



**TUS**

Technological University of the Shannon:  
Midlands Midwest  
Oileadú Teicneolaíochta na Sionainne:  
Lár Iúir Iarthar Lár

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

**Monday 7<sup>th</sup> of March 2022 at 10.30am via MS Teams & in person – Athlone Campus.**

**Members:** Ms. Josephine Feehily – Chair (in person)  
Mr. George O’Callaghan (Teams)  
Professor Vincent Cunnane (in person)  
Ms. Colette Ryan (Teams)  
Mr. John Griffin (in person)

**In Attendance:** Ms. Áine Daly (in person)  
Mr. Cormac Dillon (in person)  
Ms. Anne O’Leary (in person)  
Ms. Brigid Delamere (in person)  
Mr. Eoin Woodlock (Teams)

**In Attendance:** Mr. Bill Delaney, Corporate Secretary (in person)  
Ms. Martina Moran, minute taker (in person)

**Apologies:** Mr. Tony Mahon

**1. Chairperson’s opening.**

The Chair welcomed everyone to the meeting.

**2. Approval of the agenda**

Due to on-going work, the following items were deferred: items 12, 13, 15 and 16, the agenda was approved subject to these deferrals.

**3 Expressions of Sympathy**



**5. Declaration of Conflicts of Interest**

Regarding a tax item which is on the agenda, the Chair referred to her previous position as a Revenue Commissioner, considered that any potential conflict had expired as she had retired from Revenue in 2015. There were no other Conflicts of Interest noted.

**6. Correspondence**

The Chair received correspondence from Minister Harris with regard to the national shortage of appropriate accommodation for students. The Chair will issue a reply in the

context of the impediment of the 'borrowing framework'.

Action	By whom	By when
Draft reply to be prepared for consideration	President	ASAP

**7. Minutes of GB meeting of 14<sup>th</sup> February 2022.**

The minutes of the Governing Body of 14<sup>th</sup> February 2022 were approved.

**Proposed by G. O'Callaghan and seconded by C. Ryan.**

**8. Matters arising**

Actions from each meeting will be collated into an Action Log which will be considered as a Standing Items (Section A) on the agenda. This document will be uploaded to Decision Time for each meeting.

Intellectual Policy and Conflict of Interest Policy scheduled for the Governing Body meeting of 28<sup>th</sup> March may have to be rescheduled.

**Section B**

**9. Draft Minute of ARC meeting of 8<sup>th</sup> February 2022**

The Chair of ARC briefed Governing Body on the ARC meeting of 8<sup>th</sup> of February 2022 which was partially attended by members of Deloitte.

**Internal Audit (Deloitte)**

**- Review of IA Report on AIT Financial Controls April – September 2021**

It was noted that this document was uploaded to Decision Time after the pack was released, it was requested that going forward members would be notified of additional documents uploaded to the Decision Time platform.

A robust discussion took place with Deloitte at the ARC meeting. On the recommendation of ARC, Governing Body approved the Review of IA Report on AIT Financial Controls – April – September 2021. Subject to approval, Governing Body requested the following: explanation of 'Sample' size in order to give a sense of scale, including a reference point i.e. what is normally acceptable.

**Proposed by G. O'Callaghan and seconded by J. Feehily.**

Action	By whom	By when
Explanation of 'sample' size to include a reference point	Secretary of Governing Body.	Next ARC meeting

**- Draft Internal Audit Plan 2022-2024**

The Internal Audit Plan was presented with a recommendation from ARC that year one of the draft internal audit plan 2022-2024 be approved by Governing Body. This was agreed.

**Proposed by J. Feehily and seconded by G. O'Callaghan.**

- **Planning Memorandum 2022 – Data Migration**  
Noted.

**- Campus Companies Governance**

ARC discussed a governance matter in relation to commonality of Directors on subsidiary companies boards. It was advised that there is a Governance Framework in place and a Code of Governance for subsidiaries has been developed at THEA level. B. Delaney will discuss campus company governance with the Secretary Financial Controllers across the sector. After deliberations ARC members agreed to review the relevant section of the code and felt that further discussion was warranted and will revert to Governing body after their review.

Action	By whom	By when
Campus Companies Governance Framework – further review required by ARC	ARC	Future ARC and GB meetings
Code of Governance for Subsidiaries to be provided to ARC and to Governing Body	Secretary	Immediate effect

**TUS Strategic Risk Register**

This is the first TUS Risk Register, and the work in producing same was acknowledged. The President gave a high level overview of the Risk Register which is currently made up of thirteen strategic risks. A further two risks to be added which are currently under review by the VP Council – External Regional Engagements and Social Media. The ARC requested that organisation culture and change management be included as a risk. The Governing Body requested that reputational risk be assessed in the context of the register. The Governing Bod requested all TUS risk registers at functional/departmental or project level would use the same score (5x5) matrix.

