

Minutes of the meeting of the Governing Body of Cork Institute of Technology held on Thursday 3 October 2019 in the Council Room, 2nd Floor, Administration Building at 3.00 pm.

Present:

- Mr Bob Savage (Chair)
- Dr Barry O'Connor
- Mr Aaron Buckley
- Ms Mary Cooney
- Ms Emelie Fitzgibbon
- Ms Mary Hegarty
- Mr John Higgins
- Capt Dave Hopkins
- Mr Declan O'Leary
- Ms Aisling O'Mahony
- Mr Cilian Ó Súilleabháin
- Ms Ann Piggott

Apologies:

Mr Bernard Allen, Mr Eoin Deane, Ms Maura Fitzgibbon, Cllr Michael Hegarty, Mr Denis Leamy, Cllr Patrick Gerard Murphy, Ms Katherine Walshe and Dr Áine Ní Shé.

In Attendance:

Dr Orla Flynn, Mr Paul Gallagher and Ms Geraldine Faherty, Recording Secretary.

The Chairman commenced the meeting by welcoming everyone to the first meeting of the new academic year and conveyed his thanks to all for attending despite the weather.

On behalf of the Governing Body, the Chairman extended sympathies to:

1. Mary Aherne, Assistant Staff Officer, CIT Cork School of Music on the death of her mother.
2. To the family of the late George O'Sullivan, retired staff member, School of Business.
3. To the family of the late Craig Murphy, Student, Centre of Craft Studies.
4. To the family of the late Jack Downey, Student, Department of Accounting & Information Systems.
5. John Higgins, Governor, on the death of his father.
6. Douglas Deane, General Manager, Student Services Company Ltd on the death of his father.
7. To the family of the late Philip Mealy, retired staff member, Centre of Craft Studies.
8. Margaret Radley, Student Services Company Ltd on the death of her sister.
9. Carol O'Shea, Buildings & Estates on the death of her brother.
10. Peadar Donohoe, Lecturer, CIT Cork School of Music on the death of his mother.

11. Michael Healy, Lecturer, Department of Biological Sciences on the death of his father.
12. Liam Good, Technical Assistant, Department of Mechanical, Biomedical & Manufacturing Engineering on the death of his father.
13. Carmel O'Regan, Assistant Staff Officer, Examinations Office on the death of her mother.
14. David Wright, Technical Officer, Department of Process, Energy & Transport Engineering on the death of his father.
15. Dr Ann Toebes, Registrar's Office and Department of Process, Energy & Transport Engineering on the death of her father.

The Chairman asked the meeting to stand for one minute's silence.

1. Minutes of the previous meeting held on Thursday 4 July 2019 (GB/A1910.1).

The minutes of the previous meeting held on Thursday 4 July 2019 were circulated with the Agenda and were approved and signed subject to the following amendment to the last sentence of the 2nd paragraph at the top of page 16:

"Mr Ó Súilleabháin added that the Safety Committee had done considerable work in relation to Risk Assessment and was now addressing safety audits: this was a big step forward in terms of Health & Safety".

There was agreement that the tabled items would be dealt with as they arose.

Matters Arising

Ms Cooney referred to discussion in relation to the IR Specialist post on page 7 of the minutes, stating that she understood from the Finance Sub-Committee Meeting that this post was to be a short-term contract. However, the draft minutes stated that this appointment would be a continuous resource in the HR Office. Mr Gallagher confirmed that there was recognition that the post was required on a long-term basis but separating this from the recruitment which may be short-term, the expectation was for the post to continue.

Ms Cooney referred to the IRAM Summary Report mentioned on page 13 of 18, stating that there was a suggestion that this summary report was to be circulated to all Governors. Mr Gallagher agreed to circulating this to Governors with the documentation for the next Governing Body meeting on 7 November.

ACTION: The IRAM Summary Report to be included in the documentation being circulated to Governors for their meeting on 7 November.

Addendum:

Update on Addendum 1 (GB/A 1910.1.2).

The President gave the following update in terms of the Addendum:

