

Minutes of the 9th Governing Body meeting

Date: Tuesday, 4th October 2022

Time: 4pm, Via Zoom

Chair: Professor Patrick Prendergast

Attendees: Professor Veronica Campbell
Mr Jim Bergin
Ms Ruth Beadle
Mr Kevin Lewis
Mr Mark Dunne
Mr Patrick Curtain
Mr Claus Derenda
Ms Sarah Clarke
Dr Kathleen Moore Walsh

In attendance under the Code of Governance:

Ms Elaine Sheridan, Vice President for Corporate Affairs and Finance
Mr Cormac O’Toole, Vice President for Corporate Affairs

In attendance for Agenda Item 3

Dr Richard Hayes, Vice President for Strategy

In attendance for Agenda Item 5

Dr Patricia Mulcahy, Vice President for Development

In attendance for Agenda Item 7 & 8

Mr David Denieffe, Vice President for Academic Affairs
Dr Derek O’Byrne, Vice President for Academic Affairs and Registrar

Secretariat: Ms Annette Byrne

Item Title	
1.	<u>Chairperson’s Opening:</u>
1.1	<u>Welcome & approval of agenda</u> Prof Prendergast welcomed all to the 9 th SETU Governing Body meeting. Confirming the meeting was quorate he commenced the normal business.
1.2	<u>Invitation of Elected staff members</u> The Chairperson informed the Governing Body that staff elections have been conducted and new representatives elected, therefore those attending previously in an observing capacity would no longer be present. He outlined the successful candidates and then requested approval of same to invite the candidates to join the meeting as full members of the Governing Body. Ms Clarke, Mr Derenda, and Dr

	<p>Moore Walsh joined the meeting and provided brief self-introductions to the board. Governing Body members also provided brief introductions and welcomed the new members. The President congratulated all on their recent election success.</p> <p><u>Conflicts of Interest</u> NOTED The Chair declared a conflict of interest with item number 8 on the Agenda and indicated that he would step out of the meeting for that particular matter and Mr. Jim Bergin, Deputy Chairperson would chair this part of the meeting.</p> <p>1.3 <u>Approval of minutes: 6th September 2022</u> AGREED To approve the minutes of 6th September 2022 and to upload to the website.</p> <p>1.4 <u>Nomination of the Chairperson (EDI) Committee</u> NOTED The Chairperson referred to a memo circulated to the Governing Body seeking approval for the nomination of Ms Ruth Beadle as Chairperson of the Equality, Diversity and Inclusion Committee. Ms Beadle has indicated her willingness to act. Terms of Reference for this Committee are being developed with a view to presenting same at the Governing Body meeting in November.</p> <p>AGREED Approval of nomination as stated above. ACTION Development of draft Terms of Reference for EDI Committee.</p> <p>1.5 <u>Finance & Capital Investments Committee Terms of Reference</u> NOTED The Chairperson referred to draft Terms of Reference as circulated indicating that Governing Body approval of same is required. He invited members to comment further welcoming suggestions or improvements and also expressed the requirement to expand membership further with a view to commencing the business of the committee by the end of the calendar year. Mr Bergin suggested that it would be beneficial to secure a representative with an initiative-taking skillset proficient in navigating interactions with Government regarding funding/financial support. He also sought clarification on the relationship with Internal audit and crossover functions. Mr O’Toole outlined that a balance in workload would be determined in order to avoid duplication of functions. Ms Clarke recommended that fulfilment for membership of the committee would be conducted post completion of Governing Body staff elections process. The Chairperson welcomed the comments and input from all and requested approval of the terms of reference as presented.</p> <p>AGREED Approval of Terms of Reference for the Finance & Capital Investments Committee. ACTION Publish terms of Reference to the Governing Body webpage.</p> <p>1.6 <u>Matters arising (Action Log)</u> NOTED The Chairperson provided further updates regarding the Action Log noting items that have been progressed and therefore closed out. Attention was also noted with regards to open items which are currently in progress.</p> <p>ACTION Complete outstanding items in due course.</p>
2.	<p><u>President’s Section:</u></p> <p><u>Report from President</u> NOTED The President reported on a number of matters to the Governing Body as follows:</p> <ul style="list-style-type: none"> • Research: SETU’s recent success in securing funding through the Irish Research Council (IRC); 14 PhDs & one post-doctoral award, this being the first ever granted through the IRC. She expressed her congratulations to all involved; • Education: updated the Governing Body in relation to CAO intake indicating that TUs have achieved a good market share with SETU intake at approximately 6.4% of national applicants;

- Education: The President outlined details of an issue relating to Social Care programme accreditation with CORU (the regulator responsible for regulating health and social care professionals) assuring all that the matter is being attended to, liaising with the HEA and DFHERIS and committed to attaining a swift solution. The Governing Body will be kept updated as the matter evolves;
- Strategic Projects: Activity regarding the development of the Strategic plan was outlined;
- Strategic Capital Projects: An update was provided regarding correspondence received in relation to the PPP Buildings in Waterford and Carlow along with a brief update in relation to activities associated with the expansion in Wexford;
- Engagement: The President informed the Governing Body that she continues to conduct meetings with external industry and education partners and stakeholders and has participated on a number of panel discussions;
- There was some discussion regarding recent budget announcements pertaining to the reduction in student fees, funding allocation for HEI's and what this means in terms of the SETU annual budgets.

