



Ollscoil
Teicneolaíochta
an Atlantaigh

Atlantic
Technological
University

**Minutes of the fifth ATU Governing Body Meeting
Held on Monday 4th July AT 11AM
The HIVE, Carrick on Shannon, Leitrim
and MS Teams**

Present:

Maura McNally (Chairperson) – in person	MMcN
Dr Orla Flynn- in person	OF
Oonagh Monahan – in person	OM
Anne McHugh – in person	AMcH
Ursula Cox – in person	UC
Dr Brian McCann – in person	BMcC
Gareth Roe– via MS Teams	GR
Dr Martin Robinson – via MS Teams	MR

In attendance:

Jim Fennell (ATU Secretary) – in person	JF
Fiona Faherty (Recording Secretary) – in person	FF
Dr Michael Hannon – in person - Agenda item 5	MH
Dr Séan Duffy – in person – Agenda item 15	SD
Dr Brendan McCormack – in person – Agenda item 15	BMcC
Donal McGinty– via MS Teams –Agenda item 14	DMcG
Liam McIntyre - via MS Teams –Agenda Item 14	LMcI
Kieran Kennedy – via MS Teams – Agenda Item 14	KK
John Gannon – via Ms Teams – Agenda Item 14	JG

Observers:

Daire Martin – SU Sligo – via MS Teams	DM
Edward Grant– SU Donegal – via MS Teams	EG
Eanna McDermott – SU Donegal –via MS Teams	EMcD

Apologies:

Felim McNeela	FMN
Colin Kearney	CK

GB 005.01 Conflicts of Interest

There were no conflicts of interest declared at this meeting.

GB 005.02 Minutes of the meeting of 13th June 2022

The minutes of the meeting of the 13th June were reviewed by the members.

Decision: The minutes were approved. Proposed by GR and seconded MMcN.

GB 005.03 Matters arising

MR asked for an update on item 12, page 6 of the 13th June minutes, where it was agreed to discuss at this meeting the information to be provided to the Governing Body in respect of the process for staff appointments.

The Chair advised that such decisions or amendments to the reserved functions should be reviewed and agreed when the Governing Body has been fully constituted.

The Chair and President welcomed the discussion and requests from some of the Board members for more oversight of posts being recruited and approved across the TU and noted that this item was included on the agenda under item GB 005.16. It was also stated that it is the role of the Executive to review finances associated with recruitment of posts within the budget approved by the Governing Body and the internal management of finances within departments is not a Governing Body reserved function. The establishment of Governing Body subcommittees will assist in being a forum for some of the information requests being made and reports from the subcommittees will inform the Governing Body.

GR asked for an update on the Academic Council Process. OF advised that an update will be provided at the August meeting.

GB 005.03.1 Declarations of Interest

The declarations of interest form for completion by members were circulated for approval. The form will be issued from the office of the Secretary to the Governing Body to each member.

Decision: The declarations of interest form, was unanimously approved.

GB 005.04 President's Report

The President's report was circulated in advance of the meeting and was taken as read.

OF highlighted some of the following items from the report:

- A strategic planning day took place on 21st June. The President will provide a draft outline of the proposed Strategic Planning process at the August meeting.
- VEX Robotic Competition – it is hoped to have an ATU VEX Robotic Competition in the future.
- The Taoiseach paid an unexpected visit to the Mayo Campus on 22nd June.
- The President attended a number of events in Canada. An alumni event hosted in Vancouver was very beneficial and provided the opportunity to meet graduates based in British Columbia, Canada.

GB 005.05 Academic Matters Report

The meeting was joined by Dr Michael Hannon who presented on agenda items 5.1 to 5.3.

GB 005.5.1 Student Code of Conduct

MH advised that the interim Academic Council had reviewed the Student Code of Conduct and recommended it for approval by the Governing Body.

A number of amendments were proposed by GB members and the document was approved subject to inclusion of those amendments.

Decision: The Student Code of Conduct was approved subject to minor amendments which were agreed at the meeting.

GB 005.5.2 Student Fees Schedule

MH sought approval for the student fee schedule and advised that full-time fees are predominantly determined by the DFHERIS. A significant amount of work has gone into the compilation of the document to have one complete ATU Student Fee Schedule.

Decision: The Student Fees Schedule as circulated was approved.

GB 005.5.3 Linked Provider: Linking St Angela's College Sligo (STACS) to ATU

The President advised that the document presented for approval has been endorsed by the interim Academic Council. MH informed the meeting that all relevant CAO applicants have been contacted.

The meeting agreed that the document would be reviewed and proofread prior to publication.

Decision: The Linked Provider: STACS to ATU was approved.

Dr Michael Hannon left the meeting.

