



Ollscoil
Teicneolaíochta
an Atlantaigh

Atlantic
Technological
University

Minutes of the 24th ATU Governing Body Meeting

Held on Monday 13th May at 9.30am

Boardroom, Galway City Campus and TEAMS

Present:

Maura McNally (Chairperson) – online	MMcN
Dr Orla Flynn (President) – in person	OF
Barry Breslin – online	BB
David Minton – online	DM
Dr Brian De Souza – in person	BDS
Dr Martin Robinson – online	MR
Jeremiah Egberongbe - online	JE
Joe Cunningham – in person	JC
Joanne Grehan – online	JG
Dr John Bartlett – in person	JB
John Daffy – online	JD
Michael Gilvarry – in person	MG
Oonagh Monahan – online	OM
Regina Daly – in person	RD
Sarah Mohan – online	SM
Dara Foynes – online	DF

In attendance:

Jim Fennell (Secretary) – in person	JF
Carol Geraghty (Recording Secretary) – in person	CG
██████████ Arthur Cox Solicitors – online – Item 1	██████████
Michael Henehan – online – Item 6	MH
Elizabeth McCabe – online - item 8	EMcC
Dr Billy Bennett – in person – item 8.1	Been
Henry McGarvey – online – Items 5.2, 5.3 & 7.1	HMcG

Apologies: Seamus Hughes, Rachel Ashworth

GB 24.01 Appointment of Governing Body Chairperson

OF opened the meeting. OF introduced the proposed procedure for the selection and appointment of a Governing Body Chairperson, referencing the legal advice and a number of possible options. ██████ joined the meeting on TEAMS and gave a summary of the legal advice provided to members.

GB 24.01.1 Appointment of Chairperson for this Agenda Item under Standing Orders

Decision: Joe Cunningham (Chair of ARC) proposed by OF and seconded by JB

GB 24.01.3 Appointment of two male members to External Nominations Committee

The appointment of members to the External Nominations Committee was taken before nominations for the position of Chairperson. At the start of the meeting, External Nominations Committee membership was: MMcN (Chair and Trustee); OM (Trustee) & a second member position was vacant. MMcN recused herself from the committee for this meeting.

In accordance with the TOR of the External Nominations Committee, there must be a majority of external Governing Body members on the Committee and a minimum of three members for the Committee to be quorate. The requirement for minimum gender representation meant that a minimum of two male members were required.

Decision: Brian De Souza proposed by JB and seconded by RD

Decision: OF proposed the remaining two ATU Trustees Joe Cunningham and David Minton, this was seconded by MG

MMcN left the meeting.

GB 24.01.2 Receipt of nominations for the position of Chair of Governing Body

JC confirmed that the External Nominations Committee was now sufficiently populated to permit a quorum and requested nominations for the position of Chair of the Governing Body. The options for the timing of the External Nominations Committee meeting were discussed.

Decision: Maura McNally nominated for the position of Chair of Governing Body on the proposal of JB, this was seconded by JC

Decision: The Governing Body meeting took a recess to allow the External Nominations Committee to meet and consider the nomination received for the position of Governing Body Chair. This was proposed by DM and seconded by JC

Meeting adjourned to allow External Nominations Committee to meet noting the Dr Orla Flynn, ATU President, was secretary to the committee.

GB 24.01.4 Appointment of Chairperson

The External Nominations Committee members returned, and the Governing Body meeting resumed. JC reported that the External Nominations Committee had considered the nominee for the position of Chairperson of the Governing Body and recommended the appointment of MMcN.

There was some discussion about the role of the Chairperson and it was noted that while there isn't a document detailing the role of the Chair, the standing orders and other governance documents outline the role of the Chair. JC was thanked for chairing this portion of the meeting.

MMcN returned to the meeting.

JC confirmed to MMcN that she has been reappointed as Chair. MMcN expressed her appreciation to members for her appointment.

Decision: Maura McNally appointed as Chairperson of the Governing Body on the proposal of OM, this was seconded by BdS

Action: Send letter of appointment to the Chair

GB 24.02 Declaration of Conflicts of Interests

No conflicts of interest were declared for the remaining agenda items.

GB 24.03 Approval of Governing Body Minutes

The following update was requested to the February meeting minutes – section GB 0022.07.1 Academic Council Meeting Minutes add "*it was clarified that the approval of academic policies and procedures is the role of the Academic Council*". As the February meeting minutes have already been approved, this will be recorded under matters arising in the March meeting minutes:

Members requested that the minute under section GB 23.05.4.3 Gender Identity and Expression Policy be updated to include “*concerns were raised about the use of a student’s preferred name on their University ID*”.

