



**CRUINNIÚ BHORD OIDEACHAIS AGUS OILIÚNA CHIARRAÍ**  
**KERRY EDUCATION AND TRAINING BOARD MEETING**

<b>Date and Time:</b>	Tuesday 15 <sup>th</sup> October 2024 at 3 p.m.
<b>Location:</b>	Hybrid: Kerry ETB Head Office Centrepont Building, Boardroom
<b>Cathaoirleach:</b>	Cllr. Norma Moriarty
<b>Secretary:</b>	Mr Colm McEvoy, Chief Executive
<b>Attendance (Reserve Members):</b>	<ul style="list-style-type: none"><li>• Cllr. Angie Baily</li><li>• Cllr. Deirdre Ferris</li><li>• Cllr. Anne O'Sullivan</li><li>• Cllr. Norma Moriarty</li><li>• Cllr. Martin Grady - Remote</li><li>• Cllr. Paul Daly - Remote</li><li>• Cllr. Teddy O'Sullivan Casey - Remote</li><li>• Cllr. Tommy Griffin - Remote</li><li>• Mr Joseph (Joe) Brennan</li><li>• Mr. Daniel O'Donoghue</li><li>• Mr. John O'Connor</li><li>• Mr. Michael Larkin McCarthy</li><li>• Mr. Noel Keenan</li><li>• Ms Maria O'Gorman</li><li>• Ms. Annette Steinborn</li><li>• Ms. Katherina Broderick</li><li>• Ms. Lorraine O'Sullivan</li></ul>
<b>Attendance (Executive Members):</b>	<ul style="list-style-type: none"><li>• Mr Colm McEvoy, Chief Executive (CE)</li><li>• Ms Ann O'Dwyer, Director of Schools, Youth and Music (SY&amp;M)</li><li>• Mr Owen O'Donnell, Director of Further Education and Training (FET)</li><li>• Ms Maria Brennan, Director of Organisation Support and Development (OSD)</li><li>• Ms Betty Corkey, Head of Corporate and Procurement</li><li>• Ms. Catherine Horgan Executive Support</li></ul>

**CONFLICT OF INTEREST/DISCLOSURE OF INTERESTS**

	<p>As per Section 1.18 of Circular Letter (CL) 0002/2019, a conflict of interest form was circulated to each Board Member before the meeting for signature.</p> <p>There were no conflicts of interest disclosed relevant to the meeting's agenda items, as discussed.</p>
--	--

<b>10/2024/ 1</b>	<b>APOLOGIES LEITHSCÉALTA</b>
<b>1.1</b>	<p>Apologies were noted for the following Board members:</p> <ul style="list-style-type: none"> <li>• Cllr. Marie Moloney</li> <li>• Cllr. Liam Nolan, Board Member</li> <li>• Cllr. Maura Healy Rae, Board Member</li> <li>• Cllr. Niall Kelleher</li> </ul>
<b>10/2024/ 2</b>	<b>Agenda</b>
<b>2.1</b>	<p><b>Code of Practice for the Governance for ETBs</b></p> <p>In introducing matters, the Chief Executive (CE) referenced the training on Wednesday October 9<sup>th</sup> 2024 delivered by the Institute of Public Administration (IPA), advising members that this Board meeting as per the agenda will focus on the following:</p> <ul style="list-style-type: none"> <li>• Code of Practice for the Governance of Education and Training Boards (Circular Letter: 0002/2019), as was circulated with the meeting notice</li> <li>• Standing Orders for Kerry ETB meetings</li> <li>• Section 44 and section 45 committees, purpose and structure</li> </ul> <p>In addition, the CE advised that key document for all members to be familiar with include:</p> <ul style="list-style-type: none"> <li>• Education and Training Board Act 2013</li> <li>• Kerry ETB Standing Orders</li> <li>• Code of Practice for the Governance of ETBs, Circular Letter (CL) 0002/2019</li> </ul> <p>Members were also advised that for all meetings it is important to:</p> <ul style="list-style-type: none"> <li>• Fully review, in advance of meetings, all of documentation provided</li> <li>• To exercise Independent judgement at Board matters in addressing matters, and</li> <li>• To strive for full Board meeting attendance</li> </ul> <p>Re the Code of Practice for the Governance of ETB's, members were advised that as was addressed at the September 10<sup>th</sup> 2024 Board meeting, a new Code of Practice was due</p>

to be launched on 26<sup>th</sup> September 2024 at the Education and Training Boards Ireland (ETBI) annual conference, however this launch was deferred.

