

Minutes of the meeting of the Governing Body of Munster Technological University held on Thursday, 7 October 2021 at 3.00pm via video conference.

Members: Mr Jimmy Deenihan, Chair
Prof. Maggie Cusack
Ms Ursula Barrett
Ms Paula Cogan
Dr Joan Cleary
Mr Chris Clifford
Mr Martin Dineen
Mr Thomas Doyle
Mr Jim Finucane
Ms Mary Hegarty
Prof. Sigbritt Karlsson
Mr Denis Leamy
Ms Christina Mandrusiak
Mr Jerry Moloney
Ms Aoife O'Brien
Mr Colman O'Flynn
Ms Aisling O'Mahony
Ms Ingrid O'Riordan
Mr Peter Somers

In Attendance: Ms Ciara Looney, MTU Kerry Campus
Ms Geraldine Faherty, Minute Taker
Mr Paul Gallagher, MTU Cork Campus
Mr Barry Coughlan, MTU Cork Campus for agenda item 10 only

The Chair welcomed all to the meeting of Munster Technological University Governing Body. Apologies were received from Ms M Cooney and Mr A Murphy and it was noted that Mr J Finucane would leave the meeting at 4pm.

Prior to dealing with the agenda, the Chair outlined the procedures for the meeting in relation to confidentiality of the proceedings, all documentation relating to the meeting were confidential and any breach was a criminal offence under the Act. No recordings of the meeting were permitted, the Teams chat may be enabled to record votes as and when necessary and the only record of the meeting will be the agreed minutes, which will be published in due course. Conflict of interest was addressed and no conflicts were declared.

1. Matters Arising

a. Adoption of agenda

The Chair sought Governing Body approval of the agenda before proceeding with the meeting. The Governing Body agreed to the adoption, proposed by Mr J Finucane and seconded by Ms U Barrett.

b. Draft minutes from the meeting of Governing Body held on Thursday 16 September 2021

The minutes of the meeting of the MTU Governing held on Thursday 16 September 2021 were approved subject to the following corrections:

Under agenda item 8, paragraph 5, the following to be inserted "*will be provided*". The amended sentence to read as follows:

“Clarification will be provided by the Head of Legal Affairs in relation to queries regarding eligibility for membership of committees.”

Under agenda item 13, paragraph 3, the following to be deleted *“to Governors”*. The amended sentence to read as follows:

“The Chair referred to the visit of Mr Simon Harris TD, Minister for Further and Higher Education, Research, Innovation and Science to the Kerry Campus and reminded Governors of their invitation.”

The approval of the minutes was proposed by Ms U Barrett and seconded by Mr M Dineen.

In relation to matters arising from the minutes of this meeting, the following was noted:

- Confirmation that the formal simultaneous raising of the MTU Flag will take place on Monday, 8 November at 10.00am at all Cork and Kerry Campuses. Invitations to be issued to Governors in due course.
- Confirmation that the post of Assistant Registrar at the Kerry Campus was a pre-existing role which will continue on a short-term basis to ensure that there is provision/support for students.
- A CAO Analysis Report to be presented at the next Governing Body meeting.
- The HR Managers to include the assurance of compliance to procedures in their report which will be presented at the next Governing Body meeting.
- No detail in relation to the final Ministerial appointment has been received, however, it was noted that confirmation of an appointment is expected.
- Actions from agenda items to be included in the minutes going forward.
- Confirmation that the membership of Academic Council is now available on the MTU website and will be circulated to members under Request for Documentation at the next meeting.
- Governors’ Bios and photos to be uploaded under “Membership Profiles” on the MTU website as soon as practicable.
- The Code of Governance document to be made available for Governors for suggested edits through a file sharing setup in Teams.
- In anticipation of restrictions being lifted on 22 October, in-person meetings will commence on 4 November with a provision for a hybrid meeting to facilitate Governors who are unable to attend in person on the day.

2. Correspondence

As the correspondence circulated related to agenda item 8, Governors agreed to discuss in conjunction with agenda item 8.

