

**Minutes of the meeting of the Governing Body of Technological University of the Shannon:
Midlands Midwest**

Monday 16-12-24 at 9:30am

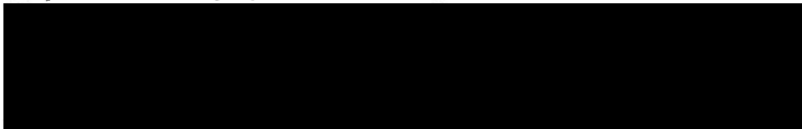
Midwest Campus/MS Teams

Members: Josephine Feehily – Chair, in person
Vincent Cunnane – in person
Marguerite Doyle – in person
Maureen Falvey – in person
Jos Gijbels – in person
John Griffin – Teams
Darina Kneafsey – in person
James Ring- in person
Colette Ryan – in person
Kevin McLoughlin – in person
Tony Mahon – in person
Amelia Lown- in person
Pamela O’Brien- in person
George O’Callaghan – in person
Geoff Shannon- Teams
Gearoid Folan – in person

In Attendance: Bill Delaney, Governing Body Secretary
Martina Moran, Recording Secretary
VP Strategy, Transition & Projects – Item 18
VP People, Culture & EDI – item 15

4. Apologies: Anne Cusack, Noel Gavin, Catherine Collins

SECTION A: STANDING ITEMS

- 1. Chairpersons Opening**
- 2. Approval of the Agenda**
The agenda was approved, which will include a late agenda item No. 16 regarding an MOU with TUS and Limerick Twenty Thirty.
- 3. Expressions of Sympathy**

- 5. Declaration of Conflicts of Interest or Loyalty**
There was no declaration of Conflict of Interest or Loyalty.

6. Correspondence.

There was no correspondence

7. Minutes of Governing Body meeting of 14th October 2024.

The minutes of 14th October 2024 were approved

Proposed by [REDACTED]

8. Matters Arising

There were no matters arising.

9. Action Log

The following updates were given:

Item# 143 Update will be provided today

Item #139 President will provide an update to close out this item

Item #146 Update will be provided today

Item #142 Ongoing

Item #156 February '25

Item #163 Approaches have been made to the Bus provider to increase the service frequency – ongoing issue

Item #169 Update will be provided by FPDC today

All 'green' items will now be removed.

10. Risk Management

The Risk Register has been updated by relevant senior managers. The financial risk has seen a slight decrease due to the receipt of Funding from the HEA for the pay shortfall. TUS have been invited to submit 60 programmes under a new Springboard initiative.

The updated Strategic Risk Register is available on the Resource Section of Decision Time; the HR matter will be included in the Risk Register in due course.

11. President's Strategic Update and Report

The President's report was noted.

Meetings of TU Presidents and DFHERIS are progressing, these meetings are primarily in relation to organisation structures and professorships and further meetings will be arranged in 2025.

The President sits on the IBEC Regional Executive committee both in the Midlands and the Midwest and gave a brief update on what is happening nationally and internationally.

Seanad election - there will be a new registrar for graduates for TU's and IOT's, the Department of Housing have been assigned the responsibility for this register. It was noted that it will be important that TUS graduates are made aware in good time of their entitlement to join the Register

TUS Midwest Access Newsletter 23/24 Issue 3 and Certificate in Transition to HE Programme Student Stories was circulated at the meeting for information.

SECTION C; ITEMS FOR INFORMATION / NOTING

18. Faculty of Engineering Presentation

Dr. Seán Lyons, Dean of Faculty of Engineering & Informatics and Dr. Maria Kyne, Dean of Engineering & the Built Environment gave a presentation on the Faculty of Engineering which was followed by Q&A. The importance of integrated structures was referenced and the Deans were thanked for the presentation and wished every success with the new structure.

SECTION B: ITEMS FOR DISCUSSION / APPROVAL

12. FPDC 20th November 2024 Report

The Chair of FPDC briefed Governing Body on the report of 20th November 2024.

12.1 ARC & FPDC Annual Report 23/24

Noted.

