

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

Monday 25-11-24 at 10:00am

Midlands Campus

Members: Josephine Feehily – Chair, in person
Vincent Cunnane – in person
Anne Cusack – in person
Catherine Collins – in person
Marguerite Doyle – in person
Noel Gavin – in person
Jos Gijbels – in person
John Griffin – in person
Maureen Falvey – in person
Darina Kneafsey – in person
James Ring- in person
Colette Ryan – in person
Amelia Lown- in person
Kevin McLoughlin – in person
Tony Mahon – in person
Pamela O'Brien- in person
George O'Callaghan – in person
Geoff Shannon- in person

In Attendance: Bill Delaney, Governing Body Secretary
Martina Moran, Recording Secretary

4. Apologies: Gearoid Folan

SECTION A: STANDING ITEMS

1. Chairpersons Opening

The Chair welcomed members to the meeting, and expressed appreciation to all those involved with the very successful graduation ceremonies which recently took place on the Midlands/Midwest campuses.

2. Approval of the Agenda

The agenda was approved.

3. Expressions of Sympathy



5. Declaration of Conflicts of Interest or Loyalty


There was no declaration of Conflict of Interest or Loyalty.

6. Correspondence.

Correspondence in relation to the HR matter was discussed. The President gave an update on the process and timeline of this matter and the item was discussed in detail by the Board. In conclusion, the President and the Chair, on behalf of the Board with legal advice, will draft a response to the letter received. Further update will be given at the December Board meeting. Members were reminded of the confidential nature of this matter.

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

The minutes of 14th October 2024 were approved, subject to an amendment regarding attendance.

Proposed by 

8. Matters Arising

It was noted that 500 approx. first year students have participated in on-line Consent Workshops, students will be invited to participate in a further Consent Workshop during the Sexual Health Awareness and Guidance Week.

9. Action Log

The following updates were given:

Item #14:	Ongoing – will turn ‘red’ as behind schedule.
Item #81:	Academic Council are processing the 15 recommendations, the Governing Body Work Plan will be updated – Q1 – Q2 ‘25
Item #93 & #144:	Will be merged and turned ‘white’
Item #150 & #157:	Will be merged – both will be discussed in January ‘25
Item #158:	Updated at today’s meeting and will turn ‘green’
Item #163:	Ongoing issue

The following ‘green’ items will be removed from the Action Log:

Item #143; Item # 154; Item #162; and Item #166.

The President gave an update on car-parking;

Athlone

Total 932 including satellite
Garycastle GAA - 56 spaces – Average take up 35
Willow Park soccer – 31 spaces – Average take up 20
Possible additional spaces available in Semester 2 once PPP contractor is finished on site.

Moylish

Total 985 including satellites
Thomond Park – Staff 40 spaces – Average take up 40
Baptist Church - 25 spaces – Average take up 25
TUS Gaelic Grounds – 100 - Average take up 25
Shuttle Bus to & from Coonagh 6 times per day 180 spaces available
Possible loss of some spaces when PPP contractor arrives on Campus in early ‘25

10. Risk Management

This will be discussed under the ARC report.

In relation to the recent SETU Cyber-attack, it was noted that TUS will carry out a full IT review which will be presented to a future ARC meeting. It was also noted that all standalone servers are in the process of being decommissioned.

11. President's Strategic Update and Report

The President's report was noted.

TUS will respond to the QQI CINNTE Review Report on the 15 Recommendations before the October '25 deadline, in the interim, TUS will expediate the responses at Academic Council and VP/Deans forums.

An update on the recent visit to India was given to the Board, the President also met with the Ministry of Education and the Chair of Universities Grants Commission.

The President recorded his thanks and appreciation to the Teams involved in the recent conferring ceremonies.

Mr. N.Gavin was congratulated on his role as President of the Limerick Chamber of Commerce and the recent Business Award Ceremony.

The TU Presidents and Chairs recently met to discuss various ongoing issues which included Organisation Structures and Professorships, correspondence was subsequently issued to An Taoiseach seeking approval of same.

A TUS led major consortium on Bioeconomy Aquaculture Initiative in Mount Lucas, Co. Offaly was launched on 20th November '24. This is a €5 million investment, funded by the EU Just Transition Fund.