GB 005.06 Nominations Subcommittee

GB 005.06.1 Report from Nominations Subcommittee

The Chair informed the meeting that the Nominations subcommittee held meetings on 3rd and 16th June, minutes of the meeting of the 3rd June were circulated and taken as read. Also circulated to the meeting was a letter from the HEA which confirmed that the HEA Board had considered and approved the external member competencies as submitted by the Nominations subcommittee and, in doing so, made some suggestions which were contained in the letter.

GB 005.06.2 Appointment of External Members

The Chair tabled a document which contained the names and background information of four nominees for appointment as external members of the Governing body in accordance with TU Act (2018) section 12(1)(h):

1. Dara Foynes S.C
2. Mary McGinley
3. David Minton
4. [REDACTED]

The Governing Body considered and welcomed the nominations.

Decision: The four external nominees, as listed above, were approved as members of the Governing Body on the proposal of UC and seconded by GR.

GB 005.07 Financial Statements 31st August 2021

GB 005.07.1 Institute of Technology Sligo

GB 005.07.2 Letterkenny Institute of Technology

GB 005.07.3 Galway-Mayo Institute of Technology

The Financial Statements for Institute of Technology Sligo (ITS) and Letterkenny Institute of Technology (LYIT) for the year ended 31st August 2021 were presented for approval, on the recommendation of the Audit & Risk Committee (ARC).

Where the ATU did not come into legal existence until 1st April 2022, the Chair did not see the function or remit of the Governing Body as including approval or otherwise, of the financial statements of pre-existent institutes, but rather, that those financial statements were simply being received by the governing body of ATU on the understanding that the information contained therein was correct and accurate. The Chair did not see the functions of the ATU Governing Body as requiring it to "look behind" such Financial Statements, in respect of which the Governing Body of ATU had no involvement.

The Financial Statements for Galway-Mayo Institute of Technology have already been approved by Governing Body and audited by the C&AG prior to the merger date of 1st April and are therefore for noting.

The Chair further asserted that the representations being sought in the Financial Statements from the Chair and President should be amended to reflect the fact that these representations are based on the governance and oversight previously exercised by the Governing Body in IT Sligo and Letterkenny IT, and prior to the legal existence of ATU.

UC asked if the viability of Killybegs has been considered. OF advised that the strategic viability of regional campuses is a matter that is reviewed on an ongoing basis, but which will also have a specific focus as part of the strategic planning process.

Decision: The Financial Statements for the year ended 31st August, for IT Sligo and LYIT were received.

Financial Statements for Institute of Technology Sligo were received on the proposal of BMcC and seconded by AMcH.

Financial Statements for Letterkenny Institute of Technology were received on the proposal of OM and seconded by AMcH.

GB 005.08 Report from Audit & Risk Committee (ARC) 21st June 2022.

AMcH presented a report from the recent ARC meeting of 21st June 2022.

1. Arising from the outstanding action items brought forward from the three legacy Institutes the ARC sought guidance on the KPIs which will be of most concern to the Governing Body in terms of future reporting, for example income, pay/non-pay costs, employment control framework reporting, workforce planning.
2. The Financial Statements of IT Sligo and LYIT for the year ended 31st August 2021 were reviewed and the ARC recommended them to the Governing Body for approval.
3. The ARC met in private with the external auditor following the close-out of the audit of IT Sligo and LYIT for the year ended 31st August 2021.
4. The System of Internal Control, Risk Management and Corporate Governance of the three institutes for the 7 months ended 31st March 2022 were reviewed and the committee reports that they operated satisfactorily through the period.
5. The committee has reviewed the draft Corporate Governance Statements and Statements on the Systems of Internal Control for the 3 institutes for the 7 months ended 31st March 2022 and is recommending them for approval by the Governing Body.
6. The committee has reviewed the Protected Disclosures policy and is satisfied that the two points for review raised by the Governing Body are adequately covered by the policy as approved by the Governing Body.
7. The committee has met with the Internal Auditor and the Internal Auditor has commenced drafting an Internal Audit plan for agreement in September.

GB 005.09 Updated Risk Register

- GB 005.09.1 Institute of Technology Sligo**
- GB 005.09.2 Letterkenny Institute of Technology**
- GB 005.09.3 Galway-Mayo Institute of Technology**

The risk registers for IT Sligo, LYIT and GMIT were circulated in advance and were taken as read.

GB 005.10 Updated ICF to 31.03.2022 and Management Declarations by Institute

- GB 005.10.1 Institute of Technology Sligo**
- GB 005.10.2 Letterkenny Institute of Technology**
- GB 005.10.3 Galway-Mayo Institute of Technology**

The updated ICF to 31st March 2022 and Management Declarations by Institute were circulated in advance and were taken as read.

