



Ollscoil
Teicneolaíochta
an Atlantaigh

Atlantic
Technological
University

Minutes of the 22nd ATU Governing Body Meeting

Held on Monday 19th February at 9.30am

Boardroom, Letterkenny Campus and MS TEAMS

Present:

Maura McNally (Chairperson) – in person	MMcN
Dr Orla Flynn (President) – in person	OF
Dr Brian De Souza – in person	BDS
David Minton - online	DM
Dr Brian McCann - online	BMcC
Dr Martin Robinson – in person	MR
Felim McNeela - online	FMcN
Jeremiah Egberongbe - online	JE
Joanne Grehan - online	JG
Joe Cunningham – in person	JC
Dr John Bartlett – in person	JB
John Daffy – online	JD
Michael Geoghegan – online	MG
Michael Gilvarry – online	MGil
Oonagh Monahan – online	OM
Prof. Rachel Ashworth – online	RA
Regina Daly – in person	RD
Sarah Mohan – online	SM
Ursula Cox – in person	UC
Dara Foynes – online	DF

In attendance:

Michael Henehan (acting Secretary) – in person	MH
Carol Geraghty (Recording Secretary) – in person	CG
Elizabeth McCabe – online - Agenda items 5.4	EMcC
Dr Billy Bennett – in person – Agenda items 7.1, 7.2, 7.3 & 7.4	BBen
Eoin Bradley – online – Agenda items 4.5 & 5.1.2	EB
Dr Des Foley – in person – Agenda item 5.1.1	DF

Apologies : Séamus Hughes, Barry Breslin.

MMcN welcomed Joanne Grehan to her first meeting and thanked Ursula Cox for her contribution to GB, as this is her last meeting.

GB 22.01 Declaration of Conflicts of Interests

There were no conflicts of interest declared at the meeting.

GB 22.02 Approval of Governing Body Minutes

GB 0021.02.1 Minutes of 11th December 2023

The following additions were requested –

- Add members & contributors titles.
- Section GB 0021.07.3 Strategic Plan Update add "*and as part of this discussion on the plan there was a suggestion that a SWOT analysis should be included*".
- GB 0021.08.2 Governing Body Workplan add "*and requested that the workplan include presentations from coal-face practitioners across ATU*".

MMcN sends best wishes to JF on behalf of the GB.

Decision: The minutes with requested additions were approved on the proposal of UC and seconded by BdS.

Action: A plan for the development of ATU HR Policies to be prepared for GB.

GB 0022.03 Matters arising and correspondence.

GB 0022.03.01 Governing Body Log of Action Items

The log of actions items was reviewed, high priority actions were discussed.

GB 0022.03.02 Letter to DFHERIS re Ministerial Appointments due to expire 31st March 2024

Two Ministerial appointees have indicated that they would be happy to be reappointed (MMcN, OM), one is not looking for reappointment (FMcN) – the Chair thanked FMcN for his contribution to the GB and FSC. GB members agreed that they are satisfied that the two members seeking re-appointment possess the knowledge and experience to enable them to make a substantial contribution to the effective and efficient performance of the functions of the Technological University as per the Institutes of Technology Technological Universities Act, 2018 and that their performance to date on the Governing Body has been satisfactory. A draft of the letter confirming this to DFHERIS was circulated to members.

Decision: Draft letter approved by GB members to be sent to DFHERIS on the proposal of UC and seconded by OM