3. President’s Report

The Chair invited the President to discuss her circulated report.

The President referred to her report and to the activities that she has been involved in across the University since the last meeting. She highlighted the following two corrections for noting:

- The President did not attend the Shared Island Dialogue webinar due to her participation at the 5th Valentia Lecture 2021 on 1 October. The lecture was a hybrid transatlantic meeting on global communications attended by the recently appointed Canadian Ambassador to Ireland, Ms Nancy Smyth, and Ms Mairead McGuinness, MEP and European Commissioner for Financial Stability, Financial Services and the Capital Markets Union. The President congratulated all

involved in the successful lecture series and particularly acknowledged the work of MTU colleague, Ms Mary Rose Stafford on the project.

- The President did not participate in the Cork Development Forum Meeting on 4 October due to the visit of Mr Charlie McConalogue TD, Minister for Agriculture, Food & the Marine to Bishopstown Campus to launch Savour Food e-tool.

Governing Body thanked the President for her report.

In response to a discussion in relation to the importance of a national sail training vessel for the island of Ireland, the President welcomed the support of Governors and agreed that there was a requirement for the State to have such a training vessel. Governors welcomed the discussion and offered their support for this important initiative.

Governors noted the reports from the University Executive meetings of 7, 14 and 21 September.

4. Human Resources Reports

The Chair invited Mr Gallagher to present the report.

a. Public Sector Numbers (PSN) Report

Mr Gallagher confirmed that the PSN report is produced on a quarterly basis for submission to the HEA, these figures link into the Employment Control Framework (ECF). He outlined the classifications of staff and discussed the breakdown of the figures, referring to the ratio of academic staff to non-academic staff and the necessity to increase support capacity.

Governors conveyed their thanks for the report and noted that there were no appointments for this meeting.

5. Risk Register

The Chair invited Ms Looney to discuss the circulated document.

Ms Looney discussed the two changes to the Register as approved by the Executive at their meeting on 14 September and outlined further changes made at this week's Executive Meeting which will be reflected in the documentation for the next meeting. She referred to the roll-out of the risk management training for the Executive and the intention for each Faculty/School and function to have their own risk register that will be collated into the MTU-wide Risk Register.

Governors noted the changes and conveyed their thanks for the update.

6. Return to Campus and MTU Covid-19 Update

The Chair referred to the safe and positive return to campus of staff and students and invited Mr Gallagher to discuss his presentation.

In his presentation, Mr Gallagher gave an account of the return to on-campus learning and outlined the progress to date including an update on the capacity levels and the ongoing ventilation issues at Bishopstown Campus. He referred to the continuation of Covid-19 compliance on all campuses and to the success of the 3-day HSE Pop-up vaccination centres at Bishopstown Campus and UCC. He discussed the current expectation in relation to restrictions being lifted from 22 October in line with Government plans and how the University will remain cautious in their approach whilst keeping some of the measures in place; the desire for the continuation of remote working by staff, the expectation

of impending legislation in 2022, and the importance of communications and keeping all students and staff informed with regular advisories being issued.

Governors discussed the importance of compliance and were supportive of the proposal for mask wearing, at a minimum while mobile, to continue after 22 October. They welcomed the ongoing consultations with the staff and student unions to ensure consensus across the university.

The Chair thanked Mr Gallagher for his comprehensive report and conveyed the appreciation of Governors to the MTU community for their ongoing support and cooperation in making the university as safe as possible during this pandemic.

7. TU Act 2018:

a. Revised Standing Orders

The President referred to the circulated document which highlighted the tracked changes as agreed at the previous Governing Body Meeting on 16 September.

Governors noted the error in relation to the date of approval of the previous revisions and agreed to its correction to reflect the correct date of 10 June. Following discussions Governors voted by a majority of 10 to 8 to the inclusion of “at least six of whom must be external members” for completeness of the quorum under 5.1. The amended sentence to read as follows:

5.1 The quorum necessary for the transaction of business shall be 50 percent of members plus one additional member, at least six of whom must be external members. For a meeting to take place a quorum must be present, and the meeting must remain quorate for the duration of the meeting. Should a quorum not be reached, the Chairperson shall set a fresh date for the meeting.