Action: Relay concerns raised about the use of a student’s preferred name on their University ID to the Gender Identity and Expression Policy owner and request a list of designated ATU systems referenced on page 8 of the policy.

Decision: The minutes of 25th March with requested additions listed above were approved on the proposal of JD and seconded by RD

GB 24.04 Matters Arising and Correspondence

GB 24.04.1 Governing Body Log of Actions

Update on actions:

- Action 1: DFHERIS have advised that they are working on a Guidance document for Code of Governance for DACs, no timeline for the publication of this guidance is currently available.
- Action 16: The update is contained in the report from the Strategic Development Subcommittee later in the meeting and members agreed that this action should remain open.
- Action 62: It was requested that this action remain open. The draft Code of Conduct for Governing Body Members has been referred to ARC and the University’s Internal Auditors for consideration. Members requested that the reviewers are asked to ensure that wording in the document is consistent with the Governing Body Standing Orders.
- Action 73: Each legacy institute had policies in place & in April 2022 the Governing Body approved the continued use of legacy policies until the relevant ATU policy is approved. The Dignity at Work policy for ATU is in development and will follow the consultation process agreed with staff unions.
- Action 87: A response to this action was circulated to members (Item 4.1.3 in Governing Body papers). Members discussed the powers and responsibilities of such a committee and its name. OF advised members that when the term of the current Academic Council ends the new Academic Council will be reviewing its terms of reference and may decide that a General Purpose Committee is no longer required.

Action: As part of their review of the draft Code of Conduct for Governing Body Members, reviewers are asked to ensure that wording in the document is consistent with the Governing Body Standing Orders

Action: Notify Academic Council through the Registrar about a Governing Body member’s question in relation to the name of the General Purpose Committee.

GB 24.04.2 Governing Body Meeting with CINNTE Review Team

OF advised the meeting that the CINNTE review team will be attending the ATU Sligo campus in November, and they would welcome an opportunity to meet with members of Governing Body. The date of the meeting is 11th November 2024, the preliminary time for the meeting with Governing Body members is 12-12.30pm. Members will receive a further reminder of this closer to the time.

Matters Arising

1. The implementation of the Honorary Doctorate Policy and restrictions that could / should be placed on the use of the title was considered.
2. The document referenced item 4.1.5 circulated with the Governing Body papers is a response to a request by a Governing Body member for a list of consultants referred to in the Annual Governance Statement.

GB 24.05 Items for Approval

GB 24.05.1 Staff Appointments

Decision: The above post was approved on the proposal of MMcN and seconded by JG.

Action: Documents being submitted to Governing Body for consideration should include information about which function is submitting the document.

GB 24.05.2 Network Upgrade for Galway-Mayo and St Angelas

HMcG provided a summary of the document circulated prior to the meeting, stating that the Governing Body approval is sought to go to tender for a network upgrade for Galway-Mayo and St Angelas and upgrade to ATU firewalls / cyber security infrastructure. The upgrade to hardware associated with the IT network is typically replaced every 10 years. When the tender process is complete, approval to award contracts will be reviewed with the Finance Subcommittee prior to seeking Governing Body approval to award the contract. In response to a request from members for clarification on the figures presented, HMcG advised that these are estimates for purposes of starting the tender process. The figures given for the network upgrade are based on similar projects carried out at the Sligo and Donegal campuses. The figure given for the upgrade to ATU firewalls / cyber security infrastructure is based on a supplier quote.

Decision: Approval to go to tender for a network upgrade for Galway-Mayo and St Angelas and upgrade to ATU firewalls / cyber security infrastructure proposed by OF and seconded by MG

Action: Update the document to clarify that approval was being sought to go to tender, and that estimated figures provided are based on recent spend on similar projects in Sligo and Donegal.

GB 24.05.3 Land Registry Letterkenny

Approval was sought to complete land registration for land owned by LYIT for which the registration had not as yet been completed.

Decision: Approval granted to proceed with the registration of lands in the townland of Gortlee Parish of Conwal and Barony of Kilmacrenan and County of Donegal on the proposal of JB and seconded by JD.

GB 24.06 Corporate Governance

GB 24.06.1 Governing Body effectiveness review (self-evaluation)

JF & MH provided a summary of paper circulated to members. Members are asked to complete the self-evaluation questionnaire before 23rd May 2024 – the questions in the questionnaire are taken from Appendix N of the Interim Code of Governance which is available on the Governing Body SharePoint site at this link [ATU Governing Body - Interim Code of Governance June 2022.pdf - GB Governance \(sharepoint.com\)](#). The survey is anonymous. A report on the survey will be presented at the June Governing Body meeting. It is proposed that an external review of the effectiveness of Governing Body be conducted in 2025.

