Committee was raised again. The Chair pointed out the need for fair procedures to be followed.*

*The Chair undertook to start the process of seeking legal advice and to report to the Board at the next meeting. Members commented that discussions around this issue takes up valuable time which is needed to conduct the statutory business of the Board.*

*Cllr Réada Cronin suggested another Board meeting be held before November 13<sup>th</sup>. Chair suggested this be taken at the end of the meeting.*

*Minute No. ETB-09-06-18*

### 6.1 Input from Chief Executive

*CE addressed the Board. She advised it is the intent of the executive to move forward even though we are currently working through difficult and challenging issues.*

*CE welcomed the IPA review stating that it is essential for the Board.*

*She spoke on a positive note of the huge portfolio of building projects currently with KWETB. She advised that Coláiste Ráithín has now opened.*

*Cllr Jennifer Whitmore welcomed the news that Colaiste Raithin was now open. She spoke of the Educate Together School and requested the Executive engage with them because of the level of uncertainty locating the school on the BIFE campus.*

*Cllr Nicola Lawless requested that communication regarding the Educate Together school and its location be kept open and that the Board are kept up to date.*

*Dr Elizabeth O’Gorman advised that the staff of BIFE are concerned about having the Educate Together school on the BIFE campus.*

*CE advised KWETB are now the Patron of Brannoxtown Community National school having been chosen by the community as the patron of choice.*

*The CE advised the Board that the Chair and herself had been invited to attend a meeting with the Secretary General on the 12<sup>th</sup> September. There was no clarity provided from the DES on the agenda.*

### 6.2 Further Education & Training (FET)

*Caitriona Murphy, Director of FET, brought the members through the FET report.*

*She advised she was informed by the Dept of Justice and Equality, that following a national tender process for Emergency Reception and Orientation Centres (EROCs), the Hazel Hotel would cease to operate as an EROC on 9<sup>th</sup> August 2018 and convert to a direct provision centre. The Primary school has ceased but Further Education section is continuing to provide programmes.*

*Caitriona reported on future apprenticeship programmes coming on board. She also reported on youth services and facilities for further education and training centres. She did advise the lack of personnel is evident in relation to targets set out by SOLAS to be delivered by FET. She confirmed that sanction has been received from DES for some critical posts for KWETB in relation to FET.*

*Cllr Teresa Murray praised and commended Caitriona and her team for the great work that is going on in FET. She reminded the members that the Board used to bring groups into KWETB meetings to make presentations on their work and progress. She strongly recommended that this practice is revised and involve these presentations as part of each meeting.*

### 6.3 Schools Division

*Rory O'Toole, Director of Schools brought the members through the DOS report.*

*He advised that after a delay of one week, Colaiste Raithin is now open.*

*He spoke regarding the delay in opening of St Conleth's extension and advised KWETB hope to take possession of the building soon, on satisfactory completion of snags and defects listed by the Design team.*

*He thanked members of the Board for their participation in many of the selection panels for teaching posts.*

*Cllr Fiona McLoughlin Healy questioned how members are selected to sit on interview panels. The Chair requested she raise the issue under A.O.B.*

➤ *Schools Reconfiguration for Diversity Process*

*Following engagement with the Department of Education and Skills, KWETB opened its third Community National School on 3 September 2018. Sanction for the opening of the school was received from the Minister on 8 August 2018.*

6.4 OSD Report

*Joe Kelly, Director of OSD, brought the members through the OSD report*

*He spoke regarding IPA and KWETB engagement re Governance Framework.*

*John McDonagh enquired about costings of IPA. Even though there is no requirement to tender for the service of IPA the rates and costings of other companies on the framework have been checked and IPA represents good value for money.*

*It was confirmed the Corporate Risk Register is complete.*

*Cllr Fiona McLoughlin Healy stated that Risk should be a standing item on the agenda for Board meetings and that Risks should be advised to the Board. She referred in particular to legal cases against the Board.*

*The implementation of the new Procurement Policy continues with training of staff.*

*Cllr Fiona McLoughlin Healy advised she has issues around tender opening and the new Sectoral Procurement Policy which she feels does not address the weaknesses around selection process for tender opening panels.*

*Finance*

*(i) Overdraft Facility*

*The Chair informed the Board that it is prudent to have an over draft facility in place as the financial year comes to an end. The approval of the Board is required to make the request for the overdraft to the Dept. Approval has been given in recent years but it has not been necessary to draw it down.*

- 1. It was proposed by Mr John McDonagh, seconded by Mr John Hurly and agreed to make a request to the Dept for an overdraft facility.*