12.2 CSS Clg, TESS Midlands Ltd & TESS Midwest Clg (Subsidiaries AGM 8th November 24)

A query was raised in relation to shareholders present at the AGM's. It was advised, only TESS Midlands Ltd., as a limited company has nominated shareholders. The other two subsidiary companies are CLG's (Companies Limited by Guarantee) and have directors / members. It was subsequently requested that a previous report on this issue be presented again to Governing Body for refreshment in order to ascertain the possibility of Shareholder/Director overlap.

| Action | By whom | By when |
|---|---|---------|
| Re cc report to Governing Body re Subsidiary Company Shareholders/Directors | VP Finance & Corporate Governance | Jan '25 |

12.2.1 Annual Subsidiary Reports 2023/24

Noted.

*** Appendix A – Financial Statements**

Noted

12.2.2 Auditors Management Letter 2023/24

Noted

VP Finance & Corporate Governance gave an update on the Charitable Status of CSS CLG as referred in in part B, section 2 of the CSS annual report. CSS await response and final decision from the Charities Regulatory Authority (CRA) on the charitable status of CSS.

12.3 Update on IPA Effectiveness Review

Noted.

13. FPDC 29th November 2024 Report

13.1 TUS Draft Consolidated Financial Statements 2023/34

Noted. The TUS Final Consolidated Financial Statements 2023/24 will be presented to Governing Body in May '25, post C&AG audit completion for formal approval.

13.2 Budget and Financial Update – 12 months to August 2024

Noted.

13.3 Major Contract Approval Procedures and Thresholds

This item was discussed at FPDC meetings on 20th and 29th November '24. The proposed Contract Approval Procedure was also discussed in detail by Governing Body. The Schedule of Contract Approval was extracted from the TUS Procurement Policy.

It was proposed and agreed to amend Level 1 from $\geq \text{€}500,000$ to $\geq \text{€}1\text{m}$ and level 2 will be amended accordingly to $\geq \text{€}400,000 / < \text{€}1\text{m}$ (Level 2 will be approved by 3 signatures at senior level).

The Pre-tender Notification section of the document will be removed on the basis that pre-tender matters require more detailed consideration and specification, including the need for Governing Body agreement in principle.

On the recommendation of FPDC and subject to the above amendments, Governing Body agreed the Contract Approval Procedure and Thresholds.

Proposed by G. O' Callaghan and seconded by M. Doyle.

Approval Levels 2, 3, 4 & 5 will be reviewed and presented to a future Governing Body meeting

The Chair of FPDC gave an update on four Capital Projects:

- City North Arena
- ASIT Building (PPP Moylish)
- Connected Campus Clonmel
- Mary Ward Centre of Science (Athlone PPP)

13.4 Climate Action Road Map 2023-2026 Update

On the recommendation of FPDC, Governing Body agreed the Climate Action Road Map 2023-26.

Proposed by C. Ryan and seconded by J. Ring.

13.5 2024-25 Work Plan

Noted.

The Chair of Governing Body thanked both the Chair and the committee members of FPDC and the VP Finance & Corporate Governance and the entire Finance team.

| Action | By whom | By when |
|---|-----------------------------------|----------------------------|
| A list of acronyms will be uploaded to Decision Time Resource section for information | GB Secretariat | Will be updated constantly |
| Major Contract Approval Procedures and Thresholds – Approval Levels 2,3,4 & 5 will be reviewed and presented GB | VP Finance & Corporate Governance | Future GB meeting |

14. GNC 3rd December 2024 Report

The Chair of GNC presented this report.

A Gap Analysis in relation to the State Code will be carried out before a final decision is made regarding the Code of Governance, it maybe be necessary to have an additional GNC meeting in February to address this item.

14.1 Nominee to TESS Midwest CLG

On the recommendation of GNC, Governing Body agreed the nomination of Ms. Caroline Shanley to TESS Midwest.

Proposed by [REDACTED]

14.2 GB Resolution for Delegation & GB Reserved Functions

The Chair gave a background to this item. Governing Body noted that the document was well structured and has dealt with the various complexities. The Chair acknowledged the work the VP Finance & Corporate Governance and the GNC committee had carried out on the structure of the Resolution in bringing it to this stage of completion for presentation to Governing Body.

On the recommendation of GNC, Governing Body agreed the Resolution for Delegation & GB Reserved Functions.

Proposed by [REDACTED]

The expenditure thresholds where blank will be updated with the approved threshold levels, as per item 13.3 above.

Governing Body agreed that the document may be shared within the sector.

14.3 Conflict of Interest (or Loyalty) Annual Anonymised Report

On the recommendation of GNC, Governing Body agreed the Conflict of Interest (or Loyalty) Annual Anonymised Report.

