

Report on material decisions of the Special Purposes Committee

From: Dr Denis O'Driscoll, President and Chair of the Special Purposes Committee.

The Special Purposes Committee met online on Tuesday, 21 April 2026. The agenda items below reflect the material decisions made by the Committee at the meeting. The agenda from the meeting can be found in Appendix 1.

Agenda Item 5 – Request for Re-Appointment of External Member to the PSI Audit & Risk Committee

The Committee was advised that Ms Ciara Lynch, an external member of the Audit and Risk Committee, will complete her first term on the Audit and Risk Committee on 26 April. Ms Lynch is eligible for reappointment to the Committee for a second term and has confirmed her willingness to serve.

Following consideration, the Committee agreed, by consensus, to recommend the reappointment of Ms Lynch to the Audit and Risk Committee for a second term of three years, subject to approval by Council at its meeting on 30 April.

Agenda Item 6 – Expression of Interest Process for Appointment of an External Audit and Risk Committee member and creation of a Panel for Future Vacancies

The Committee was advised that an Expression of Interest process was undertaken to establish a panel of prospective external members for future appointment to the Audit and Risk Committee. It was noted that there is currently one vacancy for an external member on the Committee.

The Committee noted both the volume and high quality of applications received. In assessing applications, the Committee considered the overall mix and balance of skills, experience and competencies required, having regard to the existing composition of the Committee and its current and anticipated work programme.

Following discussion, the Committee agreed to recommend to Council the appointment of Mr Martin Kelly as an external member of the Audit and Risk Committee for a period of three years, subject to Council approval at its meeting on 30 April.

The Committee further agreed to recommend to Council, for approval at its meeting on 30 April, the establishment of a panel of five candidates for appointment as external members of the Audit and Risk Committee for a period of two years, as follows:

- Mr Conor Sexton
- Mr Donall Curtin
- Mr Colin Kelly
- Mr David Holohan
- Ms Leonie Clarke

The Committee agreed, by consensus, to recommend to Council:

1. the appointment of Mr Martin Kelly as an external member of the Audit and Risk Committee for a three-year term, subject to Council approval at its meeting on 30 April; and

2. the approval of a panel of five candidates for appointment as external members of the Audit and Risk Committee, from which future appointments may be made, for a two-year period, as follows:

- Mr Conor Sexton
- Mr Donall Curtin
- Mr Colin Kelly
- Mr David Holohan
- Ms Leonie Clarke

Council approval to be sought at its meeting on 30 April.

Appendix 1



Agenda for the Special Purposes Committee Meeting

21 April 2026 4.00 pm

Location: Online via MS Teams

Colour code: Red—for decision; Green—for discussion; Blue—for information

Agenda Notation: * = document in advance; ** = presented in slide deck, * = verbal update**

Indicative Time	Item Descriptor and Presenter		
4:00 pm	1.	Apologies	President
4:02 pm	2.	Declaration of Interests (See Appendix A)	President
4:03 pm	3.	Approval of Meeting Agenda	President
	4.	Approval of the Draft Minutes of the Special Purposes Meeting of 3 March 2026	
4:05 pm	5.	Request for Re-appointment of External Member to the PSI Audit & Risk Committee *	Head of Legal, Governance & Programme Delivery
4.10 pm	6.	Expression of Interest Process for Appointment of an External Audit and Risk Committee member and creation of a Panel for Future Vacancies*	Head of Legal, Governance & Programme Delivery
	7.	AOB	President

We anticipate the meeting will end at approximately 5:30 pm

Next Meeting Date: 2 June 2026