*(ii) Financial Authority Level*

*Deferred to the next meeting as members did not have sufficient time to examine prior to the meeting.*

**(iii) Finance Committee Chairperson's Report No 14 - September 2018**

*Noel Merrick brought the members through the Finance Committee report*

**Corporate Services**

**KWETB Building Report**

*Mary Dillon, Corporate Services Manager, brought the members through the building report.*

*Cllr Nicola Lawless enquired about the status of the Colaiste Chraobh Abhann extension and the status of Blessington Community College extension.*

*Colaiste Chraobh Abhann Extension - It was confirmed that SLA approval to proceed to appointment of Design Team is awaited from DES. Colaiste Chraobh Abhann Temporary Accommodation - approval has been received for temporary accommodation of 2 general classrooms and 1 science room received from Department. Closing date for tenders for consultants is 19<sup>th</sup> September, 2018.*

*KWETB are currently waiting on SLA permission to appoint a Design Team for Blessington Community College.*

*Dr Elizabeth O'Gorman requested an update on additional accommodation at Naas Community College. She advised there are huge concerns regarding the current situation in the school, informing there is insufficient room for students.*

*It was confirmed sanction to proceed with additional prefabs is expected from the Dept on 11<sup>th</sup> September 2018.*

*Cllr Fiona McLoughlin Healy enquired about St Conleth's Community College extension and wanted it noted that the Board of Management of the school had not been informed that the extension would not be opening in September.*

*Cllr Teresa Murray requested an update on the timeline of the Maynooth Education Campus and enquired about the security fencing.*

*It was confirmed the Design Team are on course to go to tender in mid -November. The security fencing had been tidied up to make it more secure.*

**H.R. / I.R.**

*(i) ETB Representatives for Interview Panels – In exceptional circumstances where an ETB cannot source an ETB representative (member) for the particular interview process and is advised in advance of that interview process to the Chair of the ETB Board by the CE, the position shall be filled by a nominee of the ETB drawn from a panel endorsed by the CE and agreed by the board and comprising of persons only from within the geographical area of the ETB.*

*(ii) Circular letter 0003/2018 – Leadership and Management in Post Primary Schools (Refers to representatives for interview panels)*

1. *Proposed by Dr Elizabeth O’Gorman, seconded by Mr John Hurley and agreed selected ETB representatives can sit on interview panels.*

*Minute No. ETB-09-07-18*

**No. 7 Agenda**

- (i) Department Circular Letters for Adoption
- (ii) Other Correspondence and Updates
- *DES letter regarding Brannoxtown National School*
- (iii) ETBI Correspondence

*Minute No. ETB-09-08-18*

**No. 8 Agenda  
Motions for Approval**

*Minute No. ETB-09-09-18*

**No. 9 Agenda  
Policies for Adoption**

- (i) School Policies
  - **Interim Patron's Framework**  
*Noted by the Board.*
- (ii) H.R. Policies
  - **Compliance Procedure Approved for Sectoral use**
  - **Guidance Notes - Compliant Procedure Approved for Sectoral use**
  - Compliance Procedure Approved for Sectoral use –**
    - 1. *Proposed by Cllr Nicola Lawless, seconded by Mr John McDonagh and agreed by the meeting*
- (iii) Corporate Services Policies
- (iv) Finance Policies
- (v) F.E.T. Policies
  - **Wicklow Youthreach Child Safeguarding Statement**
  - 2. *Proposed by Cllr Nicola Lawless, seconded by Mr John McDonagh and agreed by the meeting*

*Minute No. ETB-09-10-18*

**No. 10 Agenda  
Establishment of Committees & Nominations to Boards of Management**



- KWETB to nominate 3 persons to serve on board of management of Coláiste Chiaráin, Leixlip (term of current board ending 31st July 2018)- Email attached from Joe Sweeney

*Deferred to next meeting*

- Replacement for Mr Joe Behan on board of management of St Killian's Community School, Bray.

*Deferred to next meeting*

- Nomination to ETBI Reserved Members Forum
- *Deferred to next meeting*

*Minute No. ETB-09-11-18*

No. 11 Agenda

Matters deferred from previous meetings

- (i) In Committee meeting to adopt minutes of earlier meetings held in committee

*Deferred to next meeting*

- (ii) Nomination required to Wicklow County Childcare Committee as replacement for Ms Mary Mooty.