14.4 Review of all Recommendations from IPA GB Effectiveness Review

Recommendation 1 and 2 will turn 'green' after today as they are both now complete. Progress across all committees was noted.

15. People, Culture & EDI Report 25th November 2024

VP People, Culture & EDI and the President presented this item to Governing Body.

The Induction pack is currently being prepared and once completed will be presented to Governing Body.

The committee are currently working through feedback on the draft Race Equality Action Plan.

15.1 TUS Policy & Procedure for Responding to Sexual Violence & Harassment

VP People, Culture & EDI gave a background to this policy and the reason for having a separate policy on Sexual Violence & Harassment to Bullying and Harassment Policy. It was noted that the Students Union also has two separate policies.

The Governing Body wished to be assured that the policy is in accordance with the WRC Codes of Practice, and underlined the need to ensure that having two policies does not become an impediment for persons making a complaint.

Subject to that assurance and on the recommendation of the committee, Governing Body agreed the TUS Policy & Procedure for Responding to Sexual Violence & Harassment.

Proposed by [REDACTED]

| Action | By whom | By when |
|--|----------------|----------------|
| Clarify conformance with WRC Codes of Practice | GB Secretariat | Feb GB meeting |

15.2 TUS Policy on Equality, Diversity & Inclusion

On the recommendation of the committee, Governing Body agreed the TUS Policy on Equality, Diversity & Inclusion

Proposed by [REDACTED]

TUS Policy on Workplace Supports for Employees affected by Domestic Violence & Abuse was noted.

15.3 TUS Code of Conduct for Employees

On the recommendation of the committee, Governing Body agreed the TUS Code of Conduct for Employees.

Proposed by [REDACTED]

Clarity in relation to the following to be provided to Governing Body:

- Point 1.3 (page 13)
- Do TUS employees sign a Code of Conduct or if this is referenced in their Contract of Employment?

15.4 Gender Pay Gap Report 2024 and Gender Pay Gap HEI Comparison for 2023

On the recommendation of the committee, Governing Body agreed the Gender Pay Gap Report 2024.

Proposed by [REDACTED]

15.5 People Culture & EDI Terms of Reference

The Committee approved the TOR for another 12 months (no changes were noted).

| Action | By whom | By when |
|---|-----------------------------|---------------|
| TUS Code of Conduct for Employees Clarity on Point 1.3 (page 13) | VP People, Culture & EDI | GB 20/1/25 |
| Do TUS employees sign a Code of Conduct or if this is referenced in their Contract of Employment? | VP People, Culture & EDI | GB 20/1/25 |

16. Limerick Twenty Thirty & Memorandum of Understanding

The President provided background to this proposal to Governing Body. Governing Body reviewed an MOU between TUS and Limerick Twenty Thirty DAC (LTT) with regard to completion of stage 1 of a capital project. Governing Body were advised of the confidentiality of this MOU at this stage. Governing Body agreed to the signing of the MOU between TUS and LTT.

Proposed by [REDACTED]

SECTION C: Items for Information / noting

17. Staff Appointments

HR matters for TUS Midlands Midwest were noted.

18. Technological Sector Advancement Fund (TSAF) Interim Report

VP Strategy, Transition & Projects gave an update on TSAF Interim Report. There are 32 deliverables and 113 associated supporting actions across 6 work packages which are currently on target. An Annual Report will be submitted to the HEA in Feb/Mar '25 and will also be presented to Governing Body at the same time. The extent to which TSAF is being used for permanent hiring of staff was noted as a Risk by Governing Body.

The GB noted that this might be a matter to be raised with the CEO of the HEA at the February GB meeting.

SECTION D:

15. AOB

An issue regarding student space in Georges Quay, (Moylish campus) was raised. The President fully recognised the issue with shortage of space in this area. The issue re space should be partially alleviated in Semester 2, however, the President agreed to discuss further with the Timetabling Office.

| Action | By whom | By when |
|--|--------------------------------------|----------------------------------|
| Shortage of space in Georges Quay (Moylish Campus) | President & Timetabling Office | Before the next GB meeting |

The President gave a brief overview of RUN-EU. The President is the current Chair (2 years duration) of the President's group which is coming towards the end of a very successful 1st year.

There being no further business, the meeting concluded at 1.35pm. The Chair and President wished all members a Happy Christmas.

The next meeting will take place on at 10:00am on 20th January 2024, in the Midlands Campus.

Signed: Josephine Feehily
Chair of TUS Governing Body

Date: 20/1/25