The Chairperson thanked the President for her report and opened the floor to comments, questions or advice. Ms Beadle in commending the successful CAO intake and strong performance in research, enquired as to what trends are and what the ambition is. The President replied that she now chairs the Research Committee and working on developing data on trends that will assist and support staff pre and post award stages and also enable a larger cohort of research students. Retrospective analysis on CAO data is also underway and reports will be furnished to the Governing Body in due course as well as conducting a body of work around establishment of the SETU branding targeting student intake for next and future years. Mr Lewis expressed concern regarding the CORU issue highlighted however he was reassured by the President who remains very close to the issue.

3. Strategic Plan:

NOTED Dr Hayes, VP for Strategy was welcomed to the meeting.

The President firstly acknowledged the vast amount of work being done including the development of appropriate governance structures and working groups which have been put in place.

Dr Hayes outlined timelines and indicated that the starting point in developing the strategic plan builds upon work already completed through the TU application process and takes into account HE policy landscape and regional priorities referring to the TURN report which expresses that TUs will represent a state change in the Irish HE system.

He continued by outlining SETU's vision highlighting "*transforming lives*" and striving for a transformation of the region. Dr Hayes drew the attention of the Governing Body to the Mission included in the presentation. Dr Hayes provided further detail regarding management of the planning process, the Steering Group chaired by the President, various working groups chaired by executive members and support from external partner Mazars who will advise and validate throughout the process. A consultation phase has commenced with engagements from staff and students, townhall sessions with external partners, formal engagement with staff and student union groups and a dedicated email address and website. In bringing his presentation to a conclusion Dr Hayes indicated that the consultation phase should reach completion by mid-November with a priority for the submission of a draft document in the first quarter of 2023 and an expectation of final sign off in late Spring.

The Chairperson thanked Dr Hayes for his comprehensive report and opened the floor for members contributions. Mr Bergin whilst supportive of the approach and direction for the development of the strategic plan encouraged a more condensed mission statement and suggested that an alignment phase is required with a specific piece of work on the transformation process. He also suggested that the mission statements as presented could be recategorised in line with key actions or enablers. In echoing

	<p>the sentiments expressed, Mr Lewis also supported the recategorisation of mission statements as strategic priorities stressing the need for these to remain. Ms Beadle in offering advice and support, encouraged the consideration of a “<i>burning platform</i>” and in doing so this will enable a public mission statement that SETU can be accountable for. Ms Clarke expressed concern regarding the timelines for engagement. The Chairperson thanked all for their contributions and suggested that the minute of this particular part of the meeting is shared with the Steering Group. Dr Hayes expressed his gratitude to all for the very helpful engagement and then left the meeting.</p> <p>ACTION: Minute to be sent to Steering Group.</p>
<p>4.</p> <p>4.1</p> <p>4.2</p>	<p><u>Corporate Administration:</u></p> <p><u>Company Resolution #1 (NutrAlgae)</u> NOTED Ms Sheridan outlined details regarding the above company referring the agreement required to enable the closure of the company.</p> <p>AGREED To approve the close down of NutrAlgae as requested.</p> <p><u>Delegation Resolution #2 (Legal Signatory)</u> NOTED Ms Sheridan outlined the need for seeking approval in relation to assigning the role of legal signatory (LSIGN) within the Funding & Tenders Portal and will be the sole SETU legal signatory for grant agreements, amendments and declarations of honour in Horizon 2020, Horizon Europe and Erasmus+ projects. She also highlighted that the President might revert in due course requesting further delegation of these functions within the university.</p> <p>AGREED To approve Delegation Resolution regarding SETU legal signatory in the European Commission Funding & Tenders Portal.</p> <p>To meeting took a short recess at this stage. Due to another commitment previously advised, Ms Beadle left the meeting at 5.15pm.</p>
<p>5.</p>	<p><u>Oversight Topic:</u></p> <p><u>International student recruitment and partnerships</u> NOTED Dr Mulcahy, VP for Development joined the meeting and presented the Governing Body with a comprehensive report in relation to international student recruitment and partnerships outlining the following;</p> <ul style="list-style-type: none"> • Global partnerships and international rankings; • Performance in Non-EU student recruitment – SETU has achieved 4% of market share in Ireland; similar to that achieved by NUI Maynooth indicating a strong portfolio however the ambition for SETU is to increase this result; • Breakdown of student nationalities and intake per postgraduate masters programmes; • Data relating to Erasmus activity which highlighted SETU had 268 incoming students in the academic year 2021/22; • EU university initiatives – successful proposal – EU Conexus, Horizon 20/20 Projects (26 in total); • Joint international colleges partnerships - NUIST & HNUAHE, Ghana ACCRA business school - responding to Governments Education in Ireland initiative and targets. <p>Dr Mulcahy outlined that many plans for targeting and increasing international student intake have been developed as part of pre-university designation activities and continue to work on models for global engagement and partnerships. The Chairperson thanked Dr Mulcahy for the very comprehensive overview and sought further information in relation to the use of income generated through international recruitment. Suggestions and comments in relation to the discussion were offered by other Governing Body members including targeting Erasmus exchange programmes, the US market, opportunities resulting from Brexit, and plans for setting future targets that will ensure a presence of</p>