As the new code has not issued, Kerry ETB will be proceeding to adopt the existing Code of Practice, CL: 0002/2019.

Members noted that CL:0002/2019 addresses:

- The role of the Board
- The role of the Chairperson
- The Role of Board Members
- Board effectiveness
- Code of Conduct, Ethics in Public Office, Additional Disclosures of Interest by Board Members and Staff and Protected Disclosures
- Business and Financial Reporting
- Risk Management, Internal Control, Internal Audit and Audit and Risk Committee
- Relations with the Oireachtas, Minister and Department of Education
- Remuneration and Superannuation
- Quality Customer Service

In respect of the adoption of the code, members were advised that the code contains a provision setting out that if the Board decides not to adopt the full code, it must explain the rationale for same i.e. comply or explain provision.

#### **Board Members Briefing**

In addressing the full code in greater detail, the Head of Corporate and Procurement Department, addressed separately the elements of the full briefing to the Board as per Section 3.6 of the CL:0002/2019, including:

1. A statement that the Board (i.e. the elected and appointed members of the ETB) is responsible for the proper direction and control of the organisation and in that regard holds the Chief Executive accountable for the performance of his or her functions;
2. A listing of the statutory requirements relating to the ETB;
3. A copy of the Education and Training Boards Act 2013 and any other relevant legislation (or excerpts thereof);
4. Procedures for obtaining information on relevant new laws and regulations;
5. Code of Practice for the Governance of ETBs 2019;
6. A formal schedule of matters reserved to the Board for decision or approval;
7. Procedures to be followed, when, exception, decisions are required between board meetings;
8. A statement explaining the Board Members' responsibilities in relation to the keeping of the accounts, the ETB's system of internal control and audit;
9. A statement setting out the role and responsibilities of the internal audit unit and its reporting arrangements;
10. A copy of the Charter for Internal Audit, including the terms of reference of the Internal Audit Unit – Education and Training Boards (IAU-ETBs);

11. A statement setting out the role of the external auditor (the Comptroller and Auditor General) and the relevant reporting arrangements;
12. A schedule detailing the composition of all ETB committees, their terms of reference, roles, responsibilities and reporting arrangements to include Audit & Risk Committee and Finance Committee;
13. A copy of the Code of Conduct for Board Members, including requirements for disclosure of members' interests and procedures for dealing with conflict of interest situations;
14. A statement informing Board members that they have access (collectively or individually) through the Chairperson) to the advice and services of the administrative support for the Board, to ensure that Board procedures are followed and that these procedures comply with applicable rules and regulations;
15. A copy of the ETB Standing Orders.

Following the presentation and discussion, the Board unanimously adopted CL:0002/2019 in full.

**Proposed: Mr. Joe Brennan**

**Seconded: Mr. Noel Keenan**

Members were advised that formal briefing packs (addressing all items as per Section 3.6 of the CL:0002/2019) will issue in the post to members. Members will be required to sign and submit formal notification of receipt of the briefing pack.

#### **Code of Conduct**

The Director of OSD provided a full briefing to the Board on the Code of Conduct for members, noting that the template Code of Conduct is set out in CL:0002/2019.

The Director of OSD explained that the purpose of the Code of Conduct is to provide guidance to an Cathaoirleach and members of Kerry ETB in performing their duties. It was explained to members by the Director of OSD that the **objectives of the Code** are:

- To set out an agreed set of ethical principles;
- To promote the highest legal, management and ethical standards in all the activities of Kerry ETB;
- To promote compliance with good current management practice in all the activities of Kerry ETB;
- To promote and maintain confidence and trust, and
- To prevent the development or acceptance of unethical practices.

It was noted that the policy of Kerry ETB to maintain a high reputation for ethical behaviour and fair dealing in the conduct of its business.

