

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

Monday 18th December 2023 at 10:00am

Midlands Campus

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

In Attendance: Bill Delaney, Governing Body Secretary (in person)
Martina Moran, Recording Secretary (in person)
VP People Culture and EDI – Item 13 (in person)

4. Apologies: John Doyle, James Ring.

SECTION A: STANDING ITEMS

1. Chairpersons Opening.

The TU Chairs and Presidents met with An Taoiseach and Minister Harris on the 7/12/23 – further update will be given under item 11.

As the GNC committee were unable to meet, the IPA recommendations will be deferred until the Governing Body meeting of 22nd January '24.

TUS CINNTE Institutional Self Evaluation Report (SER) will also be deferred until 22nd January '24.

2. Approval of the Agenda

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

Approval was given by the Minister (correspondence dated 27th November), for TUS Election, Nomination and Appointment of Governing Body Members Regulations 2024 subject to three clarifications/amendments, a reply to the Minister has been issued which addresses the clarifications/amendments. In the context of an amendment made to the regulations by the Minister, it was noted that as the Students' Union under the Act selects its three nominees to Governing Body in accordance with their own procedures, it may possibly be the case that the new Governing Body will not meet the 40 per cent gender objective, however all efforts will be made by Students Union to get fair representation.

The Membership Regulation Committee (CMR) had a meeting in December and will meet again in January to progress these matters. It is expected that advertising for external candidates will take place in January and arrangements for internal elections will proceed January/February. Referencing an earlier discussion at the Governing Body, The term of appointment will be varied for a number of the external member appointments in order to address strategic continuity.

7. Minutes of Governing Body meeting of 27th November 2023.

The minutes of 27th November 2023 were approved.

Proposed by A. Cusack and seconded by C. Ryan.

8. Matters Arising

It was requested that the current version of the Executive Summary Risk Register be uploaded to Decision time.

The "Protocol Underpinning the Exercise of Legislative Provision available to the HEA" is available to view on Decision Time and Governing Body were requested to forward any comments to either the President, Chair or B. Delaney as a submission is due to be returned to the HEA by 8/1/24.

Action	By whom	By when
Upload Executive Summary Risk to Decision time.	Secretariat	Immediate Effect

9. Action Log

The President gave an update on the recent TUS China visits (the Report has also been uploaded to Decision Time). The President advised that TUS engage in strict criteria and targeted marketing before seeking engagement with international markets and do not operate in a country with no diplomatic involvement. Teaching is the primary market of TUS with universities in China and TUS also have a long standing relationship with China esp. through the Athlone campus. In relation to the Ministry of Education approved programmes in China it was noted that Chinese students can and do attend TUS as part of these programmes.

In relation to TUS students travelling to Europe as part of their programme it was noted that there is a small uptake of TUS students undertaking Erasmus programmes, however, TUS receive many Erasmus students from mainland Europe.

The TUS non-EU international student market has grown by 24% in last year and it is hoped to exceed this percentage in the coming year, however, the main limitation noted is the issue regarding student accommodation.

The following are the current principal markets in which TUS are proactive:

China, India, Malaysia, Nigeria, Canada, Mexico and Brazil.

Update on the following items:

Item 99 'Code green' This item is completed and has also been published in Irish.

Items coded 'green' will be removed from the Action Log.

10. Risk Management

Regarding potential budget issues which were previously highlighted, it was advised that some additional funding is expected before the year end. An update will be provided to the Finance & Physical Development Committee meeting in January '24. Regarding International collaboration, human rights and international trade, the President advised that any associated risk reside with the relevant Head of function and that due diligence is carried out before signing all agreements.

Going forward the issue of 'risk' will need to be included on all presentations to Governing Body.

Action	By whom	By when
Presentations to Governing Body – 'risk' to be included in the presentation	Presenters	Ongoing

11. TUS Key Strategic Priorities Progress Report and President's Update

The President gave an update on the meeting with Chairs, TU Presidents, An Taoiseach and Minister Harris. The TU Presidents also had a pre-meeting with Colm O'Reardon, (Secretary General of DFHERIS). A number of items were discussed including professorships for TU's and Student Accommodation. The Minister was requested to follow up on a number of issues discussed.

Organisation structure was also discussed at the meeting, TUS is awaiting official sanction to proceed with advertising of the requested posts which will enable TUS to deliver the overall strategy as part of the Strategic Plan priorities.

The TUS Strategic Plan Metrics & Targets Baseline data 20/11/23 is available on the Resource section of Decision Time. The President will present an updated version to the Governing Body in January '24. Updated versions of the Metrics data will be uploaded to the Resource section of Decision Time on an ongoing basis.

According to the most recent HEA Graduate Outcomes Survey, 86.9% of 2022 TUS honours degree graduates are in employment, the highest percentage in the country. The Chair on behalf of the Board congratulated the President and TUS on this wonderful achievement.