GB 0022.04 Items for Approval

GB 0022.04.1 Code of Conduct for Governing Body Members

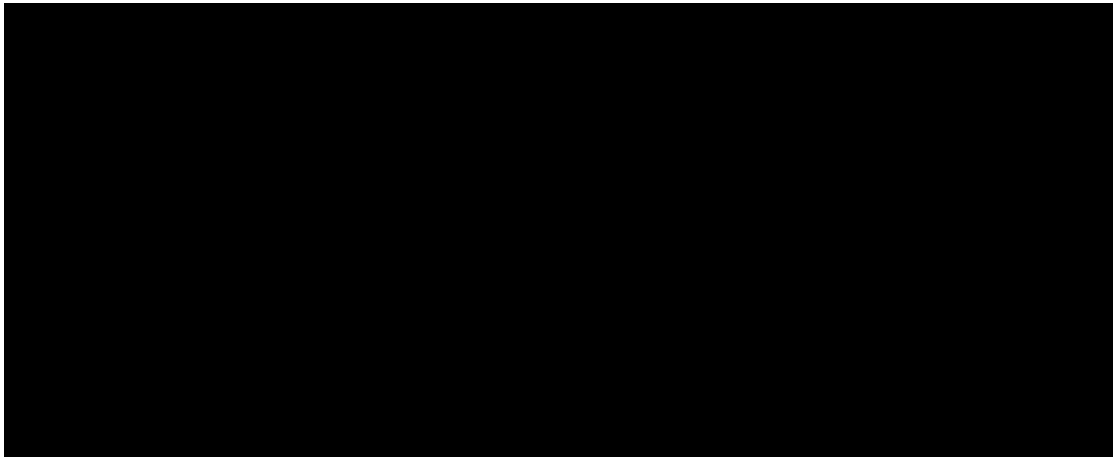
MH presented the background to the document, which is based on Appendix C of the Interim Code of Governance, and already agreed at sectoral level. There was some discussion on *Section 1.4.2 Information*, specifically on confidentiality; and *Section 1.4.5 Loyalty*. It was clarified that confidentiality relates to items under discussion, everything is confidential until a decision is made, the decision is published in the meeting minutes once it is made. There was a suggestion that the University should prioritise the approval of a set of ethical principles.

Action: Requested amendments – (1) add reference to "Welfare" in section 14.7; (2) review wording to ensure that it is consistent with the GB Standing Orders documents.

Action: GB members are asked to send their recommendations for wording to the Corporate Governance team who will compile a draft document, review the proposed document against the relevant legislation and bring to GB for review in March.

GB 0022.04.2 Staff Appointments

The following staff appointments were presented to the Governing Body for approval:



Decision: The above posts were approved on the proposal of JB and seconded by UC.

In response to a question about how recruitment is overseen by GB, OF gave an overview of recruitment, the approval requirement for GB (posts at CSM level and above), the impact of internal promotions on recruitment, referenced various sources of funding and gave an overview of conditions associated with some funding e.g. specific funding available for specific areas, such as student facing roles, and any funding received has to be spent on resources for the specific area.

Members stated the importance of GB being aware of all appointments, not just those that they are required to approve, have knowledge of where funding is being used and are advised as to how management are going to address specific strategic plan themes.

Action: HR to prepare and present a bi-annual report to GB summarising new appointments to the TU, where the posts are located in the organisation and funding source.

GB 0022.04.3 Schedule of GB Meetings for 2024/2025

Decision: The schedule of GB meetings for 2024/2025 which was circulated to members in advance of the meeting was approved on the proposal of MMcN and seconded by FMcN.

GB 0022.04.4 Appointment of Governing Body Deputy Chair

Deferred with the agreement of the members until the notice of Ministerial appointments is received.

GB 0022.04.5 Pre-Tender approval for the delivery of Phase 3 Apprenticeship works on the Killybegs Campus

OM gave a summary of the document circulated. In response to a question about the inclusion of energy efficiency measures in these projects, OF advised that, even though there is a separate funding stream for these works, the B&E group is attempting to embed as much retrofitting work into the proposals for these projects as possible.

Decision: The publication of tender for the delivery of Phase 3 Apprenticeship works on the Killybegs Campus was approved on the proposal of OM and seconded by DF.

GB 0022.05.1

Report from Strategic Development Subcommittee

OM summarised the Strategic Development Subcommittee meeting & items discussed at the meeting, indicating that the Student Building in Galway will be a standing agenda item for Strategic Development Subcommittee meetings, that the Strategic Development Subcommittee needs to agree a schedule of meetings and that the Subcommittee has agreed to be the oversight body for construction works (Project Implementation Board).

OF advised that it is a requirement of the Capital Works Management Framework that publicly funded organisations have oversight for construction works.

OF gave an update on Student Accommodation – the University has received application templates from HEA; refurbishment of derelict buildings seems to be 1st phase; work is underway to develop a common design e.g. could potentially be used if a private developer is proposing to build on University property; discussions about how to finance student accommodation are still on-going; there will be an update for GB at a future meeting.

In response to a query about a prioritised list of capital projects, OF advised that information about capital development plans was presented in 2023 and is available on the GB SharePoint site.