	<p>Members were advised that any breaches of the Code of Conduct will be notified to the an Cathaoirleach and to the Comptroller and Auditor General, and may be notified to the Minister for Education with the annual accounts and report.</p> <p>In addition, it was explained that members of Kerry ETB are required to observe the following fundamental principles, as set out under the following headings:</p> <ul style="list-style-type: none"> <li>a) Integrity;</li> <li>b) Information;</li> <li>c) Obligations;</li> <li>d) Loyalty;</li> <li>e) Fairness;</li> <li>f) Consideration for work/external environment</li> </ul> <p>Following the input by the Director of OSD the Board unanimously adopted the Code of Conduct for Members.</p> <p style="text-align: center;"><b>Proposed: Mr. Michael Larkin McCarthy</b> <b>Seconded: Mr. Daniel O'Donoghue</b></p> <p>Members were advised that the Code of Conduct will issue in hard copy to members for signature.</p> <p>An Cathaoirleach thanked the CE, the Head of Corporate and Procurement, and the Director of OSD for the comprehensive input re CL:0002/2019.</p> <p>It was explained that Kerry ETB will be engaging the Institute of Public Administration (IPA) as part of the ongoing Board induction process to provide further additional training on the Code of Practice for the Governance of ETBs. The date for same will be confirmed at the October 29<sup>th</sup> 2024 Board meeting.</p>
2.2	<p><b>Standing Orders</b></p> <p>The CE provided a briefing on the draft Standing Orders for Kerry ETB. The CE advised of the need for formal Kerry ETB Standing Orders as per the provisions of Schedule 3, para (5), ETB Act 2013, which sets out the following:</p> <p style="text-align: center;"><i>"Subject to the provisions of this Act every education and training board shall regulate, by standing orders or otherwise, the procedure to be observed and the business to be transacted at its meetings."</i></p> <p>In advising members, the CE in referencing the draft Standing Orders document addressed the following:</p> <ul style="list-style-type: none"> <li>• Legal Basis for Standing Orders</li> <li>• Definitions</li> <li>• Chairperson/Cathaoirleach Role</li> <li>• Meetings schedules etc.</li> <li>• Procedure at Board meetings</li> </ul>

- ~~Process for making exceptional decisions required between Board meetings~~
- Committees of the Board – section 44 and section 45
- Expenses of Members (conference attendance)
- Media Engagement/Public Relations
- Suspension of Standing Orders
- Conflicts of Interest/Disclosure
- Order of Business
- Notice of Motion
- Rules of Debate
- Decisions and Determinations of the Board
- Rising of the Board
- Board Records
- Acceptance of Office, Cessation, Disqualification, Resignation
- Deputations. Delegations, Visitors and Consultations
- Rule of Meeting Adjournments

Members were invited to ask questions by an Cathaoirleach and were advised that the draft Standing Orders will issue in hard copy to Board Members in advance of next Board meeting. It is planned to present the Standing Orders for formal Board approval at the October 29<sup>th</sup> 2024 Board meeting.

This was noted by members.

#### **Section 44 Committees**

In addressing the purpose and structure of section 44 committees, members were advised by the Director of OSD that the ETB Act 2013, Section 44 makes provision for the establishment of Board Committees to:

- perform such one or more of its functions as, in its opinion, could be better or more conveniently performed by a committee, or
- advise it in relation to the performance by it of any of its functions,

2.3

In addition, the following was noted re the formation of Section 44 Committees:

- a maximum membership of 12.
- include board members and external membership.
- all section 44 committees must have agreed Terms of Reference (TOR's).

Section 44(4) of the ETB Act 2013, set out that the Board may appoint the chairperson of the committee. For Kerry ETB it is established practice, that the ETB Board to appoints the Chairpersons to section 44 committees.

With respect to Schools, Youth and Music (SYM), Further Education and Training (FET), Organisation Support and Development (OSD) Directorate areas, the ETB establishes section 44 committees for:



- ~~Schools, Youth and Music – to perform the functions of a Board of Management (BOM) of recognised schools maintained by the Board (primary and post primary), Youth Services and Music Generation~~
- FET – the functions which are the same or substantially the same as the functions of a BOM for FET programmes, centres, colleges etc. These committees are generally referred to as Governance Boards.
- OSD - Estates and Sustainability.

