

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

Monday 27th November 2023 at 10:00am

in person – Midwest Campus

Members: Vincent Cunnane (in person)
Josephine Feehily (in person)
George O'Callaghan (in person)
Tony Mahon (in person)
Anne Cusack (in person)
Kevin McLoughin (in person)
James Ring (in person)
Martin Quinn (in person)
Noel Gavin (in person)
Brigid Delamere (Teams)
Amelia Lown (in person)
Jose Fernandes (Teams)
John Doyle (Teams))
John Griffin (Teams)
Colette Ryan (Teams)
Marguerite Doyle (in person)
Niamh Kennedy (in person)

In Attendance: Bill Delaney, Governing Body Secretary (in person)
Martina Moran, Recording Secretary (in person)
VP Strategy, Transition and Projects – Item 11 (in person)
Projects Officer – Item 11 (Teams)
VP People Culture and EDI– Item 14 (in person)

4. Apologies: Anne Meagher, Catherine Collins.

Items will be recorded in the order they were discussed.

SECTION A: STANDING ITEMS

1. Chairpersons Opening.

The Chair welcomed members to the meeting.

The Chair advised that the HEA have new statutory powers under the Act to investigate issues should the need arise, a draft protocol has been issued to the President for discussion. This will be brought to the next GNC meeting for information and onwards to a future Governing Body meeting.

The Chairs and Presidents are due to meet An Taoiseach in early December to discuss various matters including: Finance/borrowing, Research, Employment Contracts, OECD Report, Research and Professorial roles.

The Chairs also met with the HEA last week and the Professorial role was high on the

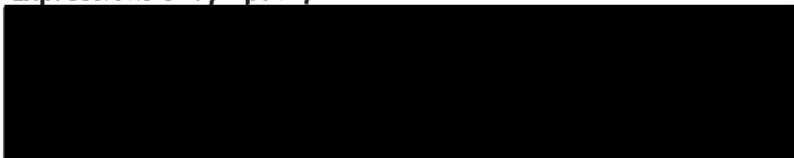
agenda, as the notion of a university without a professorial role is not a viable issue. The Professorial roles are within the Minister's remit and can only be put in place with sanction from the Minister and DPER.

2. Approval of the Agenda

Item 11 will now be taken at the end of the meeting.

The agenda was approved.

3. Expressions of Sympathy



5. Declaration of Conflicts of Interest & Loyalty

There were no Conflicts of Interest & Loyalty declared.

6. Correspondence

There are no items of correspondence.

7. Minutes of Governing Body meeting of 16th October 2023.

The minutes of 16th October 2023 were approved.

Proposed by J. Ring and seconded by A. Cusack.

8. Matters Arising

There were no matters arising.

9. Action Log

Update on the following items:

Item 16 Timeline Q2 2004

Item 69 Timeline Q1 '24

Item 96 President gave an update on car parking, which will now turn to 'code green'

All items coded 'green' will be removed from the Action Log.

10. Risk Management

Discussed under item 12.5.

SECTION B: ITEMS FOR DISCUSSION/APPROVAL

12. ARC Report of 2023

The Chair of ARC briefed Governing Body in detail on the ARC meeting of 16th November 2023..

12.1 Internal Audit (Deloitte)

Review of IA Report on TIS Internal Financial Controls September 2022 – August 2023

On the recommendation of ARC this report was approved.

Proposed: M. Quinn and seconded by K. McLoughlin

Review of Internal control Framework (ICF) September 2022 – August 2023

On the recommendation of ARC this report was approved.

Proposed by: J. Ring and seconded by G. O’Callaghan.

Internal Audit Work Plan 23/24 Updates

On the recommendation of ARC this report was approved.

Proposed by: N. Gavin and seconded by J. Ring

The Internal Auditors have still a body of work to complete in Quarter 1 2024.

12.2 Internal Control Framework (ICF)/Self-Assessment Return (SAR) 2022/2023

Noted

12.3 ARC & FPDC Annual Report 22/23

Noted.

12.4 Annual Review of Effectiveness on System of Internal Control (TUS Code ref 7.5) approved 3 months past year end)

On the recommendation of ARC this report was approved.

Proposed by G. O’Callaghan and seconded by M. Quinn.

12.5 Risk Management – Strategic Risk Register & Executive Summary

Members were encouraged to review the Executive Summary of the Risk Register which is available on Decision Time.

12.6 ARC Terms of Reference Periodic Review

On the recommendation of ARC, the Terms of Reference (which include the proposed amendments made by ARC under section 5) were approved.

12.7 2023 Follow-Up – Open recommendations/Priority Listing

Noted.

The Chair of Governing Body thanked the Chair of ARC and the committee for all their work, and encouraged Governing Body members to review the ARC correspondence in its entirety, which are all available on Decision Time.

13. GNC Report

The minutes of GNC were noted.

13.1 Arrangements for the management of the performance of the President in accordance with S.11 of the TU Act 2018 as amended by S. 89 of HEA Act 2022

The Chair gave background to this item to members.

On the recommendation of GNC the arrangements for the management of the performance of the President as set out in the relevant Governing Body paper were approved

It was noted that the performance management documentation will be modified further if necessary to ensure that it is clear that it applies to the President of a Technological University.

- 16. Elavon**
 Governing Body agreed the opening and operation of TUS Elavon account in accordance with the requirements of the TUS Code of Governance.
Proposed: K. McLoughlin and seconded by T. Mahon

- 14. EDI committee Report 10th November 2023**
 Noted.