Action: Advise members where report on 2023 Governing Body effectiveness review can be accessed

GB 24.06.2 Governing Body Training & Induction

Training, based on the responses of the 2024 Governing Body Effectiveness Review, will be provided by the Institute of Public Administration (IPA) in September. In response to a request, it was agreed that potential learning from reports of corporate governance issues in Irish public sector organisations will also be considered in the training design.

Induction will be provided by the ATU internal auditors, Deloitte, for new student members on a date to be agreed. If any current Governing Body member wishes to attend induction again, they should advise a member of the Corporate Governance team, and this will also be accommodated.

GB 24.06.3 Review of effectiveness of Governing Body committees & subcommittees

A schedule for the review of effectiveness of committees and subcommittees was circulated to members in advance of the meeting, which included a due date for the review and, where available, the relevant Governing Body meeting where the review will be reported.

GB 24.06.4 Review of Terms of Reference for Governing Body committees & subcommittees

An overview of the review of term of reference of committees and subcommittees was circulated to members in advance of the meeting.

GB 24.06.5 Review of Terms of office of Members of Governing Body committees & subcommittees

The purpose of this agenda item is it to clarify terms of office for Governing Body committees & subcommittees as in some instances this was not specified when membership was approved at various Governing Body meetings. In response to a query about the third ministerial nominee, the meeting was advised that DFHERIS is not as yet in a position to confirm when the nominee will be communicated. External members are asked to consider joining the FSC, a Chair also needs to be appointed for the FSC.

Decision: Terms of office as outlined in the document circulated to members prior to the meeting were approved on the proposal of MMcN and seconded by DF

Action: Draft letter for the Chair to send to DFHERIS requesting details of the replacement ministerial nominee.

GB 24.06.6 Review of Governance Policies

A summary of the plan for the review of corporate governance policies was circulated prior to the meeting. MH gave an overview of the proposed update to the Protected Disclosures Policy & the Department of Public Expenditure NDP Delivery & Reform (DPENDPR) issued Guidance in late 2023. The draft policy has been reviewed with UPT and will be issued to the IR Fora for consultation, following which it will issue to ARC in September and, if recommended for approval by ARC, will be presented to Governing Body for approval in October. ATU plans to implement a call service provided by Price Waterhouse Cooper (PWC) for anyone who wishes to make a protected disclosure.

GB 24.07 Committee & Subcommittee Reports

GB 24.07.1 Report from Strategic Development Subcommittee (SDS)

OM chaired the Strategic Development Subcommittee meeting but is not available to attend this portion of the Governing Body meeting; OF presented the report. Additional items discussed:

- Strategic Plan – it is a requirement of the HEA Act 2022 that the Minister for Further and Higher Education, Research, Innovation & Science is consulted on the Strategic Plan, this is outlined in a letter received by higher education institutions from DFHERIS. OF submitted the ATU Strategic Plan for consideration, this coincided with the change of minister in April, we are awaiting a response.
- Extension of Lease of Ward Automation Building, at Finisklin– an update was given to the SDS. It was confirmed that it is a reserve function of Governing Body to approve the application of a seal to a lease or licence, regardless of the value of the lease or licence.
- Student Building Galway – HMcG stated that work is progressing on a fresh planning application. Members requested an update at the June meeting.

Members commended the progress on capital projects and requested regular top-level progress reports. Reports should include, but not limited to, project name, original cost, original timeline, current phase, update on how project is tracking relative to original time and cost.

Action: Request feedback from DFHERIS on the draft Strategic Plan submitted in April.

Action: Head of Capital Development to design template / dashboard for regular reports to Governing Body on the progress of capital projects

In response to a question about recent media reports on low retention rates for apprenticeship programmes, OF stated that apprenticeships have three phases with formal learning elements, Phase 2, Phase 4 and Phase 6. Phase 2 has traditionally been provided by Education Training Boards (ETBs), while Phase 4 and Phase 6 have been provided by higher education institutions. In recent years there has been a delay in scheduling the Phase 2 blocks, which has resulted in low retention rates as a backlog has developed. In an attempt to address this, higher education institutions have been requested to make arrangements to support the ETBs in the provision of Phase 2 blocks.