1. *Proposed by Dr Elizabeth O'Gorman, seconded by Mr John Hurley and agreed that Ms Mary Lally be nominate to Wicklow County Childcare Committee as replacement for Ms Mary Mooty.*

*Minute No. ETB-09-12-18*

No. 12 Agenda

A.O.B.

Signed: *Hollary Meierz*  
(Chairperson)

Date: *13/11/18*

### NEXT MEETING

**Date: Tuesday 13<sup>th</sup> November 2018**

**Venue: Council Chamber, Aras Chill Dara, Naas.**

**Time: 10.30 am**

*Proposed seconded and agreed by the meeting that amendments forwarded by Cllr Fiona McLoughlin Healy be taken on block.*

**\*\*\*\* Appendix 1 - Amendments**

## Agenda 4

### Amendment 1

Cllr Fiona McLoughlin Healy asked that we be allowed to prioritise our board agenda. She gave as an example the fact that the board are and have been in breach of the code while board members are not aware of the prescribed levels of signing authority. She stated that because the agenda is a template agenda it means important items like this are not put to the top of the agenda.

### A2

Cllr Fiona McLoughlin Healy stated that the other issue she wished to discuss related to the minutes and that she was getting very worried about the editing of the minutes. Cllr McLoughlin Healy stated that in this month's minutes it was omitted that she had clearly highlighted a previous omission relating to the code of conduct and contracts signed by the former CE. She stated the Chair had given his apologies at the last meeting re not getting to it, and yet this was not again noted in the minutes. She stated she had clearly asked for the omission to be noted.

### A3

Cllr McLoughlin Healy stated the new CE's first statement to the board which was hugely important had been omitted from the minutes. She stated that board members had made significant introductory statements to the new CE and these had been omitted. Cllr McLoughlin Healy stated that over an hour and a half of important statements re from board members and the new CE were omitted from the minutes.

### A4

Cllr Fiona McLoughlin Healy proposed - that board be permitted to prioritise the agenda in line with organisational objectives

### A5

Chair Noel Merrick expressed his concerns about who would decide the priorities for any board meeting.

### A6

Cllr Naoise O Cearruil - stated that perhaps motions submitted might be a way of addressing item on the agenda. But expressed his concerns that you could have some board members submitting 20 items for the agenda. He stated that perhaps limiting motions to two per member might be a way around it.

### A7

Cllr Fiona McLoughlin Healy - stated that it will not be possible to get through what we promised to the Minister in our remaining few meetings as a board if we don't prioritise our agenda. She stated she agreed that getting items on the agenda might be achieved by way of submitting motions and that she had been trying to get items on agenda by way of motions and that this had not resulted in items being added to the agenda. She stated that when she asked for items to be added to the agenda that she was informed that the full board must agree if any member wants to add an item to agenda. She asked the Chair to point to where it states

in Standing Orders that board must vote on all members submitted motions before they can be added to the agenda

A8

Chair Noel Merrick - stated there had to be a process for adding items to the agenda but there has to be a process for asking is it proper and right to have an item added to the agenda if it is going to lead to legal action against ourselves. We have to have a system that protects peoples reputations. If it gives the impression that peoples reputations are going to be hurt, I need to protect you all from that and individual members.

A9

Cllr Naoise O Cearuil - stated that we have an IPA review re the operation of the board , back in January - and stated how agenda is dealt with might form part of that review. And suggested IPA attend next board meeting

A10

Cllr Ed Timmins - stated that if a member wishes an item to be on the agenda, they contact the Chair and ask him to put it on the agenda and the Chair can make a call on it. He stated if the member is not happy with the response, they bring it to the meeting and look for a vote on it and the support of the board.

A11

Chair Noel Merrick - stated he was happy to accept Edward Timmins account as he had lots of experience. He stated he was also open to the suggestion re the IPA as long as the process was an agreed one.

A12

Cllr Jennifer Whitmore - stated that it is not just an issue with agenda but that our standing orders are very weak. She stated we completely need to review our standing orders

A13

Cllr Fiona McLoughlin Healy - asked for an opportunity to clarify. She stated that we have rules in place about procedure and order of business and that we do not get to make up rules as we go along. She stated that making up a rule that the entire board must agree to a board members request to add item to the agenda , when its not in our standing orders is something the Chair must clarify for himself. She stated there were rules in place for the setting of the agenda and those rules are not being followed. She stated that the reason given as to why her requested items were not on the agenda was a flawed one. She stated that we operate under guiding rules - the Standing Orders and the Code of Governance and that we are currently in breach of the code. She stated she had brought this to the Chair's attention. She stated her concern about a lack of familiarity with the standing orders and with proper conduct of the meetings

A14

Chair, Noel Merrick - stated he took her point but did not agree and reserved his position on all of that. He stated he was aware of issues that were brought to him and replied to them all. He acknowledged that there was one on breaches of the code and that that was being deal with

A15

Cllr McLoughlin Healy - asked the Chair if the breaches would be brought to the board

Chair, Merrick - stated there was a process in place and he wanted to leave it at that. He stated he wanted to take Cllr O Cearuil's proposal that all issues around the agenda etc be brought to the IPA as part of the discussion

A16

Cllr McLoughlin Healy asked for the Chair's support in relation to her proposal as there were two proposals made by two members at last month's meeting that the Chair did not pursue for support while proposals made by other members had been jumped on by the Chair to get support from other members.

A17

Cllr McLoughlin Healy restated her proposal, that the board prioritise items for the agenda for our meetings,

A18

Chair Noel Merrick - stated he would go ahead and take a vote but didn't know how it would be possible to prioritise

Cllr Teresa Murray - stated she could not vote for it because she didn't know how you could prioritise items.

A19

Cllr Fiona McLoughlin Healy - stated that at the moment the board had no say in how the agenda is prioritised. She was simply asking that the statutory obligations be met but that if there was general agreement that a particular item was important that the board would have the option to prioritise it on the agenda

A20

Cllr Jennifer Whitmore - stated that what Cllr McLoughlin Healy was seeking was essentially that we should be operating by Standing Orders and asked why it was necessary to have a vote

A21

Cllr Fiona McLoughlin Healy - stated that the Standing Orders were silent as to prioritising items on the agenda. She highlighted that the board had just a few meetings left that there was a body of work to get through and that if the board did not prioritise the agenda they would not get through it.

A22

Cllr Naoise O Cearuil - proposed that IPA come to meeting to advise us about these issues  
Cllr Fiona McLoughlin Healy - agreed and asked that the board be informed of the cost associated with the IPA attending in advance.

A23

Cllr Jennifer Whitmore - proposed review of Standing Orders

Chair sought seconder and agreement for both Naoise O Cearuil and Jennifer Whitmore's proposals

#### Agenda 5

##### A25

Cllr Nicola Lawless - asked if the board would get an update or a report in relation to BIFE and stated that some members of Wicklow Educate Together were in the gallery. She also stated she had asked specific questions about the sub-committee report about the legal advice and asked if the answers to those questions would be given today.

CE - stated that the issues around BIFE would be in the board reports later

Chair, Noel Merrick welcomed members of Educate Together in the gallery

Cllr Nicola Lawless asked if she was to get answers to questions re legal advice.

Chair Noel Merrick stated he would have someone answer the questions

##### A26

Cllr Reada Cronin - stated in relation to the minutes that she was very disappointed at how scant they were and asked that more detail be taken in the minutes of this meeting. She stated if you were to read minutes of our last meeting in Wicklow you would think that every member of the board had their heads in the sand, that there had been no discussion of the RTE Primetime Investigates report. She stated if the members of the board considered it important enough to discuss it should be recorded. She stated the minutes were shocking

##### A27

Cllr Fiona McLoughlin Healy - stated that the minutes are something that the Audit Committee rely on. She stated that she had experience of discussion of board minutes at Audit Committee where because something was not recorded in the minutes, that that was taken to mean that board members had no difficulty with something. She stated we needed to look at what is in the minutes and why and what is the function of the minutes and what should be recorded in them. She stated that there were key statements at the last meeting that were not recorded and should have been.

##### A28

Cllr McLoughlin Healy referenced page 7 of the minutes where she had asked about risk reporting. She stated that we are obliged as board members to be informed around risk and that she had communicated that to the Chair as part of a longer list of where we are failing to comply with the code. She asked what was the status of an agreement of the board if it is not reported in the minutes as we had previously agreed at a board meeting in Wicklow that there would be a risk report included under each directors report. She stated we had made promises also to the Minister in March that Risk would form part of the board reports. She asked why the board are not being informed of Risk then , including our exposure in relation to legal cases.

##### A29

Cllr McLoughlin Healy noted from reports that a new financial statement is being requested of ETBs that includes specific reporting on legal, consultancy and hospitality expenditure.

She stated outlays on legal and consultancy services had been asked for on numerous occasions and hadn't been responded to and she welcomed the requirement that these be provided.

A30

Cllr McLoughlin Healy referenced pg 15 of minutes - re revised statement of financial control to be brought to the Audit committee and approved for adoption by the board. She asked for the status of the Audit Committee which had not met since May, whether there was still an Audit Committee and when meetings were to be held.