14.1 EDI Gender Equality Pay Gap Report

VP People, Culture and EDI, attended the meeting for this item and gave a presentation on this draft Report which was followed by Q&A. The final version will be presented to Governing Body at the December meeting for approval.

Action	By whom	By when
Final Gender Equality Gap Report	VP People, Culture and EDI	GB 18-12-23

- 15. FPDC Agenda item – Limerick Laundry Surrender**
 Background to this proposal was given to Governing Body members. The Finance and Physical Development Committee (FPDC) discussed this report/Business Case to support the funding of surrender of lease at their meeting on 20/11/23. Governing Body had an empathetic discussion around this item as this building has a strong historical association particularly from a local perspective and on the recommendation of FPDC, Governing Body agreed the proposal as presented.
Proposed: K. McLoughlin and seconded by N. Gavin.

SECTION C: ITEMS FOR INFORMATION/NOTING

- 17. Staff Appointments**
 Noted.

- 11. TUS Key Strategic Priorities Progress Report and President’s Update**
 The VP Strategy, Transition and Projects and the Projects Officer joined the meeting for this item.
 The President briefed Governing Body on the President Report.
- The President thanked the Chair and Governing Body members for attending the recent graduation ceremonies (9 in total) which took place over both campuses. 4,000 students (approx.) graduated, the President also thanked the teams involved in arranging the graduation ceremonies.
- The President visited China 18-11-23 to 26-11-23, as part of this itinerary the President and the VP of International visited Chinese partner universities, agents and Enterprise Ireland. The President will give a further update on this visit at the next Governing Body meeting.

Action	By whom	By when
Further update on Chinese Visit	President	18-12-23

The Jane Grimson Medal of Honour has been awarded to a TUS postgraduate student, a celebratory event will be arranged to mark this very prestigious award.

Organisation Structure update –approval awaited for the posts of TUS CAO and COO and the appointment of professorial roles. The absences of professorial roles was discussed and the President gave a background to this item. Difficulty has been highlighted with our International partners re the absence of these posts in the TU sector.

Borrowing capacity – no further progress has been made in this area.

11.1 System Performance Framework & 11.2 Strategic Plan Implementation

The President gave a power point presentation on the TUS Strategy Alignment (copies of which were cc at the meeting) which was followed by Q&A.

The presentation focused on the TUS Strategic Plan (which was previously approved by Governing Body); TSAF; TU Rise; NTUTOR and how they are mapped to the National System Performance Framework (SPF).

The 4 pillars of the SPF are:

Teaching & Learning; Research & Innovation; Access & Participation and Engagement, these interact with 11 Transversal areas of Impact: Flexibility, Upskilling & Lifelong Learning; Climate & Sustainable Development; Student Success; Enterprise; Society, Region; International; Digital Transformation; Equality Diversity, Inclusion & Belonging, Institutional Leadership & Culture and Sectoral & Tertiary Cohesion.

TSAF – the TUS proposal is currently under review with the HEA.

TU RISE – this is linked to Research capacity building in the regions and is also under review with the HEA

NTUTOR – this is The National Digital Transformational Programme.

HEA System Performance Framework – overall this is mapped to TUS Strategic Plan, the HEA have requested TUS to reduce the number of priorities, a meeting with the HEA is due to take place in December '23.

The following points were noted for action:

- Cumulative data (TUS SPF Framework section of the Presentation with particular reference to PO1 1.1) to be reviewed to ensure clarity for Governing Body on the Strategic Plan
- Titles in the TUS System Performance Framework Pillars to align with Strategic Plan

The President advised that once feedback is received from HEA he will revert to Governing Body. The Strategic Plan Implementation Metrics document which will now be placed in the Resource section of Decision Time sets out the Strategic Priorities/Objectives; Targets and Baseline.

The final System Performance Framework will be presented to Governing Body before submission is due in March/April '24.

Action	By whom	By when
Cumulative data (TUS SPF Framework ref. PO1 1.1 section of the presentation) to be reviewed to ensure clarity for Governing Body	President/ VP Strategy, Transition & Projects	Immediate effect
Titles in the TUS System Performance Framework Pillars to align with Strategic Plan	VP Strategy, Transition & Projects	Immediate effect
Final System Performance Framework to be presented to Governing Body in Q1 '24 before submission to the HEA	VP Strategy, Transition & Projects	GB Q1 '24

Section D:

18. AOB

There was no other business.

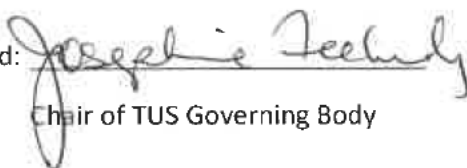
19. Private session with TUS external members.

Members and staff associated with TUS left the meeting for this item.

The external members considered and agreed the completed performance management documentation prepared by the President in accordance with the approved arrangements. The alignment with the Strategic Plan was noted. It was agreed that the mid-term review will take place in January 2024.

Action	By whom	By when
Completed mid-term performance management documentation prepared for the GNC and GB/External Members meeting	President	January 2024

The next meeting will take place on Monday 18th December 2023 at 10:00am on the Midlands Campus which will be followed by a Christmas lunch.

Signed: 
Chair of TUS Governing Body

Date: 18/12/23