Action: Capital Development Reserve Policy, the HEA Protocol and capital development plans to be shared with members.

As part of the Strategic Development Subcommittee report to GB, OM gave details of the following which will be brought to GB for final approval when the relevant documents are available:

- (1) Plans to lease space at Letterkenny for the expanded Apprenticeship provision. In discussion the members approved management to negotiate a lease agreement
- (2) Outstanding registry issues relating to three pieces of land at the Letterkenny campus which require the legal transfer of three small pieces of land. In discussion the members approved the move to transfer these title deeds to the University.

Decision: Management approved to negotiate a lease agreement on the proposal of OM and seconded by MR.

Decision: Management approved to get land deeds transferred to ATU on the proposal of MR and seconded by JD.

GB 0022.05.1.1

Strategic Plan

DF shared a presentation summarising the structure of the plan and the work to be completed before it is officially launched in approx. 6 weeks. A reporting template which will be used to report through the Strategic Development Subcommittee to GB is being developed. KPIs related to the Strategic Plan will be aligned with the HEA Compact.

Members congratulated DF, his team and everyone involved in developing the Strategic Plan, which reflects well on ATU and highlights the University's focus on its region and community, as well as its students.

Concern was expressed by a member that the Strategic Plan is too high-level and does not give sufficient detail about the University's strategy and what can be expected when implementing the plan. DF and OF explained that a decision was made at the start of the process of developing the Strategic Plan to start with a high-level plan with the expectation that, when complete, this would be followed by subject/department/area specific plans. When the strategic plan is approved one of the next steps will be to identify sub-plans e.g. research strategy, campus master plan, etc. and suitable experts and resources to develop these plans. A summary of the consultation with staff on the strategic plan was given to the meeting. OF reminded the meeting that among the challenges of being a new University are that we are not building on existing strategy and we do not yet have many years' experience as one university.

The strategic plan is being considered in the organisational design process, e.g. a Data Management function is included in the proposed organisation structure, one role of this function will be to collate data from different parts of the organisation to review institutional performance. Members agreed that the Plan should be reviewed by the the Information Compliance Office and the EDI team.

Other suggestions from members include:

- That the font size for "ATU" be increased on the cover page.
- That each section could include a summary of "where we are today".
- Ensure that requirements of the TU Act and other legislation are recognised in the document.
- Update the calendar to include 2024 events.
- Consider having links to available courses.

Decision: The strategic plan was approved on the proposal of MMcN and seconded by DF.

Action: Have the document reviewed by the Information Compliance Office and the EDI team

Action: Circulate reporting template to be used to report through the Strategic Development Subcommittee to GB.

GB 0022.05.1.2 Acquisition of 3rd Party land for Letterkenny Regional Sports Hub

OM gave an overview of the papers circulated to GB in advance of the meeting and the discussion that took place at the Strategic Development Subcommittee meeting where this was discussed.

Decision: On the recommendation of the Strategic Development Subcommittee, the expenditure of an estimated [REDACTED] for the acquisition of 3rd party land for Letterkenny Regional Sports Hub was approved on the proposal of OM and seconded by JB.

GB 0022.05.1.3 Approval of external members of Strategic Development Subcommittee

Majella Maher, Breege Conroy and Allan Mulrooney were proposed as external members of the Strategic Development Subcommittee.

Decision: The proposed external members of the Strategic Development Subcommittee were approved on the proposal of BMcC and seconded by DF.

GB 0022.05.2 Report from Audit and Risk Committee

JC presented the report from ARC to GB noting that this report represents the work of a lot of people with varied relevant skills and experience including GB members, external members and members of the executive. The work of ARC is to drill down into items that come to the Committee and then report to GB whether these are acceptable or not. Deloitte has been appointed through the procurement process to provide Internal Audit services across the TU sector, they are engaged in developing the 2024 internal audit plan for ATU. Ahead of agreement of the full internal audit plan for 2024, a review has been proposed of the HR recruitment process as the first audit of the 2024 year. JC also reported that four of the current external members of ARC (Padraic Casey, Mary McGinley, David Leahy and Philip Maguire) have indicated at this time that they would be happy to serve a second term. An update from management on Risk Register Q4 2023 actions items was presented to ARC, this will be a regular agenda item at ARC meetings.