Chair Noel Merrick confirmed the Audit Committee was in place and that the Chair is not resigned. He stated that there would will be changes in personnel because the 3 year term of the Chair is coming to an end at end of September. And the executive will have to go through a process of identifying a new external member for the Audit Committee.

Cllr Fiona McLoughlin Healy asked if there was an urgency in light of the imminent departure of the Chair of the Audit Committee to seek answers from the Chair of the Audit Committee, regarding the legal advice

Chair Noel Merrick - stated he was really cautious about the main board getting involved in the work of the Audit Committee. He stated they were independent of each other and didn't think the two should cross.

Cllr McLoughlin Healy - asked the Chair for direction as to how we should address the withholding of legal advice

Chair Noel Merrick - deferred the question and stated he would come back to this after the board had finished other business

A31

Cllr Jennifer Whitmore - stated she felt like she was in groundhog day. She stated that she had raised the issue of transcription before. She stated that it worked well in Wicklow County Council where they had both a long and short version of minutes. She reminded the Chair that we had previously agreed to get costings for transcript.

A33

Chair Noel Merrick read a letter sent from a principal officer in the Dept on July 13th providing an update on the report from Mr Thorn. The Chair stated both he and the CE had been invited to a meeting the following day to meet officials in the dept of Education and that he had no clarity on what that meeting was about.

He stated he was keen to get the report so we can publicly go ahead with all the commitments and report back to the board on how we are getting on with those commitments

A34

Cllr Fiona McLoughlin Healy - stated she wished to clarify that what she had been asking for was an update on the executives assurances to the Minister, the list of commitments developed by and known to officials, which she presumed were being progressed including the code of conduct reviews etc.

A35

Chair Noel Merrick stated it was only the senior executives that were involved in putting the commitments together, that it didn't come through the organisation and that people on the ground are not be aware of those.

A36

Cllr Fiona McLoughlin Healy - stated that this was significant and asked if the Chair was stating that the commitments were not being delivered on

Chair Noel Merrick said there was a lot happening in parallel, a lot of work going on anyway through the OSD reports

A37

Cllr Fiona McLoughlin Healy asked the Chair for clarification around ownership and progress of the commitments even if staff on the ground were not aware of what was in the report

A38

Chair Noel Merrick stated that the difficulty was that the board were working to improve governance all the time but the actual points brought to Minister are part of a confidential report and that that was where it was at

A39

Cllr Fiona McLoughlin Healy stated that the board had had a report on the status of some of the commitments as part of the response to the Thorn report which indicated that work had started and that all she was looking for was an update on that

Chair Noel Merrick said he took Cllr McLoughlin Healy's point and we would come to that when we discussed the OSD report

A40

Cllr Jennifer Whitmore asked that at the meeting the following day that the Chair communicate the boards frustration at long the process was taking. She stated that this board was coming to the end of its term and the new board would come in with no knowledge of what has happened and that it is important for the document to be published

A41

Chair Noel Merrick stated the other issue he wished to raise was in relation to legal advices to the board from 2017. He stated he was asking that we would take out the the name of the firm in all our discussions around that for obvious reasons and to refer instead to legal advices to the board 2017

A42

Cllr Fiona McLoughlin Healy - stated she was concerned that the board did not know how many firms were providing legal advice to the board during that time. She stated she had sent a communication to the Chair, Noel Merrick where she outlined evidence that the former CE had written to the firm the Chair was referencing, stating that they were not the legal advisors to the board, that in fact another firm were providing legal advices to the board. She suggested naming the firm the Chair was referring to as firm A and the second as firm B. She

stated she would not like to obscure from our own visibility how many firms were providing legal advice for and on behalf of the board.

Cllr McLoughlin Healy asked for clarity around that

Chair Noel Merrick stated that the issue of the second firm had also been raised by the sub-committee.

A43

CE Deirdre Keyes restated the concerns about referring to persons bearing in mind where we are as an organisation. She stated she had reviewed as best she could all of the legal advices of the second firm. She stated a lot of the advice related to day to day matters of the running of the ETB . She stated amounts of invoices no where near firm A. She stated that in relation to advice that may or may not have been given in respect of the investigation that she is seeking clarity from firm B as to the nature of that advice.

Cllr Fiona McLoughlin Healy asked that it be kept on record for the next update that it had been communicated that firm B were identified as having provided legal advice for the board and that that is legal advice that should be made available to the board, if that is the case.