GB 005.11 Report of ARC to Governing Body for seven months ended 31.03.2022

- GB 005.11.1 Institute of Technology Sligo**
- GB 005.11.2 Letterkenny Institute of Technology**
- GB 005.11.3 Galway-Mayo Institute of Technology**

A report on each Institute from the ARC to the Governing Body for the seven months ended 31.03.2022 was circulated for review and approval.

Decision: Report of ARC to Governing Body for seven months ended 31.03.2022 for IT Sligo was approved on the proposal of GR and seconded by UC
Report of ARC to Governing Body for seven months ended 31.03.2022 for LYIT was approved on the proposal of GR and seconded by BMcC
Report of ARC to Governing Body for seven months ended 31.03.2022 for GMIT was approved on the proposal of AMcH and seconded by MR

GB 005.12.1 **Governing Body Assessment of Effectiveness of Internal Controls and Risk Management for the seven months ended 31.03.2022 (Based on Items 9, 10 & 11 above)**

GB 005.12.1 **Institute of Technology Sligo**
GB 005.12.2 **Letterkenny Institute of Technology**
GB 005.12.3 **Galway-Mayo Institute of Technology**

Decision: Based on the reports and information provided (items 9, 10 & 11 above) the Governing Body was of the opinion that the system of internal control, risk management and corporate governance within the three legacy Institutes operated in a satisfactory manner for the seven months ended 31st March 2022 and that the assurances provided to them in relation to system of internal control, risk management & corporate governance were adequate.

GB 005.13 **Corporate Governance Statements and SSICs 31.03.2022**

GB 005.13.1 **Institute of Technology Sligo**
GB 005.13.2 **Letterkenny Institute of Technology**
GB 005.13.3 **Galway-Mayo Institute of Technology**

Decision: The Corporate Governance Statements and SSICs in respect of each of the three legacy Institutes for the seven months ended 31.03.2022 were approved.

GB 005.14 **Presentation on IT Security**

The meeting was joined by Donal McGinty, IT Manager ATU Galway-Mayo, Liam McIntyre, IT Manager ATU Donegal, Kieran Kennedy, IT Manager ATU Sligo and John Gannon, IT Manager ATU Sligo.

The IT Managers presented on their approach for Information and Cyber Security for ATU. A focus over the next 18 months includes the creation of a dedicated cyber and IS security team, investment in detection and response capability with continued support from senior management.

The presentation was welcomed by the meeting and the Chair and President thanked the IT Managers. The meeting was advised that the presentation will be presented to the ARC at its next meeting in September.

The four IT managers left the meeting.

GB 005.15 Integration of St Angela's College

Sean Duffy, Vice President ATU Integration and Brendan McCormack, Head of College, ATU Sligo, joined the meeting and presented an update on the integration of St Angela's College.

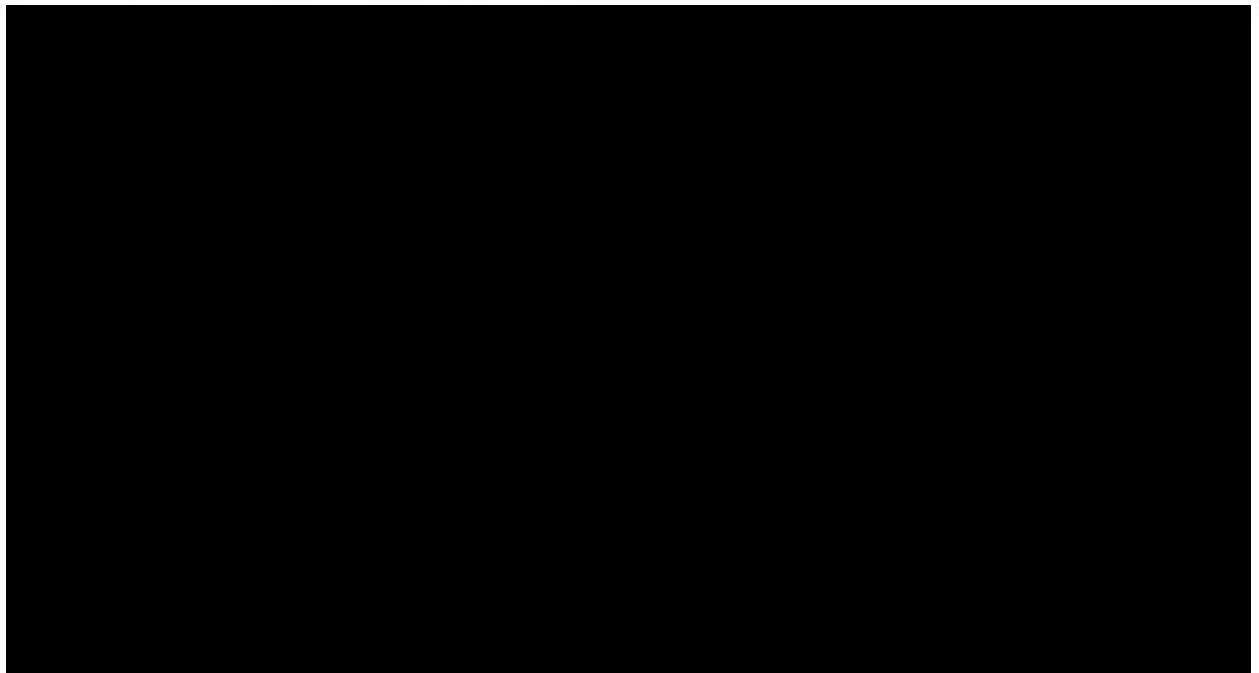
They outlined to the members the current status of the integration process and the outstanding issues to be resolved. The main concern related to the funding of the pension liability for St Angela's staff and ATU has opened a dialogue with DFHERIS regarding a guarantee to fund this liability.