175 companies were represented at the Careers Fairs in both Athlone and Limerick campuses.

CLAY Lines: 50 Years of Student Ceramic Art, was launched on 21st November by LSAD in the City Art Gallery, Limerick. This is the first-ever public display of a historic collection of student works from its renowned ceramics programme at Limerick School of Art and Design, TUS.

SECTION B: ITEMS FOR DISCUSSION / APPROVAL

11. ARC Report 12th November 2024

The Chair of ARC briefed Governing Body on the meeting of 12th November '24.

12.1 Cover page for agenda items 12.1 to 12.5 which outlines a summary of reports that underpin the Annual Review of Effectiveness on System of Internal Control

Noted.

12.2 Internal Audit (Deloitte)

12.2.1 Review of IA Report on TUS Internal Financial Controls September 23 – August 24

On the recommendation of ARC the Internal Audit Report on TUS Internal Financial Controls was approved.

Proposed by [REDACTED]

12.2.2 Advisory Review of IT Governance

On the recommendation of ARC, the Advisory Review of IT Governance was approved.

Proposed by [REDACTED]

Correspondence issued by the President and Chair to An Taoiseach re structure will be uploaded to Decision Time.

Action	By whom	By when
Upload correspondence to An Taoiseach re structure to Decision Time	GB Secretariat	Immediate effect

12.2.3 Annual Report on Outsourced Internal Audit Activity 2023/24

The Report was noted.

The Chair of ARC and the VP Finance and Corporate Governance noted their satisfaction with the quality of the reports received from Deloitte.

12.2.4 Internal Audit Work Plan 24/25

On the recommendation of ARC the Internal Audit Work Plan 24/25 was approved by Governing Body.

Proposed by [REDACTED]

12.3 Internal Control Framework (ICF) Self Assessment Return (SAR) 2023/24

The ICF SAR 2023/24 was noted.

An update was provided on the recent TUS supplier e-mail compromise TUS internal controls have been reviewed and enhanced and an Internal Audit review of controls and cyber fraud training for staff in the finance area will also be provided. The investigation is on-going and an IT incident report has been sought and is awaited from the TUS supplier. This will be reviewed by TUS legal on receipt to inform next steps in the process. ARC, FPDC and GB will be kept informed on the progress.

12.4 ARC & FPDC Annual Report 2023/24

Noted.

12.5 Annual Review of Effectiveness on System of Internal Control (SIC).

On the recommendation of ARC and in light of earlier discussion, Governing Body approved the Annual Review of Effectiveness on SIC.

Proposed by N. Gavin and seconded by K. McLoughlin

12.6 Effectiveness Review from IPA

Noted.

12.7 Risk Management – Strategic Risk Register & Executive Summary

On the recommendation of ARC, Governing Body accepted the advice in relation to the Risk Register and noted that this is a 'living' document.

12.8 2024 Follow Up – Internal Audit Open Recommendations

Noted.

12.9 2024-25 Work Plan

Noted.

13. Governance Matters

A GNC meeting was scheduled for 24/10/24, but as there was no quorum the meeting did not take place.

13.1 Annual Governance Statement Template 2023/24

Governing Body were briefed on the Template which is similar to last year, (new additions are in red text). Governing Body will review and if satisfied with the response will “sign off” in February '25. This AGS may be further discussed during the HEA visit of the CEO in February.

13.2 Annual Governance Statement Feedback 2022/23

VP Finance & Corporate Governance will confirm to the HEA that the AGS feedback has been brought to the attention of Governing Body. When signing the AGS, TUS will confirm compliance with the principles of the State Code.

14. FPDC Matters 20th November 2024

The full FPDC report will be presented to the next Governing Body meeting. The Chair of FPDC gave a background to the three agenda items being presented today to Governing Body.

14.1 Public Private partnership (PPP) Bundle 2 – Licence Agreement

On the recommendation of FPDC, the PPP Bundle 2 Licence was approved.

Proposed by T. Mahon and seconded by M. Falvey.

It was noted that Athlone is the registered address of TUS, however, TUS have two Head Offices; Athlone and Limerick.

14.2 Capital Projects Update

The Chair of FPDC briefed Governing Body on the Capital Projects.

