

Minutes of Finance & Capital Investment Committee meeting

Date: Tuesday, 11 June 2024

Time: 4.00pm

Location: Boardroom, Tourism & Leisure Building, Waterford Campus & Microsoft Teams

Chairperson: Professor Patrick Prendergast

Attendees: Professor Veronica Campbell
 Dr David Dempsey
 Mr Mark Dunne
 Ms Louise Grubb
 Dr Frances Hardiman
 Ms Carol Lynch
 Mr Patrick McCormack (via MS Teams)
 Dr Helen Murphy
 Mr Cormac O'Toole
 Mr Alan Quirke (via MS Teams)
 Mr Ray Ryan
 Ms Elaine Sheridan

In attendance for Agenda Item 2.a

Ms Mary Dooley
 Dr Richard Hayes, VP for Strategy & Institutional Transformation
 Mr Paul Quirke, Capital Projects Manager
 Mr Keith Williams, Capital Projects Manager

In attendance for Agenda Item 2.g

Ms Elaine Greenan, Estates Manager

Secretariat: Mary Clare Coogan

Item Title	
1.	<u>Chairpersons welcome:</u> <i>a.</i> <u>Chairpersons opening</u> NOTED The Chairperson welcomed members to the meeting, and confirming the meeting was quorate he commenced the business of the meeting. <i>b.</i> <u>Conflict of Interest Declaration</u> NOTED The Chairperson asked members if they had any conflicts to declare, particularly associated with items on the agenda. No member present declared a conflict for this meeting.

c.	<u>Approval of minutes: 14 May 2024</u> AGREED To approve the minutes of 14 May and publish on the website.
d.	<u>Matters arising (Action Log)</u> NOTED The Chairperson advised that two items on the Action Log were complete and four items were in progress and will be carried forward as required.
2.	<u>Committee matters:</u> a. <u>Technological Sector Strategic Projects Fund (TSSPF)</u> NOTED Dr Hayes, Mr Quirke and Mr Williams were welcomed to the meeting. Ms Sheridan reminded the committee of the presentation she had provided at the last meeting in relation to the two Capital Projects that are in preparation under the TSSPF. It was noted that the information in the appendices circulated for this item in advance of the last meeting had not materially changed but there were three additional documents circulated as follows:- • SETU Capital Projects Governance Structures & Standard Procedures • Preliminary Business Case Template for the University Enterprise Quarter (UEQ) • Preliminary Business Case Template for the development of the Wexford Campus As agreed, Ms Sheridan undertook to note the feedback of the committee following her presentation at the last meeting, and provided an updated presentation on both projects. She stated that the matter of student number projections was discussed with the HEA at a specific meeting on this process recently and the HEA had confirmed that they were satisfied with the University's approach. Ms Sheridan advised that the Finance & Capital Investment Committee are requested to consider a recommendation to the Governing Body to approve submission of applications to the HEA for initial appraisal, noting that the HEA may seek additional information or clarifications over the summer, before proceeding to final appraisal. A lengthy discussion took place. While the committee recognised and acknowledged the huge amount of work that has been undertaken in preparing the applications, it was felt that the Wexford Business Case needed to be strengthened significantly. The University Enterprise Quarter (Waterford) case was strong as it stands. It was unanimously felt that the current facilities in Wexford were not fit for purpose and it would be impossible to attract students, staff and researchers without new purpose-designed infrastructure. Ms Sheridan noted that the MCA carried out by Indecon was very strong in terms of the need for appropriate accommodation for the current students in the Wexford Campus. Dr Hayes added that the HEA do recognise that the current students in Wexford are very badly served, and were very clear in recent discussions that the accommodation for existing students is a priority. In closing the discussion, the Chairperson requested that additional work with regard to outlining potential opportunities for research activities would be included in the Business Case to the HEA for the Wexford Campus before it is approved for submission by the Governing Body. AGREED To recommend to the Governing Body that they approve the submission of applications to the HEA for initial appraisal. b. <u>PPP Projects: Health Sciences Building, Carlow Campus & Engineering Building, Waterford Campus</u> NOTED Mr Williams advised that there were three matters in relation the PPP Projects that require discussion and approval of the committee, and are summarised as follows:- 1. <i>Revised Planning Permission</i>

- Planning granted for Waterford PPP project in December 2019 and Carlow PPP project in November 2020. Grant of planning is valid for five years, and planning will lapse prior to projects being substantially progressed.
- PPP Project Board have decided to re-apply for planning for all five projects in Bundle 2 in order to de-risk the project.
- There are no substantive changes to the design when compared to the existing grant of planning, and SETU do not have the opportunity to make any changes.
- Approval in principle is being sought from the Finance & Capital Investment Committee to progress the approval to lodge the planning applications to the next stage. This approval in principle would be subject to a review of the draft planning documentation over the summer months by the Capital Projects Managers, the VP for Governance and VP for Finance prior to the application being lodged.

AGREED To recommend to the Governing Body that the University progress the approval to lodge the planning applications for the Health Sciences Building and the Engineering Building to the next stage.