Decision: Members approved the Internal Auditor to complete an internal audit of the HR recruitment process ahead of the full 2024 internal audit plan being presented to ARC at their May meeting on the proposal of MMcN and seconded by JB.

Decision: External ARC members Padraic Casey, Mary McGinley, David Leahy, Philip Maguire were approved on the proposal of MMcN and seconded by OM.

GB 0022.05.2.1 Annual Governance Statement

ARC is recommending the approval by GB of the Annual Governance Statement, which was circulated to GB prior to the meeting. In response to a question, it was confirmed that there is a register of external consultants such as those referenced in the Annual Governance Statement.

Decision: The Annual Governance Statement was approved on the proposal of MMcN and seconded by MR.

GB 0022.05.2.2 Protected Disclosures Annual Report Calendar Year 2023

The Protected Disclosures Annual Report Calendar Year 2023 showing no protected disclosures during 2023 was recommended for approval by GB.

Decision: The Protected Disclosures Statement was approved on the proposal of UC and seconded by BDS.

GB 0022.05.2.3 Policy Review

These are policies scheduled for review and reviewed by ARC at their February meeting.

GB 0022.05.2.3.1 Risk Management Policy & Risk Appetite Statement

No changes are recommended to these documents by ARC. In response to a question about the expertise available to ARC to assess risk across the categories, JC advised the meeting that ARC discussed this in terms of the ARC skills matrix and they intend to revert to GB.

Decision: The Risk Management Policy & Risk Appetite Statement were approved on the proposal of JB and seconded by MMcN.

GB 0022.05.2.3.2 Formulation & Issuing of Corporate Services, Administration & Governance Policies

The title of this document has been updated to clarify the scope of the policy, no changes are recommended to the policy; there are some changes to Appendix A and Appendix D. In response to a request, "*in agreement with the relevant stakeholders*" will be added to section 6.1.

Decision: The Formulation & Issuing of Corporate Services, Administration & Governance Policies document was approved with recommended change on the proposal of JB and seconded by UC.

GB 0022.05.3.1 Honorary Doctorate Subcommittee Terms of Reference

The committee membership and the type and number of awards being offered were discussed.

Decision: The Honorary Doctorate Subcommittee Terms of Reference were approved on the proposal of OM and seconded by FMcN.

Action: Seek clarification from QAET that QQI has confirmed the appropriate title to be used for an honorary doctorate.

Action: QAET to review the possibility of other honorary awards e.g. Masters.

GB 0022.05.3.1 Appointment of external member to the subcommittee

The members agreed to defer this to allow for MMcN to discuss with DF (left the meeting at this point).

GB 0022.05.4 Report from Finance Subcommittee

FMcN presented the report from the Finance Subcommittee to GB. He gave some background to the items discussed by the Finance Subcommittee and explained for the members that the Sligo Leitrim ITS Regional Development Projects DAC is not a commercial enterprise, there are examples of successful joint venture DACs around the country and that while the current project is grant funded, the timing of grants can be unpredictable. He advised that the Finance Subcommittee has requested regular reports from the DAC and will review performance and cash flow.

OF thanked FMcN and the Finance Subcommittee for their review and presentation. Documents giving background on the Sligo Leitrim ITS Regional Development Projects DAC have been provided to GB members with papers for the February meeting. OF advised that the questions that ATU has been dealing with in relation to the Sligo Leitrim ITS Regional Development Projects DAC are common across the sector, this is a result of differences between the IT Act and the TU Act. Consideration is being given to taking this as a sectoral issue to HEA and DFHERIS. Our focus is making sure that ATU is compliant with current legislation. She has spoken to Sligo CC about a governance review & asked Jim Fennell to advise.

Decision: On the proposal of MMcN and seconded by FMcN the meeting approved the funding of €240,000 to the Sligo Leitrim ITS Regional Development Projects DAC.

