



**TUS**

Technological University of the Shannon:  
Midlands Midwest  
Oifis of Teicneolaíochta na Slíonaíre  
Lár Tíre (an tAon Lár)

www.tus.ie

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

**Monday 23<sup>rd</sup> January 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)
  - Mr. George O’Callaghan (in person)
  - Mr. Kevin McLoughlin (in person)
  - Mr. Tony Mahon (Teams)
  - Mr. Martin Quinn (Teams)
  - Mr. John Griffin (Teams)
  - Ms. Marguerite Doyle (Teams)
  - Mr. Niall Naughton (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)
  - Janet Owens, Projects Officer (in person)
  - Elaine Tucker, Recording Secretary (Teams)
  - Shane Malone, Item 17 (Teams)
  - John Mc Kenna, Item 17 (in person)
  - Jimmy Browne, Items 15 & 16 (in person)

**4. Apologies:** Ms. Colette Ryan, Mr. Hans Brezet.

(Items were recorded in the order they were discussed)

**Section A: Standing Items**

**1. Chairperson’s opening and introductions**

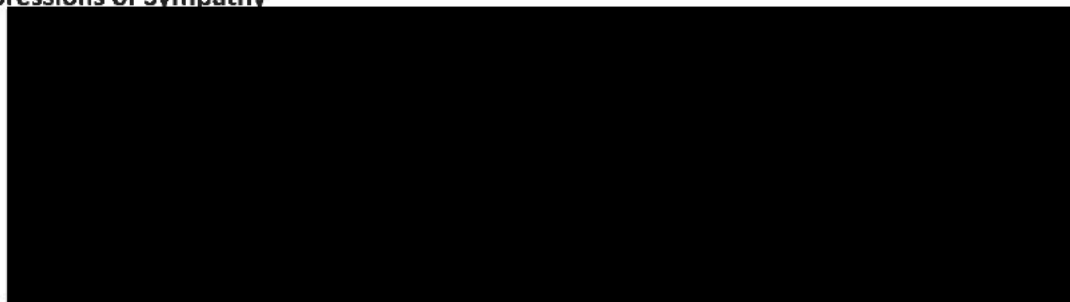
- The Chair opened up the meeting and wished everyone a Happy New Year.

- The Chair noted she has been experiencing problems with her email address which is hoped will be resolved soon. In the meantime the best way to make contact is by phone.
- One of the outcomes of the TU Chair's and President's meeting held on 29<sup>th</sup> November in TUS Athlone was to review and develop the Governance Code for TUs. It was decided that TUS and TUD would initiate the review. The IPA have been commissioned to progress the work. TUS will initially pay for the work upfront but the cost will be divided equally among the 5 TUs afterwards.
- There is a TU Chair's meeting with Minister Simon Harris tomorrow (24<sup>th</sup> January). The Chair will brief the President and Governing Body after this meeting of any relevant updates. The Chair had a meeting with the 4 Chairs of the committees of Governing Body on 12<sup>th</sup> January to ensure there are no gaps or overlap in their remits. The group will meet again mid-year.

## 2. Approval of the Agenda

The agenda was approved.

## 3. Expressions of Sympathy



## 4. Apologies

Noted.

## 5. Declaration of Conflicts of Interest

There was no declaration of conflicts of interest.

## 6. Correspondence

- The 2023 Oversight Agreement received by TUS on 20<sup>th</sup> January from the HEA was noted. Pending review the agreement is due for return to the HEA on 17<sup>th</sup> February, signed by the Chair and President. The agreement outlines the duties and responsibilities of HEA to TUS and vice versa. The Oversight Agreement will be reviewed at the next Governance and Nominations Committee (GNC) meeting.
- The HEA will be meeting separately with Presidents and Chairs around governance in February.

