

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

Monday 27th March 2023 at 10:00am

via MS Teams & in person – Midlands Campus

Members: Ms. Josephine Feehily – Chair (in person)
Prof. Vincent Cunnane (in person)
Mr. John Doyle (in person)
Ms. Anne Meagher (Teams)
Ms. Colette Ryan (in person)
Mr. Tony Mahon (in person)
Mr. Martin Quinn (Teams)
Mr. John Griffin (Teams)
Ms. Marguerite Doyle (in person)
Mr Shahboz Babaev (in person)
Mr. Noel Gavin (in person)
Ms. Anne Cusack (in person)
Ms. Catherine Collins (in person)
Ms. Brigid Delamere (in person)
Mr. James Ring (in person)
Mr James Hadnett (Teams)

In Attendance: Mr. Bill Delaney, Governing Body Secretary (in person)
Ms. Martina Moran, Recording Secretary (in person)
[REDACTED] IPA (in person)

4. Apologies: Mr. George O’Callaghan, Mr. Niall Naughton, Mr. Kevin McLoughlin.

Items will be recorded in the order they were discussed.

SECTION A: STANDING ITEMS

2. Approval of the Agenda

The Chairperson’s item will be discussed later in the meeting when all members are present, subject to this change the Agenda was approved.

3. Expressions of Sympathy



Governing Body expressed their sympathy to all staff who have had a bereavement and particularly on the death of our two students. TUS Counselling Service were very involved with students during this very difficult time. A letter of appreciation on behalf of Governing Body will be sent to staff in the Counselling Office.

Action	By whom	By when
Issue letter to Counselling Staff in appreciation on behalf of Governing Body	President/Secretariat	With immediate effect

4. Apologies

Noted.

5. Declaration of Conflicts of Interest

There was no declaration of conflicts of interest.

6. Correspondence

For information the Chair received the following correspondence:

Letter from Minister Simon Harris regarding the provision of student accommodation in summer 2023 for temporary shelter for new arrivals as part of Ireland's humanitarian response. The President's Office replied to this request that TUS does not have any available suitable accommodation.

HEA letter re Grant Allocation 2023. This item will be dealt with by the Executive and the Finance and Physical Development Committee. HEA have decided to inform Chairs of Governing Body of governance matters particularly in relation to funding to reflect on the enhanced function and responsibilities of Governing Bodies contained in the HEA Act, 2022. These responsibilities will be an agenda item at Governing Body meeting of 17/4/23.

7. Minutes of Governing Body meeting of 19th December 2022

The minutes were approved.

Proposed by C. Ryan and seconded by N. Gavin.

8. Matters Arising.

There were no matters arising.

9. Action Log

Regarding an item about Chairs of subsidiaries, as this item is not fully closed off, it will be reinserted on the Action Log. Governing Body agreed that all items coded 'green' are now closed and can be removed from the Action Log.

10. Risk Management

The Risk Register will be discussed in further detail under item 13.

Regarding the potential risk/exposure of the Banking crisis in USA. It was noted that there is no exposure for TUS. TUS term deposits are with the National Treasury Management Agency (NTMA). TUS has no other investments. A diligent watch will be kept on deposit accounts.

The President advised of an activity which culminated after many months of negotiation in the signing of an MOU between TUS and Ukraine's O.M. Beketov National University of Urban Economy in Kharkiv (O.M. Beketov NUUEK) on the 6th March. The initial focus of the partnership will be on identifying ways that TUS can support Beketov National University in concrete ways during the current crisis by providing added resources and skills. Following this, phase two will provide a framework for both institutions to work together on the development of the partnership and a range of collaborative academic activities. The partnership will see TUS provide support such as the opening up of research groups to Beketov National University research partners, provision of equipment, hosting of summer schools, as well as the development of collaborative academic and research projects and visiting scholar initiatives. The President thanked VP Academic Affairs & Registrar, VP Research Development & Innovation for their work on this initiative and DELL Technology for providing the servers for the online functions of Beketov, which will operate outside of TUS systems. This University is also an Associate Member of European Alliance of RUN EU.

In response to concerns expressed, the President emphasised that there will be no risk to TUS staff as neither staff nor students will be going to Ukraine.

11. TUS Key Strategic Priorities Progress Report and Presidents Update

The President gave an update on the Key Strategic Priorities and updates which were noted. TUS have signed an MOU with Limerick 2030 (Development company) in order to commence early discussions on a potential site close to Limerick city centre.

The VP Research, Development & Innovation, Dr Liam Brown and the team were acknowledged and complimented on the progress and growth of the research activity in TUS.

In due course Dr. Brown will again be invited to give a presentation to a Governing Body meeting.

Action	By whom	By when
Presentation to Governing Body Meeting	VP Research Development & Innovation	Future Governing Body meeting

12. Presentation by VP Student Education & Experience

Ms. Frances O'Connell, VP Student Education & Experience gave a Power Point presentation and briefing. The presentation presented is a synopsis to support the more detailed information that was previously provided to Governing Body. The presentation was followed by Q&A. (This presentation will be circulated to Governing Body members). The approach to the presentation, mapping the work the department to the TU Act and the TUS Strategy was commended.

Members of Governing Body congratulated Ms. O'Connell and the Team on the excellent work taking place. The President noted that TUS is a leader in the model of the role of VP

Student Education & Experience and that this model has now been adopted in other organisations.

'Save the Date' invite for TUS Scholarship Awards scheduled to take place on 24/4/23 in Moylish will be sent to Governing Body members, should they wish to attend. The student data profile (anonymised) from challenged socio-economic backgrounds will be shared with Governing Body members.