In summary the full list of the current requirements for section 44 committees is as follows:

- Community National School Board of Management (BOM's) (4)
- Post Primary Schools BOM's (8)
- FET Governance Boards -
  - Kerry College, Youthreach, Kerry ETB FET Centres (3)
- Youth Committee (1)
- Music Generation Committee (1)
- Estates and Sustainability Committee (1)

The Director of Schools Youth and Music provided the Board with a briefing on the structure of Section 44 Committees in the School Youth and Music Directorate.

#### Community National Schools

Kerry ETB Patron Nominees	Teachers' Nominees	Parents' Nominees	Community Nominees
2	2	2	2

#### Gaelcholáiste Chiarraí

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non-ETB Board member nominee if needed)" -	Teachers' Nominees	Parents' Nominees	English National School Nominees	Primary Gaelscoileanna Nominees	Board of Management/Community Nominee	Total
2	2	2	1	3	2	12

**Causeway****Coláiste na Sceilge**

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non- ETB Board member nominee if needed)"	Teachers' Nominees	Parents' Nominees	Ceist/Pres. Sisters Nominees	Board of Management/ Community Nominees	Total
3	2	2	3	2	12

**Castleisland Community College****Killarney Community College****Killorglin Community College****Coláiste Gleann Lí, Tralee****Coláiste na Ríochta, Listowel**

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non- ETB Board member nominee if needed)"	Teachers' Nominees	Parents' Nominees	Board of Management/ Community Nominees	Total
2	2	2	3	9

**Music Generation**

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non-ETB Board member nominee if needed)" -	Staff Nominees	Statutory Sector Nominees	Education and Training Sector Nominees	Community (Relevant to Music) Nominees	Total
2	2	2	3	1	10

**Youthwork**

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non-ETB Board member nominee if needed)" -	Voluntary Sector Nominees	Statutory Sector Nominees	Young Person from Comhairle na nÓg (or similar) Nominees	Community/Other Nominees	Total
2	2	3	2	2	11



The Director of Further Education and Training provided the Board with a briefing on the structure of Section 44 Committees in the Further Education and Training Directorate.

#### Youthreach

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non-ETB Board member nominee if needed)"	Staff Nominees	School Principal Nominee	Parent/Guardians Nominees	Board of Management Nominees/ Agency Nominees - Garda Liaison/	Total
2	2	2	2	2	10

#### Kerry College of Further Education and Training

Kerry ETB Nominees "minimum of two ETB Board Nominees (allowing for one non-ETB Board member nominee)"	Staff Nominees - Teacher/Instructor/Administrator	Learner / Aontas Rep	Agency Nominees (one to be OET)	Business and Industry Nominees	School Principal Nominee (non-ETB)	Total
2	3	1	2	2	1	11

#### Kerry ETB Further Education and Training Centres

Kerry ETB Nominees "minimum of one ETB Board Nominees (allowing for one non-ETB Board member nominee if needed)"	Staff Nominees	Educational Management Nominee (non-ETB)	Partnership Boards Nominees / NEWKD / SKD	Community Nominees e.g. Local Community and voluntary organisations	Agency Nominees e.g. Rep DSP, County Council, and other relevant agencies	Total
2	2	1	2	2	2	11

The Director of OSD provided the Board with a briefing on the structure of Section 44 Committees for Estates and Sustainability.

**Estates and Sustainability**

Kerry ETB Board Members	External Nominees	Total
3	4	7

Re the section 44 committees, it was further clarified for the Board Members, with respect to the ETB Board nominees, each section 44 committee must have at least one ETB Board member.

The proposed structure for the following section 44 committees as presents were unanimously agreed:

- Community National School Board of Management (BOM's) (4)
- Post Primary Schools BOM's (8)
- FET Governance Boards -
  - Kerry College, Youthreach, Kerry ETB FET Centres (3)
- Youth Committee (1)
- Music Generation Committee (1)
- Estates and Sustainability Committee (1)

**Proposed: Lorraine O'Sullivan**  
**Seconded: Noel Keenan**

Members were advised that the Terms of Reference for all the Section 44 committees will be updated and issued by post to all members in the full members briefing pack.

Appointments to the Section 44 committees will be addressed at the October 29<sup>th</sup> 2024 Board meeting. Members will be issued a survey through Microsoft Forms to set out their Expression of Interest (EOI) for section 44 committee membership. The EOI's will be considered at the October 29<sup>th</sup> 2024 Board meeting.