GB 24.07.1.1 Subcommittee membership & Terms of Office of Members

The document circulated prior to the meeting details the current Strategic Development Subcommittee membership and terms of office. External Governing Body members are asked to consider joining this subcommittee. Ideally this would be a male Governing Body member, in order to meet gender balance target. A member requested that the Strategic Development Subcommittee consider its membership and terms of reference to determine if another member who is an ATU staff member can join the subcommittee.

Decision: The Strategic Development Subcommittee meeting membership and terms of office were approved on the proposal of MMcN, this was seconded by DF

Action: The Strategic Development Subcommittee is asked to review its membership and terms of reference to determine if another Governing Body member who is also an ATU staff member can join the subcommittee.

GB 24.07.1.2 Land Purchase Sligo (Ardaghowen)

The meeting considered a request for approval to complete land registration for land purchased by Sligo IT in respect of which the conveyance wasn't completed.

Decision: Approval granted to proceed with the registration of plots of land along the Ash Lane Road boundary of the Sligo campus on the proposal of MMcN and seconded by JD.

GB 24.07.1.3 EEDPP Wellpark Tender Report

The Strategic Development Subcommittee recommended the awarding of a contract to LyMar Construction for EEDPP works at the Wellpark Road campus.

Decision: Approval given to award a contract to LyMar Construction for EEDPP works at the Wellpark Rd campus in the amount of €3.168m, including VAT (€2.44M funded by HEA, ATU contribution €0.729M) on the proposal of BdS, this was seconded by DM

GB 24.07.1.4 Killybegs Campus Works & Apprenticeship Expansions

HMcG summarised work planned at the Killybegs Campus, this includes fire safety works, upgrade to the cafeteria & reception and apprenticeship works.

Decision: MMcN proposed and DF seconded approval for:

- a) Gate 3 approval under the infrastructure guidelines (formerly public spending code).
- b) Approval to award contract under project review 7 of the capital works management framework. Construction contract Value: €2,254,000 ex vat (€2,558,290 including vat).
- c) Release of funding from reserves in the amount of €600,000.

GB 24.07.1.5 Land Purchase Sligo (Ardaghowen)

Letters were circulated to members showing recent correspondence with Sligo County Council, who have indicated that [REDACTED]

[REDACTED] OF has scheduled a meeting with Sligo County Council to discuss.

Action: Report on outcome of meeting with Sligo County Council

GB 24.07.2 Report from Honorary Doctorate Committee

OF presented the report from the first Honorary Doctorate Committee meeting. The Honorary Committee has recommended two candidates. Members discussed next steps including confidentiality, contacting those recommended and the timing and scheduling of the conferring ceremony.

GB 24.08 Recruitment Report

OF summarised the Recruitment Report which provides recruitment data from April 2022 to December 2023. Thanks were extended to the HR team, who are still working with three separate IT databases. It is noted that the integration of HR databases is planned for Q3 2024. It is intended that this report will be presented twice annually going forward. For the 2024-2025 academic year this report will be presented in December 2024 and May 2025, and will be documented in the Governing Body Schedule of Agenda Items.

In response to a question about the rate of increase in staffing and how any risk to the University is controlled, EMcC advised that the University regularly reviews staffing levels and is required to report these to the HEA quarterly (Employment Control Framework).

Members discussed other information that they would like to see in the report including retirements & comparison from one report to the next. Members are asked to send suggestions for any additional information requested to a member of the Corporate Governance Team.

In response to a question about the link between recruitment and the Strategic Plan, OF gave some information about the constraints on staffing associated with being a public sector organisation, e.g. the University does not have the flexibility to respond to changes arising from reduced student demand.

Action: Provide excel copy of data to members

Action: Include this Recruitment Report in the 2024/2025 Governing Body Schedule of Agenda Items

GB 24.09 President's Report

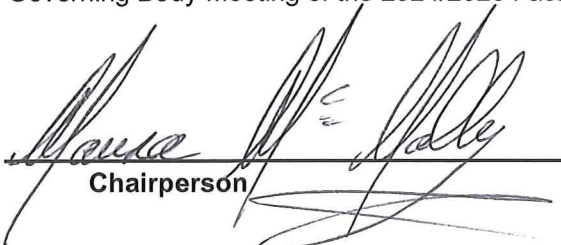
The President's report was circulated in advance of the meeting and was taken as read. OF gave additional information on the business case for the proposed organisation structure. The University is awaiting feedback from DFHERIS. The President advised that significant staff consultations were held on the proposed organisation structure.

GB 24.10 Registrar's Report

BBen summarised key decisions documented in the February Academic council meeting minutes which were circulated to members prior to the meeting.

The final Governing Body meeting of the 2024/20234 academic year will be on 24th June in Killybegs.

Signed:


Chairperson

Date:

