TUS
Technological University of the Shannon
Midlands Midwest
Ollscoil Teicneolaíochta na Sionainne:
Lár Tíre Iarthar Láir

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

Monday 20th February 2023 at 10:00am

via MS Teams & in person – Midwest Campus

Members:	Ms. Josephine Feehily – Chair (in person)
	Prof. Vincent Cunnane (in person)
	Mr. John Doyle (in person)
	Ms. Anne Meagher (in person)
	Mr. George O'Callaghan (in person)
	Mr. Kevin McLoughlin (in person)
	Mr. Tony Mahon (in person)
	Mr. Martin Quinn (in person)
	Mr. John Griffin (Teams) until 1:00pm
	Ms. Marguerite Doyle (in person)
	Mr. Niall Naughton(in peron)
	Mr Shahboz Babaev (in person)
	Mr. Noel Gavin (in person) until 12:30pm
	Ms. Catherine Collins (in person)
	Ms. Brigid Delamere (in person)
	Mr. James Ring (Teams) until 11:30am
	Mr James Hadnett (in person)
	Ms. Colette Ryan (Teams)

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In Attendance:	Mr. Bill Delaney, Governing Body Secretary (in person)
	Ms. Martina Moran, Recording Secretary (in person)
	Mr. J. Browne, Mr. R. Coleman, Mr. A. Barry, Mr. J. O' Gorman – Item 10
	Dr. T. Twomey – Item 14
	Mr. J. McKenna & Ms. J. Owens – Item 17

Items will be recorded in the order they were discussed.

4. Apologies: Ms. A. Cusack

Section A: Standing Items

1. **Chairperson's opening and introductions.**
   The Chair welcomed members to the Board meeting.

2. **Approval of the Agenda**
   Governing Body agreed to amend the agenda to include a substantial discussion on Cyber Security which will be discussed under Risk Management.

3. **Expressions of Sympathy**

[REDACTED]
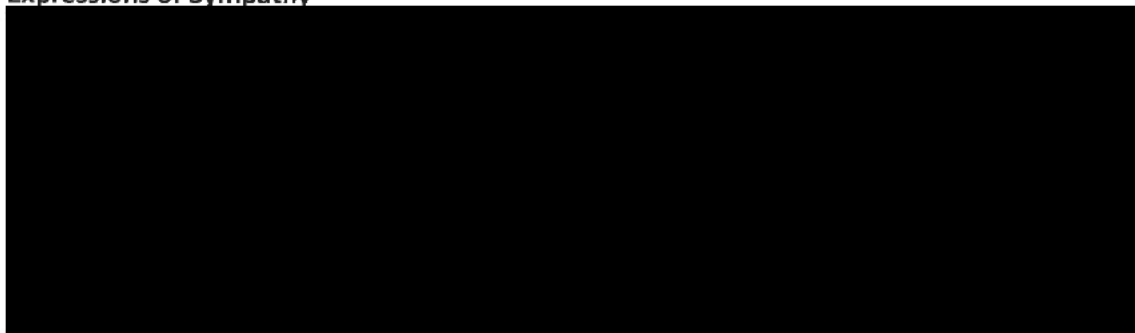
4. **Apologies**
Noted.

5 **.Declaration of Conflicts of Interest**
There was no declaration of conflict of interest.

6. **Correspondence.**
Prof. Han Brezet has submitted his resignation to the Governing Body.

7. **Minutes of Governing Body meeting of 23rd January 2023.**
The minutes of 23rd January 2023 were approved, subject to some typo's which will be forwarded to the Recording Secretary for correction.
Proposed by N. Gavin and seconded by M. Quinn.

8. **Matters Arising**
The IPA has been commissioned on behalf of TUS to carry out an external evaluation of the Governing Body and its Committees. The IPA has also been commissioned on behalf of the five TUs to review and develop the sectoral Code of Governance (both of these Reports are refenced in the GNC Report – agenda item).

Parent Safety Statement – concern was expressed regarding some items contained within the Statement and it was therefore requested and agreed that a review process would be initiated within a year.

Action	By whom	By when
Parent Safety Statement – Initiate review process within a year	President	

Strategic Plan – update on implementation plans, the President advised that the Executive is engaged in a process of assignment of various objectives and that the ongoing organisational review taking place may bring about changes to those assignments. The plans are also impacted by a forthcoming meeting (no confirmed date as yet) with HEA on Systems Performance Framework (Compact). When the process is developed Governing Body will be briefed to ensure that the direction of travel is capable to deliver on the Strategic Plan.

The HEA has also scheduled a meeting for 24th February 2023 with the Chairs of the TUs to discuss governance issues.

9. **Action Log**

The Governing Body Secretary gave an update on the following items which will be coded appropriately:

Item 16 and 19 will be turned 'white' as the date has been amended and updated.

Item 31 – the Chair has had a conversation with the VP Campus Services regarding the matter of Child Safety and will follow up on same. The President has also had a conversation with our EDI Manager who is following up with the Probation Service

10. **Risk Management**

J. Browne, VP Campus Services and Capital Development, R. Coleman, IT Manager, A. Barry IT Manager and J. O'Gorman, Systems Integration Manager attended the meeting to brief Governing Body on Cyber Security. (Presentation was uploaded to Decision Time for information). After the presentation and discussion the following points were noted:

In light of the recent MTU Cyber security issue, the President reassured Governing Body that TUS have taken a number of decisions and actions to mitigate the risk as much as possible. Regarding the identification of high-risk roles in TUS, the President advised that two main areas are HR and Finance, and audits by the Information Data Compliance Office on the systems being used in both departments are ongoing.

TUS are currently looking at running a number of Cyber security programmes and research projects with companies with a view to increasing in-house Cyber security capability.

IT Services will issue a communication to students on Cyber security and the security measures which are in place.

The Governing Body expressed its appreciation for the timely and detailed presentation. Cyber Security will be discussed further at ARC, and the Governing Body expressed the strong view that Cyber training should be mandatory for staff.

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

The President gave an update on the Key Strategic Priorities which were noted.

Section B: Items for Discussion/Approval

12. **ARC Report 1st February 2023**

J. Griffin briefed Governing Body on the ARC report of 1st February 2023.

- *TUS Strategic Risk Register*

Funding for 3% national pay award – a letter has been drafted and was submitted to HEA/DFHERIS re the funding shortfall from THEA.

Student Accommodation was also discussed and will be discussed further with the VP for Campus Development.

Concern regarding TUTF funding was noted.

The Chair of ARC has identified a potential new member to ARC who has expertise in Cyber Security, it is hoped that this person will be able to join ARC in March '23.

N. Gavin has also identified a potential person with this expertise if the original contact is unable to join.

Mandatory staff training of Cyber Security will be an item at the next ARC meeting.

Going forward an executive summary of the Risk Register will be provided to Governing Body.
The Risk Register was noted.

- *Annual Reports on Protected Disclosures 2022*
  The Protected Disclosures Act 2014, Section 22, requires each public body to provide both the Annual Report 2022 and Protected Disclosures Information for the Minister 2022. In response to the reason why there are two reports it was noted that there are two different timelines and specifics requested, this will be reviewed for next year as it was recommended by Governing Body that it should be one report.
  The Reports as presented and recommended by ARC for approval were approved by Governing Body.

- *Annual governance Statement (AGS) & Statement of Internal Control (SIC) 21/22*
  Will be taken under Item 13.

- *Internal Audit*
  - 2022 Follow-Up Review – Open recommendations priority listing
  It is proposed that the recommendations be consolidated from 38 to 13, this will be an agenda item at the ARC meeting in March.

- *Internal Audit Activity Charter*
  This will be discussed further at the ARC meeting in March and for presentation to the subsequently Governing Body meeting.

13. GNC Report 8th February, 2023
The report of the GNC meeting was taken as read and noted.

- *Draft Annual Governance Statement/Statement on Internal Control (AGS/SIC) 2021/22*
  GNC recommend that the AGS/SIC be signed and ARC also recommend that Governing Body give approval for signing.
  AGS/SIC approved by Governing Body and will now be signed.