Action	By whom	By when
Present updated Metrics & Targets Baseline Data to Governing Body	President	22/1/24

Ms. C. Ryan updated Governing Body on the recent announcement that Novo Nordisk will purchase Irish based pharma company Alkermes, Athlone at the close of May '24. 400 staff employed by Alkermes will transfer across to the Danish headquartered healthcare firm. This is an exciting opportunity for growth in a world class state-of-the-art GMP manufacturing facility for both employees, Athlone and the midlands region.

SECTION B: ITEMS FOR DISCUSSION/APPROVAL

Section B: Items for Discussion / Approval

12. Finance & Physical Development (FPDC) Report 20-11-23 & 29-11-23

Chair of FPDC briefed Governing Body on the two FPDC meetings.

12.1 ARC & FPDC Annual Report 22/23

The ARC and FPDC Annual Reports 22/23 were noted.

12.2 AIT Sportsco Ltd, CSS & LIT Sports & Leisure Facilities CLG (Subsidiaries AGM 9th and 10th November '23)

The report from AIT Sportsco Ltd, CSS & LIT Sports & Leisure Facilities CLG were noted and discussed by Governing Body. The ongoing issue of Charitable status for CSS was noted, Governing Body will be appraised once the outcome of the review by the Charity Regulator is received.

12.3 Annual Reporting Subsidiaries 2022/23 (Appendix E)

As per the Code of Governance for Subsidiary Companies (previously approved by Governing Body) an Annual Report of all subsidiary companies is presented to Governing Body annually for information. A procedural query was raised regarding the approval process for the subsidiary company Financial Statements. In response it was noted that the subsidiary company review, as commissioned by ARC and GB is on-going and due to report to the ARC in February. Clarity on the approval forum and process will form part of the report. Presently the companies Act and the Subsidiary code provide the board of directors approve the financial statements.

Appendix A – Financial Statements

Noted.

Auditors Management Letter 2022/23

Noted. Clarification was sought for LIT Sports & Leisure Facilities CLG, Auditors Management Letter regarding movement in branded merchandise income. The Chair of FPDC will revert to Governing Body on this.

12.4 FPDC Terms of Reference Periodic Review

The Terms of Reference were approved.

Proposed by M. Quinn and seconded by C. Ryan

A tracked version of the TOR (showing the changes) will be uploaded to Decision Time Resource section.

12.6 TUS Draft Consolidated Financial Statement 2022/23

The draft Consolidated Financial Statements 2022/23 were discussed and noted. An overall consolidated deficit of €973k for the 12 months was reported which was considerably less than initially forecasted in budget 2023. All relevant personnel were acknowledged for the work in achieving this.

FPDC are satisfied to submit to the C&AG for audit.

12.7 Budget and Financial Update – 12 months to August 2023

Noted. A positive financial outcome was noted and the Chair congratulated all concerned in achieving this.

12.8 Fixed Asset Report

Noted. B. Delaney gave a detailed update on the background of the report.

Future reports to include greater level of detail particularly in relation to unlocated assets.

Action	By whom	By when
Clarification on - LIT Sports & Leisure Facilities CLG, Auditors Management Letter regarding branded merchandise income	Chair of FPDC	Next FPDC meeting & onwards to GB meeting
Upload tracked version of FPDC TOR to Decision Time Resource section	GB Secretariat	Immediate effect
Fixed Asset Report – include greater level of detail going forward	GB Secretary	Next report

13. EDI

The VP People Culture and EDI attended the meeting for this item.

TUS Gender Pay Gap Report 2023

The Report with some small amendments was presented for approval by Governing Body. After some discussion, Governing Body proposed the following additional amendments:
Page 12: 5th bullet point under "*Fair and transparent recruitment practices*" to be amended.
Page 13: 4th bullet point, remove the word "only" and include sentence re additional induction programme.

The Report was approved subject to the additional changes.

Proposed by A. Cusack and seconded by C. Ryan.

The VP People Culture and EDI will re-circulate the 'final' Report to Governing Body.

TUS EDI Amended Terms of Reference

A discussion took place on the amended Terms of Reference and subject to drafting changes of 3.1.4; 3.3.1, the amended Terms of Reference were agreed.

Proposed by J. Griffin and seconded by B. Delamere.

The final revised Terms of Reference will be brought back to the next Governing Body meeting for noting.

Action	By whom	By when
E-mail Final TUS Gender Pay Gap Report 2023 to Governing Body	VP People Culture and EDI	Once amendments are made
Agreed TUS EDI TOR with proposed amendments made by Governing Body to be brought back to the next Governing Body meeting for noting.	VP People Culture and EDI	22-1-24

SECTION C: ITEMS FOR INFORMATION/NOTING

14. Staff Appointments

Noted.

Clarity will be sought regarding Progressions - Department of Accounting & Business Computing.

Action	By whom	By when
Staff Appointments - Clarity on Progressions	Secretariat	For next GB meeting

Section D:


15. AOB

The President updated Governing Body on the progress of a HR matter which is now with DFHERIS and DPER.

There was an exchange of views in relation to the Apprenticeship programmes.

The meeting concluded at 1:00pm.

The next meeting will take place on Monday 22nd January 2024 at 10:00am on the Midlands Campus.

Signed: 
Chair of TUS Governing Body

Date: 22/1/24