2. *License Agreement*

- The License Agreements facilitate the granting of a license to the PPP co-operator to construct, operate and maintain the building over the construction and services periods (25 years).
- The License Agreements will be between the University and DFHERIS and cover the identified sites for the PPP buildings.
- The documents are to be signed by SETU's President and DFHERIS.
- Approval in principle is being sought from the Finance & Capital Investment Committee to progress the execution of the two License Agreements for the next stage, i.e., approval of the Governing Body for the President to execute the License Agreements
- Execution of the License Agreements will only take place once the on-going legal review has been completed by SETU's legal advisors.

AGREED To recommend to the Governing Body that the University progress the execution of the two License Agreements to the next stage.

3. *Declaration of Burdens*

- These documents declare whether a burden included within the Land Registry folio does or does not affect the development of the project on the subject sites.
- The Declarations have been drafted by the project funders (National Development Finance Agency).
- The Land Registry folio documentation along with the Declaration of Burden documents have been reviewed by the University's legal advisors who have issues a legal opinion letter.
- Approval of the Finance & Capital Investment Committee is being sought to progress the execution of the Declaration of Burdens for both sites to the next stage, i.e. approval of the Governing Body for the President to execute the Declaration of Burdens

AGREED To recommend to the Governing Body that the University progress the execution of the Declaration of Burdens for both sites to the next stage.

ACTION Legal opinion and Declaration of Burdens/Leases for both sites to be circulated to the committee for information.

- c. The Chairperson thanked Dr Hayes, Mr Quirke and Mr Williams for their input and they left the meeting.

HEA Report to 30 April 2024

NOTED Mr O'Toole presented this report to the committee for noting. He advised that the document was a HEA financial reporting requirement that is due for submission by 30 June 2024. The report covers the 8-month period from September 2023 to April 2024, and outlined that the University is currently running in a surplus.

- d. Commercialisation Committee:**
NOTED Ms L. Grubb advised that the Commercialisation Committee is now a sub-committee of the Finance & Capital Investment Committee. The first meeting of the sub-committee had taken place earlier today and while this committee will be apprised of the full discussions that had taken place at a later stage, Ms Grubb outlined a summary of what had been discussed and what is being recommended to the committee for approval.
- Approval of external member*
As per the memo circulated, the Chairperson of the Commercialisation Committee has proposed the following external member to the Commercialisation Committee:
- Mr Rich Ferrie, Chief Executive Officer, London BioScience Innovation Centre
- AGREED To approve the above as an external member of the Commercialisation Committee
- Approval of License for Aqua Nutrients Ltd.*
The committee were advised that Aqua Nutrients Ltd. is a spinout from the Nutrition Research Centre Ireland (NRCI), and is being led by two academics and an external CEO. SETU will license the technology to Aqua Nutrients Ltd. and the University will receive a 10% shareholding in the company. The Commercialisation Committee is in support of this proposal.
- AGREED To approve the granting of a license to Aqua Nutrients.
- e. Corporate Procurement Plan**
NOTED Mr O'Toole presented this item to the committee, outlining that the purpose of the document is to set out in the short, medium and long-term, objectives for the delivery of procurement improvements across the University over the next four years. The Plan will cover the remaining period of SETU's Strategic Plan 2024 to 2028. A short discussion followed and it was recommended that a flowchart outlining the different threshold levels for procurement would be added to the document.
- AGREED To recommend the Corporate Procurement Plan to the Governing Body for approval.
- f. Internal Audit assignment re Cash Handling**
NOTED Mr O'Toole advised it had recently come to light that some cash transactions were suspected to be outside of the University's finance system, and indicated potential anomalies with cash recording and procurement within a specific department of SETU. As a result of this, Deloitte were engaged by the University to conduct a review of activities and records within this department for the disposal of scrap materials, and subsequent use and custody of associated cash proceeds. The report circulated to the committee outlined the detailed findings of this review for noting.
- It was noted that the Audit & Risk Committee will review and discuss the report in more detail at their next meeting.
- g. Pathfinder Project: Engineering & Science Building, Waterford Campus - Phase 1, Floor 2**
NOTED Ms Greenan was welcomed to the meeting, and gave a presentation on the proposed Deep Fabric Retrofit of the Engineering & Science Building - Phase 1, Floor 2 on the Waterford Campus. The presentation outlined what works will be undertaken in the project, and an outline of the programme activity and tasks that have been completed to-date. The next stage in this process is to submit a planning application for these works in July/August 2024.
- AGREED To recommend to the Governing Body, the approval to submit a planning application for the above works.
- The Chairperson thanked Ms Greenan for her presentation and she left the meeting.

h.	<u>Internal Financial Controls Internal Audit-Scope</u> NOTED Mr O'Toole referred to the document circulated for noting, which outlines what is being proposed for the internal audit of financial controls within SETU for the coming year.
3.	<u>AOB:</u> a. NOTED Dr Dempsey brought a matter to the attention of the committee for noting, in his capacity as Governing Body nominated Director of the Board of SETU Campus Services CLG, t/a Novus. He stated that the Board had been advised of a potential cashflow difficulty in the subsidiary in the coming months. b. NOTED Mr McCormack referred to the large volume of documentation required for meetings, and requested that papers be circulated at the earliest time possible in advance of meetings.

Next meeting
The next meeting is provisionally scheduled to take place online, on **Tuesday, 10th September 2024**. Time TBC.

Approved: _____

Date: 10th September 2024