- *Oversight Agreement 2023*
  At a recent meeting of TU Presidents and HEA, dissatisfaction was expressed regarding the Oversight Agreement which does not have the characteristics of an agreement or reflects the new legislation requirements. A proposal was put to Governing Body that the Chair and President would sign the Oversight Agreement which would be accompanied by a cover letter and with a request for the HEA to engage with the TUs before the next version is due next year.
  Governing Body agreed this proposal and the Oversight Agreement will be duly signed.

- *Proposal to Technological University of the Shannon for an external evaluation of the Governing Body and its Committees*
  As part of this work, the IPA will attend the Governing Body meeting in March and will also be in contact with Governing Body members.

N. Gavin, Chair of EDI committee advised that the EDI committee are in the process of scheduling meetings in the coming weeks.

The meeting took a five minute break.

14. TUS Student Code of Conduct & Discipline – VP Academic Affairs & Registrar

Dr. T. Twomey joined the meeting for this item and briefed Governing Body on the Code of Conduct and Discipline. This Code was agreed at Academic Council and Governing Body approval is sought as required under section 17 of the TU Act. After a discussion, the Governing Body concluded that while it agreed with the general direction of the Code, it was not in a position to approve it.

The following matters in particular need attention:

a) Definition of gross misconduct issue
b) 8.3.17 (y) is not appropriate
c) Clarify where the final decision is made and the procedures to be followed by the decision maker
d) Tidy up document with particular regard to consistency

Action	By whom	By when
Revise the Code in accordance with the discussion with particular reference to a) – d) above	President & Dr. T. Twomey	
Revised draft to be presented to Governing Body for approval.	Dr. T. Twomey	

Section C: Items for Information / noting

15. Presentation on Student Numbers

The President gave a presentation on Student Data 2022/23 – November SRS which was followed by Q&A. The presentation will be uploaded to Decision Time for information.
A discussion took place and the following points were noted:
- The market has significantly dropped over the last number of years for levels 6 and & 7, however industry are still very interested in both these levels.
- There is a huge opportunity in the apprenticeship area – with a possible CAO type of application for apprenticeships which needs to happen across all consortiums.
- The President and G. O'Callaghan - CEO of LCETB are discussing possible areas of growth for FETAC students.
- The following key risks were identified – research target for TU 10 year targets and the risk of declining full time student numbers

16. Student Experience – VP Student Education & Experience

Due to time constraints this item was deferred, however the Presentation by the VP Student Education and Experience has been uploaded to Decision Time and was noted. Governing Body were requested to review the presentation and to prepare questions for Ms. O'Connell

for the next meeting.

17. **Presentation on TUTF Project**
Mr. J. McKenna and Ms. J. Owens joined the meeting for this item. The President gave a presentation on Technological University Transformation Fund (TUTF 1st September 2020 – 31st August 2023). This presentation will be uploaded to Decision Time for information. In order for Governing Body to satisfy itself that there is a coherence across the various activities and to give members a sense of the alignment of the strategic levers it was requested that the most recent TUTF report to the HEA be circulated to Governing Body members, following which a further discussion may be required.

Action	By whom	By when
Circulate most recent TUTF Report to the HEA to Governing Body members	President/J. Owens	Before the March meeting.

18. **Staff Appointments**
Noted.

Section D:

19. **AOB**
The Chair reminded members that despite the 'crowded' Governing Body agenda, it is open to members at any time to propose items for inclusion in Governing Body or Committee agendas.

The Chair apologised to the VP Student Education & Experience for being unable to include her presentation due to pressure of time. However, the Chair encouraged members to review the presentation and to prepare questions for the March meeting which Ms. O'Connell will be invited to attend.

The next meeting will take place on Monday 27th March at 10:00am on the Midlands Campus.

There being no further business this section of the meeting concluded at 1:30pm.

Signed: _Josephine Feehily_   Date: _27-3-23_
Chair of TUS Governing Body