

Minutes of the meeting of the Governing Body of Munster Technological University held on Friday, 1 January 2021 at 10.00am via video conference

Members: Mr Bob Savage, Chair
Prof. Maggie Cusack
Prof. Sigbritt Karlsson
Mr Denis Leamy
Mr Jerry Moloney

In Attendance: Mr Barry Coughlan, MTU Cork Campus
Mr Paul Gallagher, MTU Cork Campus
Ms Ciara Looney, MTU Kerry Campus
Dr Brendan O'Donnell, MTU Kerry Campus
Ms Geraldine Faherty, Minute Taker

The Chair welcomed members to the first meeting of Munster Technological University Governing Body and acknowledged the significance of this historic day.

There were no apologies for the meeting.

Conflict of Interest and the importance of declaring any conflict or perceived conflict of interest should it arise as matters are discussed during the meeting was addressed.

Note: Prof. Cusack and Dr O'Donnell left the meeting while matters concerning the contract and appointment of the President were dealt with, as well as a letter from Prof. Cusack dated 30 December 2020 setting out proposed arrangements for January 2021.

1. Correspondence

- 1.1 Letter dated 14 December 2020 from Ms Fiona O'Byrne, Principal Officer, Department of Education & Skills re: Membership of First Governing Body of Munster Technological University

Pursuant to this letter, the Chair and other members listed stand appointed.

2. President

- 2.1 Letter dated 8 December 2020 from Mr Simon Harris TD, Minister for Further and Higher Education, Research, Innovation and Science re: Designation of the first President of Munster Technological University

In relation to the terms and conditions of the first President of MTU, the Governing Body adopted the following resolution:

Munster Technological University ('MTU'), notes and determines the terms and conditions on which the President is to hold office, being those set out in the draft contract of employment tabled at the meeting.

MTU authorises the Chair, Mr Bob Savage, to execute Prof. Cusack's contract of employment on behalf of the technological university.

The Governing Body adopted the following resolution in relation to Prof. Cusack's appointment:

MTU, in accordance with the provisions of Section 56 (2) of the Technological Universities Act 2018 ('the Act'), hereby appoints Prof. Maggie Cusack, being the person designated by the Minister for Further and Higher Education, Research, Innovation and Science, to be the first president of the technological university with effect from the day appointed by S.I. No.568 of 2020, i.e. 01 January 2021, to hold office on the terms and conditions of the contract of employment determined at the meeting.

The Governing Body noted a letter from Prof. Cusack dated 30 December 2020 setting out proposed arrangements for January 2021 whereby:

- Prof. Cusack will take up the duties of President of MTU on 01 January, working remotely in that regard;
- Prof. Cusack will complete her notice period at the University of Stirling up to 31 January 2021 to facilitate a hand over of her role as Faculty Dean;
- Prof. Cusack will not receive any form of remuneration from MTU while completing her notice with the University of Stirling.

The Governing Body noted that the current pandemic restrictions limit Prof. Cusack's ability to be physically present for the time being and that she has taken steps to ensure that she has sufficient capacity to discharge the role of MTU President while completing her notice at the University of Stirling.

The Governing Body agreed with the arrangements as set out in Prof. Cusack's letter, and noted that they appear to be in line with the understanding and expectations of the Department of Further and Higher Education, Research Innovation and Science.

The Governing Body further noted a table appended to Prof. Cusack's letter of 30 December 2020 setting details of the offices/position she will hold as of 01 January 2021.

The Governing Body noted that Prof. Cusack is currently in the process of relinquishing all of these offices/positions.

In the meantime, and pursuant to Schedule 2, paragraph 7, of the TU Act 2018, the Governing Body consented to the President holding the offices/positions as set out.

Note: Prof. Cusack and Dr O'Donnell re-joined the meeting.

The Governing Body congratulated Prof. Cusack and wished her well in her role as President.

3. Establishment of Academic Council

The Chair invited Dr O'Donnell to discuss the circulated documentation.

Dr O'Donnell discussed the establishment of the MTU Academic Council and the proposed course of action in order to ensure that a Council is put in place with immediate effect in accordance with the Act.

The Governing Body ratified the establishment of the MTU Academic Council as outlined in the draft compositional document (item 3.2 of the agenda) and noted that the appropriate gender representation had been achieved.

The Governing Body requested that a communication be sent to the nine members of the Academic Council and that they be asked to meet as soon as possible to begin their work.

ACTION: *The Governing Body set a task of developing the communication and circulating this to the nine members of Council. (This was subsequently done by Dr O'Donnell).*

4. Appointment of Governing Body Committees:

4.1 Audit & Risk Committee

The Governing Body agreed to the proposal to establish an MTU Audit & Risk Committee. They approved the appointment of Mr Jerry Moloney as Chair of the MTU Audit & Risk Committee and both Mr Denis Leamy and Prof. Sigbritt Karlsson as members of the Committee with effect from 1 January 2021.