## 7. Minutes of Governing Body meeting of 19<sup>th</sup> December 2022

The minutes of meeting of the 19<sup>th</sup> December 2022 were approved subject to the following changes:

- Page 2 - Item 8 - Typo – Change he to *the*.
- Page 3 - Item 11 - 4<sup>th</sup> paragraph - Update last line to: *A lot of work including at national level is envisaged in the first half of 2023.*

**Proposed by George O'Callaghan and seconded by Kevin Mc Loughlin.**

## 8. Matters Arising

There were no matters arising.

## 9. Action Log

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

### Ongoing Amber Items

- *Item 11* - HR Policies Report – THE GB have approved the TUS policy framework, including a schedule of policies and the approving authority for each policy. Chair EDI committee to meet GB secretary to discuss further and agree action items and timelines for relevant HR policies.
- *Item 16* - Reserved functions - Update timeline to April '23 to align to IPA review of the Code of Governance.
- *Item 19* - Delegation of power - Change timeline to April in the context of the organisational review work and alignment with the IPA review of the Code of Governance.
- *Item 28* - Update on Staff Data Protection training to be provided at next meeting.
- *Item 31* – Probation services - President to follow up with Probation Service regarding communication of information in order to understand better the process and how we can mitigate a potential risk. Depending on the outcome of this engagement, TUS may consider legal advice.

### Items that can go Green after the meeting.

- *Item 26* - Corporate Procurement Plan - This is being actioned under Strategic Priority 4, Objective 4 of the Strategic Plan.
- *Item 49* - Parent Safety Statement - Agenda item at today's meeting.
- *Item 53* - Leadership Charter - Agenda item at today's meeting.
- *Item 56* - Risk Register - Action Completed.
- *Item 58* - Conflicts of Interest Policy - Amendment Made.
- *Item 62* - Green

Action	By whom	By when
Action Log to be updated.	Martina Moran/ Bill Delaney.	For next meeting.

### **TUS Leadership Charter and Behaviours**

- The TUS Leadership Charter was noted. The President noted it has been signed off by the VPs and Deans. The purpose of the Charter is to establish a culture of accepted behaviours throughout TUS. VPs and Deans will work with their teams to embed the Leadership Charter throughout TUS.

## 10. Risk Management

- **Covid Risk Indicator**- The President noted that despite the high presence of COVID and other respiratory illnesses in the community at present, TUS is not seeing an impact in terms of absenteeism of staff and students. TUS will keep the potential re-introduction of mask wearing under review.
- **Essay Mills** – The Academic Council review will be presented in May or June to Governing Body and the Chair asked that in that review, the Academic Council

provide an assessment to the Governing Body around the risk of essay mills and 'AI Bots'. QQI have noted it is a matter for institutions so it needs to be added to our Risk Register.

Action	By whom	By when
Assessment to be provided to Governing Body around Essay Mills.	President / Academic Council.	May/June.

- **National Pay Awards** – The HEA provided a funding allocation to TUS for the additional 2022 pay awards. There is an identified gap between the funding and the full cost impact. Work is ongoing internally and with THEA to identify the sectoral funding gap and outline the reasons for same to DFHERIS and the HEA. An update will be provided to the FPDC and GB in due course.

Action	By whom	By when
Update on funding for pay awards to be provided to FPDC and GB.	Bill Delaney.	March GB Meeting.

#### 11. TUS Key Strategic Priorities Progress Report and Presidents Update

The President gave an update on the Key Strategic Priorities.

- Item 3.10 – on today's agenda.
- Item 3.12 –TUS received an additional €279k in funding under TUTF and the work package allocation was agreed with the HEA.

The President also reported on the following:

- **RUN - EU** – The Cycle 2 application is due in by 31<sup>st</sup> January and TUS is leading on it with 9 members (one to be agreed). It has now been agreed that RUN - EU will not include the Hungarian partner, Szechhenyi Egyetem – University of Gyor at this time, following a recent European Commission Directive that currently precludes Hungarian partners from being part of Erasmus and Horizon Europe applications. [REDACTED] is leading the application preparation on behalf of RUN - EU.
- President to provide a report to Governing Body on management structures and the operational plan of RUN - EU.