The TUS Strategic Risk Register was noted as a work in progress.

**ACTIONS**

**Annual Procurement Report 2020/21 (AIT/LIT)**

The difficulty of legibility on Decision Time due to the small font on both documents was noted. The President gave an overview of both former AIT and LIT Reports, giving background context to the reasons for non-compliance in both institutions. It is a requirement to achieve 100% compliance on Procurement and TUS have applied corrective measures and actions to ensure compliance going forward.

It was noted that Procurement reports are provided to the C&AG as part of the audit process.

Action	By whom	By when
Brief note of €147,492 – Matron Facilities Services Ltd	B. Delaney	Next Governing Body meeting
Insert summary page at front of the Report to include scale of overall TUS procurement levels to put the impact of the report in context	B. Delaney	Future Reports

**HR Policies Report**

The practise of approving HR Policies previously was that policies were reviewed by ARC with a recommendation to Governing Body for approval.

The appropriateness of this arrangement from a governance point of view was discussed at length

On the basis that the HR Policies Report is simply a list of Policies, some of which are implementing procedures for national policies or employment law, Governing Body agreed that the HR Policies Report be noted and the Chair of Governing Body and the Chair of ARC will discuss this item further.

Action	By whom	By when
Discuss this report further	Chair of Governing Body and Chair of ARC	ASAP

**Employment Control Framework (ECF)**

The ECF as presented was noted. While TUS is currently over the ECF numbers this information is submitted to the HEA in the quarterly returns.

**AIT/LIT Annual Governance Statement 2019/20 HEA Feedback**

As there was an overlap with ARC and Governing Body – this item was discussed at the last Governing Body meeting. ARC discussed and reviewed this item at their meeting of 8<sup>th</sup> of February and will consider further going forward.

The HEA feedback was noted and has been connected to actions on the February Governing Body minute.

This concluded the ARC report and Ms. Ryan and the ARC committee were thanked.

**10. Draft Minutes of Finance Committee meeting 10<sup>th</sup> February 2022**

The Chair of the Finance Committee briefed Governing Body on the Finance meeting of 11<sup>th</sup> of February.

**C&AG Audit Planning Memorandum – LIT**

B. Delaney has undertaken to review the LIT Audit Planning Memorandum with regard to LIT audit risks that may differ from those noted in AIT planning memorandum. These risks will be notified to ARC.

**Revenue Disclosures – LIT**

Two voluntary tax settlement disclosures paid to revenue totalling ██████ were discussed. Revenue is currently reviewing the matter.

**Draft LIT Consolidated Financial Statements 2020/21 (pre Audit)**

The consolidated Financial Statements for 13 month period ended 30 September 2021 were discussed in detail. The following actions were noted:

Action	By whom	By when
Amendment to be made to the narrative of the text in the Statement of Internal Control, on the same basis as AIT Financial Statements, in order for the TUS Chair and President to sign off	B. Delaney	Draft 2 Financial Statements (fs) – expected early April post C&AG feedback on Draft 1.

Note to be inserted on statements to reflect 'settlement'	B. Delaney to bring to the attention of LIT	Draft 2 FS.
Follow up with BOI re negative interest rates on deposits, as decision needs to be made soon.	B. Delaney	Next Finance Committee meeting
Governing Body to be advised if Revenue do not agree to the two voluntary revenue disclosures	B. Delaney	When Revenue complete the Process
Any possible/identifiable risks which may need to feed into Risk Register to be brought to the attention of the Finance committee	B. Delaney	Future Finance meeting
Coonagh Project - Grant update	HEA to provide update to the President.	

Noted: In order to approve a substantive application for a Proposal for Capital Submission for the TU sector with a very tight deadline, it may be necessary to call a Special Governing Body meeting to discuss same.

**Draft minutes of Subsidiary Company AGM 2020/21 – LIT Sports & Leisure Ltd**  
- Annual Financial Statements 2020/21  
- Auditors Management Letter 2020/21  
- Risk Register

The Chair of the Finance Committee briefed Governing Body on the LIT Sports & Leisure Ltd subsidiary company and all associated documents were noted.  
The President outlined the process regarding fundraising and associated cash handling, at the request of the Chair all transactions will be documented clearly as per agreed action from the Finance Committee.