The Governing Body decided that, as a matter of good governance, neither the President, nor the Chair would be members of this committee, but can attend as required. It was also decided that only an 'external member' (as defined in section 12(6) of the Act) can be a member of the Audit & Risk Committee.

The Governing Body further agreed to consider external membership for this Committee and will reflect further on this at the next Governing Body meeting.

ACTION: *The prioritisation of the other Committees to be established to be an agenda item for the next Governing Body meeting.*

5. Adoption of Standing Orders

The Governing Body approved the adoption of the Standing Orders. Consideration to be given to the role of a Deputy Chair at the next meeting.

The Governing Body noted that the Minister for Further and Higher Education, Research, Innovation and Science has launched a campaign for the appointment of a Chair of the MTU Governing Body, applications due by 11 January.

6. Functions

The Governing Body agreed to set out in an appendix to the draft MTU Code of Governance a list of functions which can only be exercised by resolution of Governing Body.

The Governing Body agreed that this appendix would be the mechanism in which it would set out the functions in which Governing Body will expressly have a role reserved to it, so that other matters may be addressed by the Executive (subject to the Act).

It was noted that this first version of the MTU Code is a starting point in this regard and will be a ‘living document’, which will require refinement as the Governing Body makes further decisions in relation to how it and the Executive should work within the framework of the Act.

The Governing Body agreed that the appointment of staff to become an executive matter apart from the appointment of Senior Managers (Senior Lecturer 3 or Senior Manager or a salary scale of €100k) which will continue to be a reserved function of Governing Body.

The Governing Body noted as an interim arrangement and for the purpose of continuity that the role of “Chair of Interview Panels” may continue with pre-existing individuals from both institutions for a period of 3 months up to 31 March 2021.

ACTION: *The Governing Body requested that the two Vice President issue a communication to their respective HR Offices to confirm the change to the staff recruitment process ahead of 4 January.*

6.1 Legal Entity Appointed Representative (LEAR) Nomination

The Governing Body approved the nomination of Prof. Cusack as the Legal Entity Appointed Representative (LEAR) for MTU.

7. Adoption of Policies and Procedures

7.1 Code of Governance

The Governing Body approved the MTU Code of Governance as presented and noted that this is aligned into a State Code. This document will continue to be refined over the coming months.

7.2 Dignity and Respect Policy

The Governing Body approved the adoption of the Dignity and Respect Policy as circulated and noted that the policy had undergone a wide consultation process with all staff unions.

7.3 Dignity and Respect Procedure

The Governing Body approved the Dignity and Respect Procedure as circulated.

7.4 Statement re: application of other Policies

The Governing Body approved the statement re: application of other (non-academic) policies document, and noted that the document was a clarification document to reflect the provision in the TU Act to carry over policies and procedures in so far as they were operative into MTU.

8. Further MTU establishment matters:

8.1 Authorisation of bank mandates

The Governing Body approved the establishment of the joint bank accounts from Day 1 and commended the two Vice Presidents and their staff for delivering on a combined finance system from Day 1.

8.2 Application for charitable status

The Governing Body approved the submission of the application for Charitable Status.

8.3 Staff and student representation on Governing Body

8.3.1 Academic Staff representation

8.3.1a TUI Position on MTU Structures

8.3.2 Professional, Management, and Support (PMS) Staff representation

8.3.3 Student representation

The Governing Body acknowledged receipt of the communications from the Staff Representatives and the Students' Unions and adopted the following resolution:

As a matter of priority, the MTU Governing Body will ensure it increases its membership in accordance with the TU Act 2018.

As part of that process, the MTU Governing Body is required to establish procedures relating to the conduct of elections and appointment of staff members.

The MTU Governing Body will engage with staff representatives concerning their nominations as to the form and content of such procedures.

The MTU Governing Body will also write to the Students' Unions seeking nominations to Governing Body (both undergraduate and postgraduate members).

These steps should be considered part of the regulations as required of MTU GB under section 12(5) of the TU Act 2018.

Further steps as part of those regulations, including necessary steps to nominate and appoint further external members under section 12(1)(h) of the TU Act 2018, will be determined as soon as practicable.

A communication to be issued after the next Governing Body Meeting.


ACTION: *Staff and Student representation on Governing Body to be an agenda item for the next Governing Body meeting.*

8.4 Meeting Schedule

The Governing Body noted that their next meeting will take place on Wednesday 6 January 2020 at 3.30pm.

The Chair closed the meeting by thanking all involved today with particular thanks to the President, it was a momentous day and a good Day 1 for MTU.

The President also conveyed her thanks to all involved and wished all the students and staff a Happy New Year. The meeting closed at 11.55am.

Signed: 
Chair of MTU Governing Body

Date: 6 January 2021