Action	By whom	By when
TUS Operational Plan on RUN - EU to be presented at upcoming meeting.	President.	Upcoming Meeting.

- **Pilot Project with Limerick and Clare ETB** - A recent Steering Committee was held with TUS and LCETB around FE/HE integration which has attracted national funding.
- **Signed Agreement with 2 Hospitals** - TUS signed an agreement with Charter Medical Private Hospital (CMPH) in Mullingar and Blackrock Health at the Hermitage re student nurse placements.
- **CORU** - CORU will be visiting Athlone Campus on Thursday to follow up on matters raised in their recent review. CORU will also be meeting with the Limerick Campus on another date. There is a coordinated approach between Limerick and Athlone Campuses and all are working together. Once this stage has concluded we can consider the single entity matter with CORU.

- All other items in the Presidents report were taken as read. The President was thanked for his report. The OECD report was taken under the next agenda item (Item 20).

## 20. OECD Review of TU career paths and organisation

- The OECD review was noted.
- The recently published OECD report is not just about academic contracts but also about organisational structure. The framework is outlined, but there has been no follow up in relation to what happens next in the process, around taking a framework to a contract. As noted at the beginning of the meeting the Chair will raise the question with the Minister tomorrow.
- It is expected the next steps in the OECD review will include a process and period of negotiations.

## Section B: Items for Discussion/Approval

### 12. ARC Report 12<sup>th</sup> Jan 2023

The Chair of the Audit and Risk Committee briefed Governing Body on the Report of 12-01-23.

- **Subsidiaries Constitutions** – There have been a number of discussions in terms of implementation of the subsidiary code of governance. The ARC agreed a review, modernisation and alignment of the 3 subsidiaries companies constitutions to take place. Bill Delaney and his team will revert on timeline to see what can be done. **This item was noted by Governing Body who will be updated when the timeline becomes clear.**
- **Review of Protected Disclosures Policy, Fraud Policy and Anti-Bribery and Anti-Corruption Policy.**

#### *Discussion*

- The Governing Body discussed the process in the 3 policies, above in detail. In response to a query raised, the President noted the advice from the THEA working group, which includes expert advisory from Transparency International Ireland – Integrity at Work (TII – IAW), is that the ARC Chair and Review Group on receipt and initial assessment of a report ‘will decide on the next course of action, if any’ in relation to a report received.
- GB were of the strong view that the ARC (review group) should have an oversight role of the process and not be conducting the process in the manner laid out in the draft policies. The President / executive should have responsibility for managing the process with appropriate independent oversight, via the ARC review group.
- If a matter concerns the President, the matter is referred to the Chair, if a matter relates to the Chair its referred directly to the Chair of ARC, and if a matter concerns the Chair of ARC, the matter is referred directly to the Chair of Governing Body, in order to avoid any conflict or potential for a conflict. Similarly, an alternate to the Designated Person needs to be provided.
- The support system for the Designated Person (DP) should also be included in the process that allows the DP to navigate the organisation when investigating protected disclosures.
- Any further drafting points on the 3 policies can be sent to Bill Delaney.

The Chair thanked Bill Delaney, ARC and Betty Brennan for drafting a PD policy and the other 2 policies in such a short space of time and appreciated all the work in getting them this far.

The Governing Body noted the Protected Disclosures Policy, Fraud Policy and Anti-Bribery and Anti-Corruption Policy. The 3 policies will be reviewed from a process point of view, and the Governing Body Secretary will revert back to the THEA working group and provide the feedback from the TUS Governing Body on the role of the President/executive and the oversight role of the ARC, in the context of the DPER (interim) guidance issued in November.