The following points were noted for action:

Action	By whom	By when
Company only has 2 Directors with a possibility of one other joining the Board	Further discussion required by ARC	Future meeting
Fundraising – cash handling – transactions to be clearly documented	LIT Sport & Leisure Directors	On an ongoing basis
Follow up with Finance Dept Moylish re Tax issue on Accounts – Revenue Disclosure to be disclosed in LIT S&L Ltd FS.	B. Delaney	Update accounts before filing.
LIT Sports & Leisure Risk Register – colour code matrix to be standardised in line with the TUS Strategic Risk Register (5x5)	LIT Sport & Leisure Directors	For next company board meeting.

This concluded the Finance report and Mr. O'Callaghan and the Finance committee were thanked.

**11. Risk Management**

This item was previously discussed under the relevant agenda items.

A query was raised if TUS had exposure to either Russia or Ukraine. The President advised that TUS do not have any formal arrangements/relationships in place with Russia. In TUS

Midwest (LSAD) there is an agreement with an ART college in Ukraine, and in TUS Midlands there are none. At the request of the Minister to assist students from Ukraine to continue their education in Ireland it was noted that this will be dealt with via THEA, and TUS will be actively associated in this national response. With regard to equipment purchase/supply initial analysis have indicated that TUS are not engaged in this area.

Covid Update – while mask wearing is no longer mandatory, students and staff are strongly advised to continue with mask wearing, sanitising, enhanced cleaning protocol measures and Perspex screens for staff remain in place as does existing working arrangements for staff. Guidance as to not come on campus if a person has respiratory or Covid-like symptoms also remain in place

## **Section C**

- 12. Legal Advice on TU Act**  
This item was deferred.

- 13. Equality Statement**  
This item was deferred, however, members may forward any feedback on same to M. Moran for further discussion at the next meeting.

- 14. Presidents Update**  
The Strategic Planning process – this has gone to tender and Mazars have been selected and appointed to facilitate the process. Two all staff meetings have taken place in both the Midlands and Midwest campuses with 800 staff approx. attending both in person and virtually, the purpose of the meetings was to bring staff up to date on the Strategic Plan process and other matters.

The sectoral proposal under the National Recovery & Resilience Plan (NRRP) €43m was submitted and is currently being reviewed. This proposal was signed off by all Presidents in the TU sector.

The President attended the launch of the Regional Enterprise Plan in both the Midwest and the Midlands. There is a fund of €180m to drive these plans and TUS are embedded in this in both regions.

Meetings with the President and the local County Councils in the Midlands are ongoing.

A number of sectoral 'Breakfast' meetings have taken place with Athlone Chamber of Commerce, and TUS are also working with Athlone Chamber with a view to commence engagement with other channels in the Region.

A joint meeting of VPs and Deans took place in Birr on the 2<sup>nd</sup> March 2022 to discuss the Strategic Plan and Transformation Funding for Technological Universities (TUTF).

The interim Academic Council continues to meet regularly and the EDI Steering Committee held their first meeting recently. Preparations are underway for Virtual Career Evenings and Open Day.

TUS Midlands launched Free Student Sexual Health Service on the 16<sup>th</sup> February. The Board wished to acknowledge and recognise the work done by Nurse Laura Tully in leading this project.

Action	By whom	By when
Write to the Ms. Laura Tully to acknowledge the work and launch of the Free Student Sexual Health Service	Secretary on behalf of the Board	With immediate effect

TUS Midwest launched Sports Medicine with UPMC – the mission is for a high level medical activity to guide sport activity over the coming years.

- 15. Staff Appointments**  
This item was deferred.

**Section D**


- 16. AOB**  
A TUI TU Consultative Conference will take place on the Moylish campus this Friday, Minister Harris is scheduled to address the conference.  
Minister McEntee is expected to visit the Athlone campus this Friday.

The next meeting will take place in Moylish/Teams on Monday 28<sup>th</sup> of March at 9am. As the agenda for this meeting is quite long, it maybe necessary to hold an extra meeting, however, in the interim the meeting will commence at the earlier time of 9am.

With regard to the legal advice on the TU Act – if the papers are received early this will be circulated to Governing Body before the release of the pack to afford members the opportunity to reflect and examine the content.

**The meeting concluded at 1.20pm.**

- 17. Private Session (Members only)**  
This section of the meeting took place in private and considered a HR Matter.

Signed:   
Chair of TUS Governing Body

Date: 11/4/22