	<p>non-EU students on as many SETU programmes as possible. The Chairperson thanked Dr Mulcahy and she left the meeting.</p>
6.	<p><u>Subsidiary Companies:</u></p> <p>NOTED Ms Sheridan provided an update and overview of all SETU subsidiary companies in accordance with the documentation circulated. It was suggested that it would be appropriate to conduct a review of governance and board composition for all companies.</p> <p>AGREED Approval from the Governing Body for the Executive to proceed in carrying out a review as suggested to enable a specific proposal or recommendation.</p>
7.	<p><u>Academic Affairs:</u></p> <p>7.1 <u>Minutes of Academic Council of 13.9.2022</u> NOTED Academic Council (draft) minutes for 13 September 2022. The President highlighted some matters as follows;</p> <ul style="list-style-type: none"> • Ongoing work to create a more unified Graduate Studies Code of Practice; • Annual Workplan for Academic Council underway; • Dates for upcoming Conferring ceremonies for all level 8 programmes on both the Carlow and Waterford Campuses, extending an invitation to Governing Body members to attend. <p>7.2 <u>SETU SU Interim Agreement</u> NOTED Dr O’Byrne and Mr Denieffe joined the meeting at this point. Mr Denieffe commenced by providing context in relation to existing funding arrangements to Students Unions in Carlow and Waterford, post designation work carried out in this regard and the establishment of a Student Finance Committee for the interim period of one year whilst undergoing a constitutional referendum during the academic term of 2022/23 to amalgamate as one operational Students’ Union.</p> <p>AGREED Approval of the SETU SU Interim agreement as presented.</p> <p>7.3 <u>Membership of Academic Council Working Group</u> NOTED Dr O’Byrne outlined a proposal for membership of the Academic Council Design working group comprising of internal and external members. Appropriate justification of proposed individuals was provided and in doing so a request to approve same in order to initiate the work of the group in line with projected deliverable timeframe was placed before the Governing Body.</p> <p>AGREED Approval of Membership of Academic Council working group as presented. The Chairperson thanked Dr O’Byrne and Mr Denieffe for their presentations.</p> <p>NOTED Mr Bergin left the meeting at this stage (6pm).</p>
8.	<p><u>Conferring of Awards Policy:</u></p> <p>NOTED Dr O’Byrne and Mr Denieffe remained present for this item. As previously highlighted the Chairperson declared a conflict of interest in regard to this particular item and as the Deputy Chairperson was no longer present the Governing body agreed to proceed with Mr Lewis chairing this item. Prof Prendergast exited the meeting at 6.04pm. Dr O’Byrne briefly outlined a policy on graduation processes, appropriate formalities and legal structures. In doing so he recommended that the Governing Body should appoint a Chancellor, it being a ceremonial role and that this is bestowed to the Chairperson of the Governing Body for the upcoming graduation ceremonies in early November. The members discussed the proposal and the provisions included therein.</p> <p>AGREED To accept the recommendation as outlined above.</p>

	Mr Lewis thanked Dr O'Byrne and Mr Denieffe and they left the meeting. The Chairperson rejoined the meeting at 6.13pm.
9.	<p><u>AOB:</u></p> <p>NOTED Defer Audit & Risk Committee nominations to the next meeting.</p> <p>NOTED Acknowledged correspondence received from TUI in relation to the Code of Conduct for Staff. In referring to this correspondence, the Chairperson echoed the sentiment of good relations expressed within however clarified that the policy prevails in the university as Governing Body approval has been granted. It was highlighted by Mr Derenda that the approval for this policy was somewhat untimely accepting that this was not the intention, and therefore suggested if it would be possible to revisit this particular matter with willing engagement from the TUI. The Chairperson welcomed this suggestion.</p> <p>NOTED Mr Dunne brought the following matter to the attention of the Governing body; instruction from the Union of Student in Ireland (USI) to conduct a nationwide student walkout on Thursday 13 October for the purpose of highlighting the student accommodation shortage crisis. He confirmed that this protest is not SETU. The President acknowledged that the matter has been brought to her attention and expressed the importance of providing advance notice to all SETU staff in particular academic staff of this short interruption. She also indicated that there should be no penalization for students who may participate or not and expressed her gratitude to Mr Dunne for informing the Governing body.</p> <p>In concluding the meeting, the Chairperson indicated that the next two meetings would more than likely be conducted in person. He also reminded all of the official launch of SETU taking place on October 24.</p> <p>There being no other business to attend to, the Chairperson thanked all, apologised for the time overrun and closed the meeting at 6.20pm.</p>

Signed: _____



Date: 8 November 2022