The Governing Body were presented with four options to consider. Following a discussion by the members it was agreed that option D, *'Prepare a document with conditions precedent and discuss with D/FHERIS before submission'* was the preferred option. A draft of the submission document will be brought to the August meeting of the Governing Body for approval before submission.

Decision: Approval was granted to proceed with option D as presented to the Board, *'Prepare a document with conditions precedent and discuss with D/FHERIS before submission'*.

Sean Duffy and Brendan McCormack left the meeting.

GB 005.16 Staff Appointments



GB 005.16.2 Recruitment Process Procedure

A recruitment process flow chart, which outlines the procedure for approving posts and recruiting staff, was circulated to the members for information. OF advised that the ATU Resourcing Committee has a geographically dispersed membership, and the first meeting has now taken place. The attached

document is still a work in progress and views and suggestions from Governing Body members are welcome. It is hoped to have one agreed process that will work across the entire University.

OM suggested that applicants be notified in writing if a decision is taken not to recruit for any particular post, and the flowchart suitably amended to account for this scenario.

In response to a query from BMcC it was confirmed that approval to hire was approval to advertise the post or to fill the post.

OF added that a timeline for the strategy as outlined is being reviewed and a mechanism for appeals will also be considered.

GB 005.17 Letters of Appointment to Governing Body

The draft letter of appointment to Governing Body was reviewed by the Board and the following amendments were suggested:

1. The letter should issue to new members by post and not by email.
2. The letter will be issued from the Chair on behalf of the Governing Body
3. A welcome letter to issue to the 4 newly appointed members in advance of the official letter of appointment. This letter to be signed by the Chair.

The following amendments were suggested to the Privacy notice which will issue with the appointment letter:

- Remove decision time from the document
- Change the date of 15th March to 1st April

It was agreed the document would be reviewed and proofread by the Information Compliance Office prior to circulation.

Decision: The letter of appointment to Governing Body was approved subject to the amendments above.

GB 005.18 Schedule of Agenda Items

The schedule of Agenda items was circulated for approval.

Decision: It was agreed that the Schedule of Agenda items would remain as a live working document and be amended as required.

GB 005.19 Approval of Lease Agreement ATU Sligo

Approval from the Governing Body was sought for the following lease agreement:

1. Business case – 480 sqm, basement

Proposal: Basement 480 sqm for 9.5 year, € [redacted] k pa € [redacted] per sqm effective Sept 2022

Over 9.5-year lease:
Additional Income €3.456m (38 Students)
Additional rental cost of € [redacted] m
Additional contribution to overheads of [redacted]

2. Business Case – 1,100 sqm, basement plus ground floor

Proposal: Basement 480 sqm for 9.5 years, € [redacted] k p.a., € [redacted] per sqm, effective Sept 2022 & remaining ground floor 630 sqm for 8.5 years, € [redacted] p.a., € [redacted] per sqm, effective Sept 2023.

Over the 8.5-year lease (if available)
Additional Income €9.604m (118 students per annum)
Additional Rental cost of € [redacted] m
Additional contribution to overheads [redacted]

Discussion took place regarding the need for both lease agreements today. It was advised that the lease agreement for September 2023, outlined in business case no 2, would be considered by the Governing Body when required.

Decision: The proposal as outlined in Business Case 1. above was approved.

GB 005.20 Venues for Schedule of Meetings

Decision: It was agreed to hold the meeting of 29th August in Killybegs in Donegal.

Venues for the schedule of meetings will be circulated for approval at the August meeting.

It was requested that the agenda and supporting documentation be circulated 10 days in advance of each meeting.

GB 005.2 AOB

There was no further business.


Chairperson
26/9/22

Date