CE Deirdre Keyes stated she had sought more information on firm B advice and in order be able to ascertain from that whether advice was for the board

A44

Cllr Fiona McLoughlin Healy - asked the if the board could get information about our legal expenditure and our exposure as a board in relation to legal cases, how many legal cases we are involved in as a board and what our potential exposure is in that regard

CE, Deirdre Keyes stated she was not certain. She queried whether Fiona McLoughlin Healy was requesting all legal cases or just in relation to this issue.

Cllr Fiona McLoughlin Healy - clarified that the board needed to know how much the board have spent for all legal advice since 2014, across how many companies and for what.

CE Deirdre Keyes stated for the purposes of today she had just been asked to look at legal advice perhaps pertaining to the board. Regarding broader issues regarding legal advice she would look at how best to import that information for the board

A45

Chair Noel Merrick - stated if we are to take action in relation to the legal advice that it required everyone to be informed. He suggested that members in Wicklow might come together on a day or two that might suit in Wicklow, or Kildare, Maynooth to access legal advice from firm A. The Chair stated that there was a difficulty moving forward if everyone was not informed as to what is in the legal advice.

Cllr Fiona McLoughlin Healy stated that it took her about 4 days to go through the legal advice. She stated that that most board members would not have that level of time to give to going through the legal advice. She stated that what is in the legal advice could not be ignored however, unless we want to be in breach of the code. She stated she had had a discussion with the current legal advisor about the numbers accessing the legal advice and that she subsequently recommended to the Chair that the board's current legal advisor present to the board the material information in the files highlighting the implications for the board.



She proposed that a summary presentation from the legal advisor as to the relevant information in the legal advice folders would be a practical way of discharging our duty to be informed. She stated that the board needed to move forward more quickly on the withholding of the legal advice.

Chair Noel Merrick stated that he could pursue this option again but that his information was that the current legal advisor was not in a position to make a presentation. To get someone else to do it, we would have to pass a resolution to get legal advice, that instructions would have to be very clear. He stated his third concern would be the cost.

Cllr McLoughlin Healy asked for clarity as to why the board's legal advisor was not in a position to advise the board in relation to the legal files he has in his possession and with which he is already familiar. She stated that this warranted further scrutiny.

Chair Noel Merrick stated the legal advisors role is in relation to the criminal investigation taking place and that that is his primary role. The Chair stated that if the board resolves to do so he would do that

Fiona McLoughlin Healy proposed that we go back to him to ask him to do the presentation as her understanding was that the legal advisor was open to this

Cllr Naoise O Cearuil - stated that he assumed that because IPB are paying Mr Lanigan that he takes direction from IPB and not from the board and asked for clarification on that

CE Deirdre Keyes stated that it is the legal advisors remit is to advise the board in relation to the criminal investigation. She stated however, that there may be matters arising from the advisements which we may need to be advised on that don't directly relate to the criminal investigation. She stated this was her understanding and that we may need separate legal advice in relation to other matters. The CE said if the board required that in writing she didn't think there was any difficulty with that.

Vice-Chair John McDonagh stated that the sub-committee spent months going through the legal advices page by page with Michael Lanigan. He stated he did not know what else could be gained from bringing Michael Lanigan in front of the board and telling us what the sub-committee have already put in front of the board in black and white about the advices that were received, the advices that were ignored, the duties that previous Chairs did not fulfil. John McDonagh asked what do we have to do when it is in black and white. He stated that personally he did not know how the previous Chairs could remain members of the board after the sub-committee report.

Cllr Fiona McLoughlin Healy stated she agreed with John McDonagh that we had sufficient information to make a decision now but stated that the Chair said that the board cannot take action until everyone goes through the legal files. She restated what had been highlighted by the sub-committee report; that information was withheld from the board by the former Chairs; the former Chairs refused repeatedly to bring the issue of the C&AGs queries to the board; they refused to advise the board that they could suspend the CE; and refused to advise the board or the Audit Committee that they could conduct an investigation.

Cllr McLoughlin Healy stated that what is not in the sub-committee report is the evidence that they were made aware of section 4.5 of the code from firm A who advised them they

required the authority of the board to engage them as legal advisors. She stated that this information in the legal files that they were aware they were knowingly breaching the code is important in terms of implications and responsibilities of the board to deal with that. She also noted that the advice that the Chairs were taking on personal risk by refusing to act on the legal advice was not in the sub-committee report. Cllr Fiona McLoughlin Healy stated she and John McDonagh and other board members could state the very serious issues arising and the consequences that should result from those at every meeting for the next six months but that they were not being listened to and that was why she was recommending that the legal advisor be asked to advise the board.