Action	By whom	By when
Follow up on advice on role of Executive in 3 policies noted above.	Bill Delaney	Upcoming Meeting.
Return any drafting points.	GB members to Bill Delaney	Upcoming Meeting
3 policies to be resubmitted to Governing Body for review and approval via ARC.	Bill Delaney/ ARC	Upcoming Meeting.

### 13. Protected Disclosure

- Designated Person Appointment – **On the recommendation of ARC the GB approved the appointment of Ms. Betty Brennan, TUS Information and Data Compliance Officer (IDCO) to be the TUS Designated Person.**
- Integrity at Work Membership Agreement and pledge - **The Governing Body approved the Integrity at Work Membership Agreement and Integrity at Work Pledge for signing by the Chairperson and the President.**

The Governing Body Secretary clarified the IAW pledge and membership will be published on the TUS website and the Protected Disclosure Policy when approved will be also published and circulated to staff. Information on the protected disclosure policy and process is also part of Induction for new staff.

### 14. Governance and Nomination Committee (GNC)

#### Process for external evaluation of the GB and its committees

- The methodology as well as the role of the IPA in the process was noted.
- The Chair wished to put on record that one of the consultants listed in the proposal is known to her through a previous marriage to a relative.
- It was noted it has been requested the IPA give us a product to be able to conduct these reviews internally by electronic means. External reviews will be conducted as normal from time to time.
- The GB Secretary advised that this proposal is under the tender threshold of €25,000 at €21,000 ex VAT. The IPA advised they were excluded from procurement guidelines and have a letter of derogation on same. TUS are seeking confirmation from OGP that derogation is in order.
- The TUS procurement policy requires 3 quotes for services between €5k and under the tender threshold of €25,000 before the service must go to formal tender.
- **On the recommendation of GNC the Governing Body approved the IPA appointment to conduct an external evaluation of the Governing Body and its committees subject to confirmation of the procurement derogation noted above.**

## 15. Finance & Physical Development Committee Report 16<sup>th</sup> Jan 23

Jimmy Browne, VP Campus Services and Capital Development joined the meeting for this item on the capital project. The Chair of the Finance and Physical Development Committee briefed Governing Body on the Report of 16-01-23.

- Two amendments to the FPDC minutes of 29<sup>th</sup> November 2022 were noted.
- **Coonagh Project – Project Update, Draft Tender Report, Request of the Committee.** It was confirmed TUS complied with the public procurement process and tender outcome. The Committee recommend GB authorisation of TUS Capital Development submission of a Public Spending Code Decision Gate 3 Report to the HEA, based on the summary analysis, and including a detailed Final Business Case, supported by Financial and Economic Analysis. The Committee recommend GB authorisation of TUS Capital Development Award (subject to HEA sanction) of a contract to the preferred tenderer, Monami Construction based on the Monami tender of 13<sup>th</sup> December 2022, at a contract value of €13.998 million; using the Capital Works Management Framework Public Works Form PW- CF1(Employer Designed Building Projects in excess of €5m). **The Governing Body approved the above FPDC recommendations.** The Chair wished the capital team well on the project.
  
- **Floodlight Project – Moylish Campus** – The FPDC recommended to Governing Body to award the contract to the preferred tenderer - Electric Skyline. The total budget is €561,825 (inc VAT) for which there are four funding sources identified. It is also planned that TUS will apply for an SEAI grant. **The Governing Body approved the above FPDC recommendation.**
  
- **Capital Governance Structures & Processes** – The FPDC recommended the Governance and Reporting Structure and Processes document for approval by Governing Body. **On the recommendation of the FPDC the Governing Body approved the document.**
  
- **Update on Ongoing Major Projects (Athlone, Thurles, Clonmel).** **Governing Body noted the report.** A note of thanks was expressed to Jimmy Browne and his team managing all the capital projects.
  