GB 0022.06 President's Report

The President's report was circulated to members in advance of the meeting. OF gave an update on the following:

- CINTE review – this is a QQI institutional review. QQI is Quality and Qualifications Ireland, this is the agency responsible for promoting the quality, integrity and reputation of Ireland's further and higher education system. OF shared the timeline for the review, what will be included in the review, the progress of the work; that the work will be reviewed by Academic Council then GB under the Registrars Report and gave an example of the kind of information that will be presented to GB.
- Gender Pay Gap Report – This is a legal requirement. The report is published on the ATU website and is to be accessible to the public. The full report was provided with papers for the February GB meeting. The report will be reviewed by EDI Subcommittee & will be part of their next presentation to GB.
- Org Structure – OF referenced the letter from DFHERIS which was circulated to members with papers for the February meeting and informed the members that she will discuss this with DFHERIS. OF gave a summary of on-going consultation with staff; gave an update on the procurement process where the University is seeking consultants to assist with job / role descriptions & a recruitment firm to assist with recruitment; senior grade appointments (executive level) will be for 5 years, with the option to extend for 1 additional 5-year term. A business case for DFHERIS to support the proposed organisation structure is being drafted based on the template they have provided; management hope to start the recruitment process in May. Work is ongoing in relation to the faculty structures – e.g. name of faculties and composition; OF has asked for consultation to be undertaken by senior management through different layers of the organisation.
- Stakeholder lunches – thanking GB members, members of GB subcommittees & public body stakeholders; lunches will be held in the coming months in Galway, Donegal and Sligo. These will be an opportunity to showcase culinary activity across the University. Invitations will issue from the President's office in the coming weeks.

Action: Members asked to send any questions in relation to the Gender Pay Gap report to the EDI committee or the GB Chair prior to the next EDI committee meeting in March.

GB 0022.07 Registrars Report

GB 0022.07.1 Academic Council Meeting Minutes

BBen summarised key decisions at the December Academic council. There was some discussion about the role of GB and Academic Council with respect to approval of Procedures.

Action: Circulate legal opinion on the Academic Council and approval of academic procedures.

Action: The Chair to write to DFHERIS & HEA requesting clarification on wording in the legislation in relation to governance relationships between the Governing Body and the Academic Council.

GB 0022.07.2 CAO Recruitment 2024

BBen presented preliminary CAO figures - 1st Feb is closing date for students, CAO publishes figures on 8th March. Figures currently available indicate that there is likely to be a drop off in applications through the CAO. BBen explained that this is merely an early indication and the figures presented reflect national trends. CAO applications are down approx. 1.5% year to date nationally. He outlined some of the strategies for CAO recruitment in ATU including targeting students from Northern Ireland and the EU. BBen gave some possible explanations for the decrease – last year's figures were exceptionally high, this year likely to be more in line with 2022 figures; traditional universities have invested significantly in promotion and recruitment; the cyclical nature of course choices; a significant number of CAO applications don't yet have course choices listed, guidance counsellors are indicating that this may be related to students who did not sit the Junior Cert in 2022. Members expressed their concern and disappointment at the numbers, at the risk associated with the decrease and the impact that this may have on staff.

GB 0022.07.3 Masters Recruitment 2024

BBen reviewed the presentation shared with members in advance of the meeting. BBen explained that there is potential for growth in this area, and also gave an overview of the work being done on fees for

these programmes including a proposal for an alumni discount. The fee schedule will be presented to GB for approval in March.

GB 0022.07.4 Draft changes to CAO Constitution

BBen gave an overview of proposed changes to the CAO constitution which will result in each TU having a seat on the Board. The President signalled that Ministerial approval may be required. More detail will be brought to a future meeting.

GB 0022.08 AOB
GB 0022.08.1 Governing Body Workplan (September 2023 – August 2024)

The 2023-2024 Governing Body Workplan was circulated for information. There was some discussion about the recruitment report to GB which was discussed at item GB 022.04.2.

GB 0022.08.2 Updated Sponsorship Schedule February 2024

The Updated Sponsorship Schedule was circulated for information. OF gave a brief outline of the work ongoing with the Sponsorship Committee in relation to legacy agreements.

GB 0022.08.3 Business Case for Electrical Apprenticeship Expansions at ATU Sligo Campus

The Business Case for Electrical Apprenticeship Expansions at ATU Sligo Campus was reviewed and approved on the proposal of MMcN and seconded by MR.

GB 0022.08.4 Budgeting Process

Following discussion of the budgetary process earlier in the meeting it was agreed to provide the members with a summary of the budget development process.

Action: A summary of the process for developing budgets to be provided to members for the March meeting.

Signed: 
Chairperson

Date: 