- Item No. 1 (Page 3): The President stated that a process for redeployment of staff available within the sector currently exists. Mr Ó Súilleabháin stated that this was raised as a positive action to assist in alleviating finances at IT Tralee and if there was capacity in CIT. It would also demonstrate “acting as one”. The President referred to the MTU working group set up to address initial issues in IT Tralee, stating that this could be referred to this group.
- Item No. 2 (Page 4): The President confirmed that work was ongoing in relation to the Deloitte Summary.
- Item No. 3 (Page 6): The President confirmed that he had sent a letter to Mr O’Sullivan conveying Governors’ best wishes on his retirement and that Mr O’Sullivan had sent an email of thanks on 30 July. He also wished to convey his appreciation and thanks to Governors and wished them and all at CIT the very best for the coming years.
- Item No. 4 (Page 13): In relation to circular 28/2016, Mr O’Leary had sought clarity in relation to whether this circular was new, if there were any additional costs to the Institute in terms of its implementation and how were these costs going to be financed. Mr Gallagher confirmed that there were no additional costs. The circular related to research pensions and the Institute has for a number of years taken a 20% deduction from all research funding to contribute towards this cost.
- Item No. 5 (Page 13): The Vice President for Finance & Administration to give an overview on the Financial Performance Dashboard under item 7.2.
- Item No. 6 (Page 15): The President confirmed that it is Institute policy that all new staff must be Garda Vetted. However, there is a disagreement between the Institute and the Garda Vetting Bureau at present as they are refusing to process Garda Vetting for anyone unless they are fully engaged one to one with a minor. The Institute have taken legal advice on this and it has been sent to the Garda Vetting Bureau. Governors agreed that there appears to be uneven practices here which were being narrowly interpreted by the Garda Vetting Bureau. Mr Gallagher confirmed that the Institute have written to the Garda Vetting Bureau and requested them to give the Institute their interpretation of the Act and have also requested a warranty that they will accept responsibility if anything were to happen where they have decided not to Garda vet. Governors recorded their concerns in relation to this and were in agreement that this was not CIT’s negligence. An update in relation to numbers vetted/not vetted will be given at the Audit & Risk Sub-Committee Meeting next week.
- Item No. 7: The President confirmed that Mr Coughlan attended the MTU Sub-Committee meeting on 12 September 2019.

Item No. 8: Ongoing and to remain as a standing item on the Addendum.

2. Minutes of the Special Governing Body Meeting held on Thursday 9 August 2019 (GB/A1910.2.1).

The minutes of the special meeting held on Thursday 9 August 2019 were circulated with the Agenda and were approved and signed subject to the following change being made throughout the minute:

The reference to the *Joint Governing Body MTU Sub-Committee* to be replaced with *Joint meeting of the respective MTU Sub-Committees*.

Matters Arising

The President referred to the Addendum from this meeting which was tabled at today's meeting.

Mr Ó Súilleabháin referred to the Governors' request for a copy of the Deloitte Audit Report stating that it was disappointing not to have received a copy of what was circulated to the MTU Sub-Committee. However, he had now received this through an FOI request to the HEA.

The President confirmed that IT Tralee have now setup their own Governing Body MTU Sub-Committee and that the first joint meeting of the IT Tralee and CIT MTU Sub-Committees will take place on 16 October at IT Tralee. Details to be circulated to Sub-Committee members next week.

In relation to Landscape Funding, the President confirmed that there is no allocation as yet. He informed Governors that both institutions attended a meeting in relation to their submission on 25 September but there was no outcome yet. The HEA do not have their allocation yet and cannot make an allocation until this is known.

The Chairman and President agreed to discuss the request from Mr O'Leary in relation to a copy of the IT Tralee Management Accounts under item 6.

The President to revert in relation to the Terms of Reference (ToR) of the joint meeting of the respective MTU Sub-Committees.

ACTION: The President to revert with the draft ToR for the joint meetings of the respective MTU Sub-Committees.

3. Staff Appointments Sub-Committee:

3.1 Minutes of the Staff Appointments Sub-Committee Meeting held on Friday 19 July 2019 (GB/A 1910.3.1).

Governors noted the minutes of the Staff Appointments Sub-Committee meeting held on Friday 19 July 2019 which were circulated with the Agenda.

3.2 Minutes of the Staff Appointments Sub-Committee Meeting held on Tuesday 17 September 2019 (GB/A 1910.3.2).

Governors noted the minutes of the Staff Appointments Sub-Committee meeting held on Tuesday 17 September 2019 which were circulated with the Agenda.

4. Correspondence

4.1 Letter dated 28 August 2019 from Mr Paul O'Toole, Chief Executive, Higher Education Authority re: the extension of the President's contract up to 31 August 2020.

Governors noted the letter from the Chief Executive of the HEA, confirming the extension of the President's contract up to 31 August 2020.

The Chairman referred to agenda item 4.2 which was tabled at today's meeting, as this item referred to MTU and in the interest of the flow of the meeting, Governors agreed that this would be discussed under agenda item 6.

5. President's Report (GB/A1910.5).

The Chairman invited the President to discuss his report.

The President's Report was circulated with the Agenda. The President highlighted the following noteworthy items that took place over the summer months from his report:

Item 1.20: The President referred to the welcome reception for International Students, stating that there were over 300 students on campus since September with the largest cohort from India. These students were studying the MSc in Cybersecurity, the MSc in Artificial Intelligence and the MSc in Data Science and Analytics. Huge credit to the International Office, the Department of Computer Science and the Department of Mathematics.

Item 1.26: The President referred to the Careers Fair that took place recently, stating that there is huge demand for our graduates which was very evident by the number of companies attending on the day.

Items 2.2, 2.3 and 2.4: The President highlighted the number of meetings with the DES over the summer months.

Item 2.12: The President informed Governors that he attended a British Irish Chamber Seminar in Dublin recently where the guest speaker for this event was Mr Andrew McDowell, Vice President, European Investment Bank (EIB). Mr McDowell will be in Cork in October and the President has invited him to CIT to discuss further the possible investment plans in terms of infrastructure development between MTU and the EIB provided it will be possible to borrow in the future.

Governors greatly welcomed this interaction.