The Chair requested that Ms. O'Connell would convey a message of congratulations to Ms. Susan Meagher (Access Department) at the request of the Limerick Economic Forum.

1. Chairperson's opening and introductions

The Chair and secretary are progressing work on the HEA Act requirements for a regulation and procedures for transition of the Governing Body. A meeting will be scheduled for the Governance & Nominations Committee (GNC) to discuss this further, the outcome of which will be an agenda item at the Governing Body meeting of 17th of April, whereby if the process is adopted and agreed it will be forwarded to the Minister for his approval. In the interim, both the Chair and the secretary will contact external and internal Governing Body members to discuss and progress the requirements. The secretary will circulate a Reference Paper (relevant sections of the Act – being sections 90 & 91) to Governing Body members.

Action	By whom	By when
Circulate a Reference Paper (sections 90 & 91 of the HEA Act, 2022)	Secretary	Immediate effect

SECTION B: ITEMS FOR DISCUSSION/APPROVAL

13. ARC Report 8th March 2023

The Chair of the Audit and Risk Committee (ARC) briefed the Governing Body on the Report of its meeting on 8-3-23:

- Internal Audit/ Cyber Security and Internal Audit Plan Update*
 The Internal Audit Charter was reviewed by ARC in February, which was subsequently reviewed and accepted by Deloitte.
 Following clarification on the reporting requirements as received from DPER, the Protected Disclosures Report 2022 will now comprise one published report. The requirement for two reports will commence from 2023 onwards.
 The Internal Audit Plan is for information and update purposes.
 A key project on Cyber Security was discussed at ARC and previously discussed at Governing Body in February. The issue of mandatory training for staff is being addressed. An additional member of ARC with Cyber skills is currently being sought.
- Follow up review – Open and Closed Recommendations Report(s)*
 Noted.
- Strategic Risk Register Executive Summary*
 The Chair of Governing Body thanked the Chair and committee of ARC for the dynamic Executive Summary of the Strategic Risk Register.
- Other Compliance Reports – Information and Data Compliance update*
 Information and Data compliance Report March 2023 was noted.

An additional ARC meeting is scheduled to take place on 19th April 2023.

14. Finance and Physical Development Committee 16-3-23

Prior to today's meeting the Chair of Finance and Physical Development Committee briefed the Chair of Governing Body on the Report of 16-3-23. Mr. Tony Mahon was nominated to present to the Governing Body today, as the committee chair is not in attendance:

- *TUS Operational Budget 2023*

A detailed discussion took place regarding the Operational Budget 2023, which is forecasting an operating deficit of €1.939m for 2023. The President outlined the reasons for the deficit and advised that if this is the case at year end funding from the Revenue Reserves can be offset against the deficit. In the meantime, TUS will actively examine expenditure to identify possible savings. The revenue reserves within the budget were reviewed. With regard to Section 20 of the TU Act re 'material departure from the budget', this will be further discussed with the HEA at the TUS Budget meeting scheduled for 18th April.

In conclusion, on the recommendation of FPDC, Governing Body agreed to approve the TUS Operational Budget 2023.

The President will raise issues and engage in discussions with the HEA regarding funding. In the context of approving a deficit budget, the Chair also drew members attention to HEA Act 2022, 89 (h) (page 83): "*manage the financial affairs of the technological university to ensure value for money and its financial viability*".

Governing Body requested the following from the President and the Executive:
Broad strategy outcome (funding/budgets) and indications of where efficiencies can be made across TUS.

Action	By whom	By when
Raise issues with the HEA re funding	President and VP Finance & Governance	At the TUS/HEA Budget meeting 18/04/2023
Provide Governing Body with information on TUS broad strategy outcome and advise on where efficiencies can be made across TUS	President	President to propose a date

- *Annual Schedule of Fees 23/24*

On the recommendation of FPDC, Governing Body agreed the Annual Schedule of Fees 23/24.

- *LIT Sport VAT Issue Update*

While the open aspect matter of the VAT issue is not fully closed it was accepted that the risk is now significantly mitigated. The committee will give Governing Body a further update when the issue is resolved.

The committee is seeking an additional member with specific skills to support the Physical Development aspects of its remit and Governing Body members were requested to forward names of possible candidates.

15. Revised Student Code of Conduct and Discipline

The recommendations of Governing Body have been included in the revised Student Code of Conduct and Discipline which was approved at Academic Council.
Governing Body approved the Revised Student Code of Conduct and Discipline and the President advised that a procedural aspect will be addressed and will be included in the Code.

Action	By whom	By when
Procedural aspect to be addressed and will be included in the Code of Conduct and Discipline	President	Immediate
GB to be copied when this has been done.		

SECTION C: ITEMS FOR INFORMATION/NOTING

16. TUTF Report to the HEA

The information as presented was noted for information. It was also noted that TUTF is in line with the Strategic Plan.

17. Staff Appointments

Noted.

18. [REDACTED] Update on external evaluation of the GB and its Committees

IPA, gave a short presentation on Review Process. The Chair encouraged members to become actively involved with the process. Seventy-five minutes approx. will be allocated to this item at the Governing Body meeting of 19th June 2023.

SECTION D

19. AOB

The next meeting will include agenda items on the obligation of HEA on Governing Body and the proposed transitional plans.

The next meeting will take place on Monday 17th April at 10:00am on the Midwest Campus.

There being no further business the meeting concluded at 13:00pm.

Signed: 
Chair of TUS Governing Body

Date: 17-4-23