The following points were noted:

- STEM building, Athlone, will be officially called ‘The Mary Ward Centre of Science’ – Mary Ward, cousin of William Parsons, third Earl of Rosse, (Birr); Mary was a self-taught expert in natural history and microscopy. It is expected that this building will open in February '25.
- An explanation of PPP was provided, it was noted that maintenance and activity are under the remit of the PPP company for 25 years after which the building will be handed over to TUS.

14.3 City North Arena (Velodrome)

The report was taken as read.

The President gave a background of the project and timelines of Large Scale Sports Infrastructure Funding (LSSIF) and associated Planning Permission for the project.

Governing Body discussed the project in detail and the following points were noted:

- City North is part of TUS Masterplan (Original LIT Masterplan)

- TUS have a Memorandum of Understanding (MoU) with Cycling Ireland
- The Project will be a Regional Elite Training Centre
- The Project has been awarded a provisional allocation of €7.5m under LSSIF; total project costs will be in the region of ██████████ TUS & Cycling Ireland to seek balance of funding from other sources.
- The Project will be a wholly owned aspect of TUS, run and operated by TUS.
- This project was presented to FPDC on 12th June '24 and subsequent Governing Body meeting on 24th June '24
- After discussion it was considered that Strategic Capital Projects with potential significant financial or reputational impact be brought to Governing Body at an early stage or discussion and potential approval, and to this end the Chair requested that the Pre Contract Policy previously requested by the Governing Body be brought forward
- The Project requires further detailed discussion and consideration by Governing Body in particular in relation to the governance and the financial exposure. GB needs to fully understand the nature of the project, its governance, TUS's responsibilities as owner and operator which was not previously understood by the GB to be the position.

Action	By whom	By when
Pre Contract Policy to be presented to Governing Body	VP Finance & Corporate Governance	Once completed
City North Project – further detailed information required by the Governing Body in advance of any significant commitment.	Governing Body	Future GB meeting

SECTION C: ITEMS FOR INFORMATION / NOTING

15. Staff Appointments

All Staff appointments were noted.

16. TUS GB Work Plan 2024/25

Members were requested to review the draft Work Plan and to advise the Governing Body secretary of omissions/gaps. It was noted that there is one less meeting (10) than the previous year.

The Work Plan 2024/25 was noted.

Action	By whom	By when
TUS GB Work Plan 2024/25 Review for omissions/gaps	Governing Body members	Regular intervals

17. System Performance Framework Agreement Compact

The System Performance Framework Agreement was agreed with the HEA on 19/2/24. This final agreement is aligned with the TUS Strategic Plan and identifies the four Strategic Performance Objectives and associated indicators and targets. On the recommendation of the President, Governing Body agreed that both the President and the Chair would sign the

Compact Agreement. Once signed, the TUS Agreement (including the other Higher Education Agreements) will be published.

One item of commitment which remains a concern are student numbers and the various issues which impact on the student numbers, the President will present an update on student numbers in January '25 to Governing Body as part of the Strategic Plan mid-term review. VP Finance and Governance will also review Postgrad stipends in the Budgets for '25.

Action	By whom	By when
Update on Student Numbers – as part of Strategic Plan mid-term review	President	January GB meeting
Review Postgrad Stipends	VP Finance & Corporate Governance	When reviewing Budgets '25

18. Presentation – Faculty of Engineering
Deferred.

SECTION D:

19. AOB

it was noted that some agenda items get deferred if items run over time or do not reach a suitable conclusion, the Chair will review the proposed agenda for December meeting and to accommodate all agenda items, this meeting will commence at the earlier time of 9:30am.

Some GB members attended the Advance HE governance training. Slides from the event are awaited and will be made available to members and governance training will be included as a future agenda.

Action	By whom	By when
Advance HE Governance Training Event– agenda item	GB secretariat	GB meeting

This section of the meeting concluded at 1:30pm and non TU connected members withdrew from the meeting.

SECTION E:

GB Session – Non TU connected members

Review of President’s Performance 2024/25

The members asked the Chair to convey observations on the draft documentation to the President and proposed to convene again before the December GB if that could be arranged.

The next meeting will take place at 9:30am on 16th December 2024, in the Midwest Campus.

Signed: Josephine Feely
Chair of TUS Governing Body

Date: 16/12/24