Cllr McLoughlin Healy proposed again a second time that our board legal advisor be asked to consult on this issue.

Cllr Jennifer Whitmore stated she found it frustrating that the board were back in the same position again where there are legal advisors advising someone but we don't know who and who is advising us. She stated there had been changes in the legal advisors role that initially it related to the initial investigation and now he was being funnelled into the criminal investigation.

Cllr Naoise O Cearuil stated he did not have the opportunity to go through the legal files. He suggested to procure Lanigan and co to go through the legal files with us separately.

Cllr Fiona McLoughlin Healy stated that that was the starting point of the discussion and that was the proposal for which she had sought support because Michael Lanigan would not have to do further work to acquaint himself with the files.

CE Deirdre Keyes - asked for clarity and the fact that we needed a board resolution and needed to take into account the cost for same

Cllr Reada Cronin stated she would advise all members to go through legal advice and that she would be willing to meet them to go through the legal advice. She stated she had proposed at the last meeting that the former Chair and former Vice Chair would consider their position. She stated she agreed with John McDonagh that if they didn't consider their position we should be taking a motion to expel them from the board.

Chair Noel Merrick stated again that we needed to be very careful

Cllr Reada Cronin said she would stand over what she said

Cllr Teresa Murray stated that it was very disappointing that once again the board are being left to the side in relation to legal advice. She stated we needed to know how much the legal advice would cost and what they were going to offer. She stated she thought the board needed the advice.

Cllr Jennifer Whitmore asked whether Michael Lanigan could represent the IPB and the board.

CE Deirdre Keyes stated Michael Lanigan is representing the board in relation to the criminal investigation

Director of OSD Noel Kelly stated the board is entitled to independent legal advice but must ensure tax payers money is spent well, that we must be very careful about.

Cllr McLoughlin Healy stated she thought it was now very important to clarify if Michael Lanigan was our representative for the criminal investigation or legal advisor. The board had not instructed anyone to be a representative or conduit to the criminal investigation on our behalf. She stated she did not know what had changed since the last time she spoke with Michael Lanigan regarding presenting the material elements of the extensive legal advice files to the board. She stated that in terms of cost that obviously someone like Michael Lanigan who had spent days, weeks and months going through the issues would not be charging for those hours a second time like a new firm to the issues would.

Cllr Mcloughlin Healy asked that it be clarified how many board members have accessed the legal advice available. She stated she did not need names, just numbers. Cllr McLoughlin Healy asked the Chair if he had seen the legal advice

Chair Noel Merrick stated he had. He stated that it was for others to say whether they had accessed the legal advice

Cllr Fiona Mcloughlin Healy stated she did not need to know names only numbers. She stated we to know as a board how informed we are in relation to this.

Chair Noel Merrick stated that he knew of a handful , that he only knew those that told him they had seen it . The Chair said the protocol was for the members to contact Michael Lanigan. He stated that whether they chose to take up their offer was their own private business and that he was not going to take a roll call

Chair Noel Merrick said he could go back to Michael Lanigan on all these issues and if he was willing to come to the next meeting as proposed by Cllr McLoughlin Healy that the Chair was perfectly happy for him to do so. He stated if Michael Lanigan was not happy to come to the meeting then we needed to look at plan B

Cllr Fiona McLoughlin Healy stated that in that case the board would have to make a decision , that if we didn't have someone to give us a more nuanced view we would have to go on the basis of what we had seen and heard

Vice Chair John McDonagh - stated that he found it shocking when he went through the legal advice file. He stated he did not know what one more minute with Michael Lanigan would tell us that we didn't already know. He stated that we knew enough to take action and that if we were mindful to take action we should take action. He stated the difficulty is that the code of practice does not have sanctions for board members who are in dereliction of their duties

Cllr Fiona McLoughlin Healy stated that she supported John McDonagh's position stating that what she was attempting to do was to make some progress. She stated her request that Michael Lanigan advise the board stemmed from frustration at finding out hugely important information and the board not acting on it.

Cllr McLoughlin Healy referred to the code review she had completed which highlights where the board were in breach or potentially in breach of the code and proposed that that it

be circulated to the members. She stated she was happy for the Chair to remove any section of her code review that he had any concerns about

Chair Noel Merrick stated he had read it but hadn't studied it in the detail required.