An Cathaoirleach thanked all involve for the very detailed and informative presentation re the purpose and structure of the section 44 committees.

**Section 45 Committees**

In addressing the purpose and structure of section 45 committees, the Director of OSD advised members that the ETB Act 2013, Section 45 makes provision for the establishment of the following section 45 committees:

- Finance Committee
- Audit and Risk Committee

Specifically, the provisions of section 45 read as follows:

~~45. (1) An education and training board shall establish~~

*(a) a committee to examine and report to that board on financial matters relating to the board (in this Act referred to as a "finance committee"), and (b) a committee to assist the board in discharging its internal audit functions (in this Act referred to as an "audit committee").*

Re the Section 45 Committee it was noted that the committee:

- Supports the work of the main Board by examining and reporting on Financial matters
- Must meet at least 4 time per year
- Membership between 3 and 7 members, at least one external member with financial experience
- An Cathaoirleach of the main ETB Board can be a member of the finance committee but cannot be the finance committee Chairperson
- The Finance Committee should collectively possess an appropriate range of skills to perform its functions to the required standard. Members should have a thorough understanding of the role and financial experience.

The proposed structure of the Kerry ETB Section 45 Finance Committee is:

- 3 Kerry ETB Board members
- 4 External Members with relevant financial experience
- An external member to be appointed by the Board of the Finance Committee Chairperson

Re the Audit and Risk Section 45 committee, it was noted that the committee:

- Supports the work of the main Board, acting independently of management to ensure the interests of Government and other stakeholders are fully protected in relation to business and financial reporting and internal control
- Must meet at least 4 time per year
- Membership between 6 and 8 members
- An Cathaoirleach of the main ETB Board can be a member of the finance committee but cannot be the audit and risk committee Chairperson
- At least one member of the committee must have recent and relevant experience, preferably in a public service organisation outside the ETB sector and the other members should have relevant financial experience in the core areas of activity including risk management and in particular accountability structures.
- The Audit and Risk Committee should collectively possess an appropriate range of skills to perform its functions to the required standard. All members of the committee should have a thorough understanding of corporate governance and the role of the committee.

The proposed structure of the Kerry ETB Section 45 Finance Committee is:

- 3 Kerry ETB Board members

- 4 External Members with relevant financial experience
- An external member to be appointed by the Board of the Audit and Risk Committee Chairperson

Re the section 45 committees, members were advised that the Department of Education makes provision for the payment of fees to external members of the Finance Committee and the Audit and Risk Committee - see extract below addressing same:

#### **5. Payment of Fees**

It is a matter for the Board whether a fee is to be paid to an external member of an Audit or Finance Committee. If it is deemed appropriate by the Board, the following rates apply:

- external member of an ETB Audit & Finance Committees: €282.79 per meeting, up to an annual maximum of €1,414
- external chairperson of an ETB Audit & Finance Committees: €402.38 per meeting, up to an annual maximum of €2,012.

External members who are public servants are not eligible to receive these fees.

An external member who is in receipt of a fee is not due travel and subsistence expenses.

The proposed structure of the section 45 committees – the Finance Committee and the Audit and Risk Committee - as detailed above and the payment of fees to external nominees was unanimously approved by the Board.

**Proposed: Mr. Joe Brennan**  
**Seconded: Ms. Annette Steinborn**

Members were advised by the Head of Corporate and Procurement, that an advert will be placed in the local newspapers seeking Expressions of Interest (EOI) for external section 45 committee members.

Members notes that EOI's for Board members for the section 45 committees will be sought from members as per the process for section 44 committees. The EOI's will be considered at the October 29<sup>th</sup> 2024 Board meeting.

An Cathaoirleach thanked all involve for the very detailed and informative presentation re the purpose and structure of the section 45 committees.

05/2024/10	<b>ANY OTHER BUSINESS WITH THE PERMISSION OF AN CATHAOIRLEACH AON GHNÓ EILE LE CEAD AN CHATHAOIRLIGH</b>
10.1	Next Kerry ETB Board meeting Tuesday 29 <sup>th</sup> October 2024 at 3.00 p.m., Kerry ETB Head Office Centrepont Building, John Joe Sheehy Road, Tralee.  <i>This concluded the business of the meeting.</i>

Sínithe/Signed:



Dáta/Date:

29/10/24