- **C & AG Audit Planning Memorandum 2021-22. Noted.** C & AG Audit Planning Memo has just been received and is now on Decision Time. The Chair wished Bill Delaney and his team well with the audit.
  - It was agreed the Governing Body will be provided with an update on the procurement processes/systems at a future meeting.
  - In response to a query it was clarified that contractors are garda vetted as part of the process under the Capital Works Management Framework.

## 16. TUS Parent Safety Statement

Jimmy Browne was also in attendance for this item.

- It was clarified the external service provider will provide front of house health and safety advice across campuses including training expertise, ISO standards, risk assessment advice and their experience in the HE sector. In response to a query TUS will refer to insurers for advice on driving and taking hands free phone calls. There is a process in place for staff/contractors operating at height. It was clarified TUS are working on communication through images for staff around health and safety. It was advised a number of the campus safety statements will be completed by Easter.

The Governing Body approved the TUS Parent Safety Statement. TUS shall for the next review, in 12-18 months' reflect the items raised today by Governing Body around driving and communications to staff. Jimmy Browne will report back to Governing Body as part of the review.

Action	By whom	By when
Report back to Governing Body on the TUS Parent Safety Statement.	Jimmy Browne	At the review stage.

**Section C: Items for Information / noting**

19. Staff Appointments- Taken as read and noted by Governing Body.

**18. EDI Committee Gender Pay Gap Report.**

Discussion

- The report was returned on time to the HEA.
- In response to a question raised about the TUS ambition and the actions TUS is taking to address the Gender Pay Gap, the President advised a 0% pay gap target is unlikely to be achieved in the lifetime of the strategic plan because of a number of systemic issues. The President accepted there are things TUS can do to improve and narrow the gap such as having more females at senior level and more males in administrative roles. The TUS EDI steering group are committed to addressing the gender pay gap and it is in our GEAP (Gender Equality Action Plan) as an action item.
- It was noted there are some very good actions, and it was suggested to highlight some headline actions in the text of the report.
- The Chair asked the EDI Committee Chair to make the TUS ambition stronger in the next version of the report and that TUS will narrow the gender pay gap. **Governing Body noted the report and any further drafting points can be referred back to the Chair of EDI Committee.**

Action	By whom	By when
Review GEAP in relation to Gender Pay Gap.	EDI Committee Chair.	Next Meeting.

**17 TUS Strategic Plan**

John Mc Kenna (VP Strategy Transition and Projects) and Shane Malone (Marketing Manager, Midwest) joined the meeting for this item.

- The President noted these are ambitious targets based on informed decision making.
- The baseline is 21/22 for all the targets.

**Strategic Priority 1 – Education - Objectives 1 - 4**

**Objective 1** - Target: 12% - It was noted it is the result of analysis of all the WTE student numbers and headcount. The target takes into account growth on CAO student numbers, post grad, flexible and lifelong learning.

**Objective 2** - Target: Overall increase 5%.

**Objective 3** - Target: 100%. It was noted this is in line with the national target.

**Objective 4** - Target: 92% in employment or further study.

Discussion:

- Breakdown of student numbers to be furnished to Governing Body.



- The HEA Graduate Outcome Survey collects data nationally and does not capture international activity of graduate outcome. TUS does capture data of students working internationally and the President will seek to get this information from the Alumni office.
- The most up to date Graduate Outcome Survey can be provided. The baseline is 21/22 for all the figures here.
- It is an overall TUS target on student numbers as opposed to individual campus targets. The implementation plans will take account of more targets per campus, and will depend on locations, and capital infrastructure in order to grow student numbers.

**The Governing Body approved the targets for the objectives of strategic priority 1, education, subject to the following amendment:**

- **Management review of objective 2 and clarify definition and target. A footnote is to be added to the document for SP1, Objective 2 that we use the HEA definitions here.**
- Separately, information listed above around the discussion for SP1, objective 2, is to be provided to Governing Body.