Cllr Fiona McLoughlin Healy stated that the code review she had completed was with the Chair since the 21st of August and that the purpose of putting together the review was to speed things up not slow them down. It was intended to highlight to the board how actions outlined in the legal advice might be in breach of the code and might also require action under the code. She stated there was little value in not circulating to the board

Chair Noel Merrick stated he appreciated the latitude Cllr McLoughlin Healy had given him to read the code review and asked that she leave it with him.

Cllr Fiona McLoughlin Healy stated that she wished to clarify for John McDonagh that the code does provide a sanction to remove board members who knowingly breach the code.

Chair Noel Merrick stated that these were very serious moves.

Cllr Fiona McLoughlin Healy stated that because they were serious did not mean the board did not have to take them

Chair Noel Merrick stated that fair procedures had to be followed and people had a right to their reputation

Cllr Fiona McLoughlin Healy asked the Chair to outline what those fair procedures might be and why the delay

Chair Noel Merrick stated that they were entitled to know what they were accused of and a right to reply and a right to be represented. He stated he could not say how the code operates in such a matter. The Chair stated we cannot come in here as a board and vote on something we have not considered

Cllr Fiona McLoughlin Healy stated it was important that the Chair be aware of his obligations under the code on this particular issue. She stated that fair procedures did not mean doing nothing. She stated she disagreed that the board had not considered the issue as there had been a sub-committee report in relation to the issue

Chair Noel Merrick stated he would go through the document sent to him by Cllr McLoughlin Healy. He said that we needed to take our time and tread carefully and that he had to protect the organisation.

Cllr Fiona McLoughlin Healy stated that if we did not know how to move ahead in a fair manner that we then we needed to get legal advice

Chair Noel Merrick stated we could talk to Michael Lanigan and pass a resolution

Cllr Fiona McLoughlin Healy stated that should we decide not to get legal advice that that did not resolve us of our duty to adhere to the code by dealing with a breach by members

Chair Noel Merrick asked for section 4.5 to be read out

CE Deirdre Keyes read section 4.5

Cllr Fiona McLoughlin Healy asked to remind the board that the section just read was the section brought to the attention of the three former chairs by the legal advisors

Chair Noel Merrick stated he did not think the board were in a position to pass a resolution on it today. He stated he would start the process of taking legal advice and would come back to the board the next day

Cllr Fiona McLoughlin Healy stated that it was important to record that we had had the discussion around whether it was necessary to get legal advice

Chair Noel Merrick agreed it was necessary and that he would draft what was required and circulate it and come back with costs. He stated he would speak with Michael Langian about whether he could present to the board.

Cllr Fiona McLoughlin Healy asked that it be on record that even if the board do not go ahead with engaging legal advice that the board would still have to make a decision as to what has been found in the legal advice, and in the sub-committee report

Chair Noel Merrick stated that he took Cllr McLoughlin on board completely

Agenda 6

(ii) Financial Authority Level

Amendment

Cllr Fiona McLoughlin Healy stated that the draft document containing proposed signing authorities was an important document. She stated that we have not been complying with the code while we were uninformed as to the prescribed levels of signing authority within the organisation. She stated she had been asking for the prescribed levels of signing authority for over a year and that this was a draft document not the current levels she had requested. She asked that the current levels be circulated

Cllr Fiona McLoughlin Healy enquired about St Conleth's Community College extension and wanted it noted that the Board of Management of the school had not been informed that the extension would not be opening in September. She stated that she has since written to the Chair of the board of St Conleths asking why the school board of management were not notified that the building was not opening in time for the new school term September.

Cllr Fiona McLoughlin Healy stated that she had asked the Chair and the CE to talk to the gardai investigating the issues arising at the building project before asking her to accept the reassurances of anyone that has been involved in project. She stated that a separate gardai investigation to the fraud squad investigation was underway and that the investigating gardai were based in Enniscorthy. She asked when it was now scheduled to open

Cllr McLoughlin Healy proposed that an independent assessment by someone not involved in the project be asked to provide reassurances to the board. She stated that she wanted this

proposal on record along with the request that the Chair and the CE speak with the investigating Gardaí

Cllr Mcloughlin Healy stated that she was aware that the main contractors at St Conleths are taking cases against the KWETB and the board should be aware of those legal cases and of our risk exposure.

Cllr Mcloughlin Healy stated that CIF now raising concerns around certification after rather than before manufacture and asked that we be aware of that as a board when asked about certification

Chair Noel Merrick stated he did not know about the court cases but he would find out. He stated no-one had been in contact with the Gardaí investigating the project

Mary Dillon stated she hoped St Conleths would be open in about 6-8 weeks