ACTION: The revised Standing Orders to be circulated to Governors for their information.

2. Correspondence

The Chair invited the President to discuss this item.

The President referred to the correspondence circulated and to the discussion at the previous meeting in relation to eligibility of membership of the Committees and in particular the Audit & Risk Committee. She referred to good governance and the importance of this and that best practice is that the audit committee members must be independent.

Governors discussed the circulated correspondence and following discussion members voted on the two proposals received by a majority of 15 to 3. Governors resolved that only independent external members of Governing Body should be on the Audit & Risk Committee.

8. Governing Body Committees

The Chair invited the President and Mr Gallagher to discuss this item.

The President referred to the Terms of Reference of the Committees and to the expression of interest received from Governors in relation to their preferences to the membership of the Committees. An overview of the analysis of the preferences received was discussed and whilst cognisant of the importance of having the Committees up and running as soon as possible, Governors agreed it was important to reflect on the proposal. They agreed to refer back to the President with a view to having a final document for adoption at the next meeting. The presented draft document to be circulated to Governors for their information.

ACTION: The draft analysis of preferences to be circulated to members for their consideration.

A Governor referred to the Terms of Reference (ToR) of the Finance Committee and in particular to 3.1.3, and requested that “staff of the university should be independent of the central finance function” be removed from the ToR and requested that it be noted as it potentially precludes a staff member who may be in a position to make a significant contribution.

The Governing Body noted with thanks the suggested amendments to the Terms of Reference by a Governor and agreed to submit any further comments/amendments to the President with a view to having a completed draft set of Terms of Reference for the next meeting. Finalisation of minor corrections to the Terms of Reference will be done by the Committees at their first meeting. Final copies of the Terms of Reference of each Committee to be presented at Governing Body for approval.

The Chair thanked Governors for the valuable discussion and contributions to this item, good progress was made, he also conveyed his thanks to the President and Mr Gallagher for their work.

ACTION: A final draft set of the Terms of Reference for the Committees to be completed for the next Governing Body Meeting on 4 November.

9. Request for Documentation:

a. MTU Policy on Awarding of Titles: Emeritus Fellow and Honorary University Fellow

b. Criteria for membership of the IUA

Governors noted with thanks the circulated documents and further noted that the revision history of the MTU Policy on Awarding Titles required updating.

ACTION: The document history in the MTU Policy on Awarding of Titles to be updated to reflect its approval by Academic Council and the Governing Body and circulated to Governors for their information.

10. Update on MTU Charity Status

Mr B. Coughlan joined the meeting to discuss this item.

Mr Coughlan discussed the background outlining that both IT Tralee and CIT had charitable status prior MTU formation. He confirmed that on 1 January, MTU applied for charitable status and that this was subsequently received. He discussed the trustees, the update made on the appointment of the Chair of Governing Body and requested Governors to contact the President should they express an interest in serving as a trustee. Governors noted that the documentation in relation to the dissolution of the charitable status of IT Tralee and CIT has been filed and that MTU expected to file its first annual report to the Charities Regulator in 2022.

In relation to the query regarding Foundation companies, Mr Coughlan confirmed that there were two, one having come over from both CIT and IT Tralee, but the plan is to have only one in due course.

11. Proposals for Agenda at the next meeting

Governors proposed the following items for inclusion on the agenda for the next Governing Body meeting on 4 November:

- Student Accommodation and potential funding
- Governing Body Draft Plan of Work for next 12 months
- CAO Analysis Report

The Chair thanked Governors for their participation and valuable contributions this afternoon. He also conveyed his thanks to the President and other members of the executive team for their work and materials provided. The President echoed the Chair's thanks and conveyed her appreciation for the contributions and discussions this afternoon.

The meeting closed at 5.30pm.

Signed: Jimmy Deenihan
Chair of MTU Governing Body

Date: 4 November 2021