#### **Strategic Priority 2 - Research - Objectives 1-4**

**Objective 1 - Target: 40% growth**

**Objective 2 - Target: Publications overall increase 100%. Other RDI outputs: 50%**

**Objective 3 - Target: Overall increase 50%**

**Objective 4 - Target: Overall increase 50%**

- It was noted these are very ambitious targets. The target for Objective 1 is set against a growth going from €11.1 million to €15.5 million per annum. Research is key for developing a TU.
- The President advised in terms of research inputs and a staffing plan; it is about creating a research culture for staff as well as supports around it. A new academic contract is critical to this.
- Other RDI outputs captured under objective 2 include Patents, invention disclosures, open access activities, industry collaborations and are dealt with in the implementation plans. Other than publications, there are other targets that are appropriate to a TU that we need to measure and recognise as a valid output of activity of our staff.
- In response to a query raised about how close we are to increasing the stipend for all post graduates, the President advised this is a significant implementation challenge. We need to have it at the €18k mark in order to attract and retain post grads.

**The Governing Body approved the targets for the objectives of strategic priority 2, research, noting the implementation stage will leave a number of issues which include the academic contract and post grad stipend. It was also noted it is good to be mindful of the lack of student accommodation for some international students that take up research.**

#### **Strategic Priority 3- People and Organisation**

**Objective 1 – Target: 25%**

**Objective 2 – Target: 10%**

**Objective 3 – Target: 80%**

**Objective 4 – Target: 85% satisfaction rate in our people being able to raise their voice.**

**The Governing Body approved the targets for objectives of strategic priority 3, People and Organisation subject to the following amendment:**

- **Add an objective to say we need to have the organisational structure to deliver this strategy. It needs to be an objective with timelines and a target measure. Perhaps merge objectives 2 and 3 to facilitate the new objective**
- A reminder was also noted to ensure one of the amendments from the last meeting that the title of the Strategic Priority is “People and Organisation.”

**Strategic Priority 4- Connecting Communities**

Objective 1 - Target: Enhanced engagement

Objective 2 - Target: €120m

Objective 3 - Target: 20%

Objective 4 - Target for 2026/2026: Overall score 60% (Bronze Level)

**The Governing Body approved the targets for objectives of strategic priority 4, Connecting Communities subject to the following amendment:**

- **Amendment: Include footnote to say that the objective 2 figure of €120m does not include student accommodation.**

It was noted we have also written into the document our commitment to measure our performance against the strategic plan enablers as part of the implementation process.

- The President noted the ambitious strategic plan has been an inclusive process involving staff, students and stakeholders and that VPs and Deans have been central to setting the targets. The President expressed a note of thanks to the Governing Body, Janet Owens, John Mc Kenna, Bill Delaney, VPs, Deans, Orla Thornton, Shane Malone and Mazars for all their work on the strategic plan. The Chair echoed the appreciation and asked the President to convey the Governing Body appreciation and acknowledgement to all those involved with this work. The Chair acknowledged the effort and degree of ambition in the targets and looks forward to overseeing its implementation.
- The expected launch date is the last week in February/first week in March.

Action	By whom	By when
Amendments noted above to be made to the Strategic Plan document.	Janet Owens/ John Mc Kenna.	Immediately.
Data requested above (student numbers, Graduate Outcome Surveys and data on students working abroad after graduation) to be made available to Governing Body.	President.	Immediately.

Shane Malone delivered a brief presentation on the strategic plan being designed by Piquant which will be web friendly. An animation design and working draft were noted.

- The Governing Body expressed a number of positive comments on the design and layout of the strategic plan.

**Section D:**

**21. AOB**

On behalf of the Governing Body, the Chair asked Janet Owens and Bill Delaney to convey best wishes and a speedy recovery to Martina Moran.

The next meeting will take place on Monday 20<sup>th</sup> February at 10:00am on the Midwest Campus.

There being no further business this section of the meeting concluded at 13:45.

Signed: Josephine Feakely  
Chair of TUS Governing Body

Date: 20-2-23