- Item 2.15: The President referred to the annual meeting with the Marine Survey Office last week stating that there was a positive result from this meeting.
- Item 3.23: The President referred to his meeting with the Tánaiste on 16 September, stating that he had also requested a meeting with Mr M Martin to also update him in relation to MTU.
- Item 4.3: The President referred to the tremendous win by the Cork Under 20 Footballers in the All-Ireland Final and the huge input from CIT in terms of the team and the management. Well done to all involved.
- Item 4.4: The President drew Governors' attention to the great result by the Irish Team at the WorldSkills Olympics in Kazan, Russia recently. Well done to all involved from the Centre of Craft Studies.
- Item 4.6: The President referred to the tremendous win by the StrydeTech Team at the Global Student Innovation Challenge in Australia. Well done to all involved.
- Item 4.9: The President referred to the first-year student on the BEng (Hons) in Chemical & Biopharmaceutical Engineering who was recently awarded the Naughton Scholarship. It was his understanding that CIT are the first Institute of Technology to have a recipient of this award.
- Item 5.1 The President congratulated Dr Michael D. Murphy on being awarded a Fulbright Scholarship to the University of Colorado.

In relation to item 4.8, Ms Fitzgibbon wished to highlight the performance of the CIT CCAD students at the prestigious Bauhaus 100 celebrations, it was a great achievement and very exciting for CIT.

Whilst congratulating the President and all involved in relation to great achievements of students and staff over the summer months, Mr O'Leary referred to the lost opportunities in terms of Marketing. He asked if there was a possibility for opportunities like these to be used as a case study for graduate marketing students in order to get these good news stories into the public domain.

Mr Ó Súilleabháin referred to the cut to the marketing budget this year and the lack of proper investment being made in this area. He asked that consideration be also given to internal marketing, there are good news items happening which students and staff would not aware of.

Mr Buckley stated that Marketing needs proper investment, not just students doing something as a project.

Both the President and Mr Gallagher confirmed that the Executive have taken on board Governors' comments in terms of Marketing, this is currently being looked at and it is one of the priorities for the current academic year.

The Chairman agreed that action must be taken. He asked the President to discuss these cohesive newsworthy items with the Head of Faculty of Business & Humanities and the Executive in terms of improving our communications/social media from an immediate and long-term point of view and to report to the next Governing Body meeting or in December at the latest on the outcome. He also asked Mr Gallagher to review the Marketing budget in terms of leverage.

ACTION: The President to discuss with the Head of Faculty of Business & Humanities and the Executive in relation to the opportunities in terms of getting these and other newsworthy items into the public domain. The President to report to the next Governing Body meeting or in December at the latest on the outcome

ACTION: Mr Gallagher to review the Marketing budget in terms of leverage.

Ms Cooney referred to item 1.10, stating that there was a big turnout at the recent Teaching & Learning Unconscious Bias training. She would like to see this being rolled out and operational especially in terms of the recruitment processes and that those involved in recruitment processes have undergone this training.

In relation to meetings for year, the Chairman stated that subject to the approval of Governors, there will be no meetings held off site at Constituent Colleges unless required. There will be no presentation from Heads of Faculty/Heads of School but there will be updates given during the year.

In relation to the documentation and taking the next step in moving towards an online platform, the Chairman stated that this was currently being looked at in terms of the online tools that are available, most likely with a Windows platform instead of an IOS platform. Some Governors were already familiar with Decision Time for sub-committee meetings and with this in mind, the Chair proposed that Decision Time would be used to prepare the documentation for the next Governing Body meeting on 7 November. The final pack will be downloaded, and this will be circulated to Governors as per the example copy circulated at the meeting. He asked Governors to consider this as another step in streamlining and he would seek their comments before closing the meeting this evening.

6. Governing Body MTU Sub-Committee (GB/A1910.6).

As Mr Allen was an apology for the meeting, the Chairman invited Mr O'Leary as member of the MTU Sub-Committee to take this item.

6.1 Signed Minutes of the MTU Sub-Committee Meeting held on Friday 21 June 2019 (GB/A1910.6.1).

Mr O'Leary referred to the Signed Minutes of the GB MTU Sub-Committee meeting held on 21 June 2019 which had been considered at the 4 July Governing Body meeting and sought Governing Body approval of these.

Governing Body APPROVED the Minutes as presented.

6.2 Draft Minutes of the MTU Sub-Committee Meeting held on Thursday 12 September 2019 (GB/A1910.6.2).

As Mr O'Leary was an apology for the meeting held on 12 September, the Chairman asked the President to discuss the draft minutes with Governors.

The President referred to the discussion on page 1 of the draft minutes re: the appointment of external consultants to assist with the MTU application, this was as a result of the ongoing

discussions with the DES. They were of the view that external resources were required to bring the project to a successful conclusion.

BH Consultants consists of Prof Ellen Hazelkorn, former DIT, Higher Education Research Unit and Mr Tom Boland, former Chief Executive of the HEA. Both are highly respected in higher education and have a strong interface with the DES. Our application ultimately lies with the DES, they will adjudicate on what is submitted.

BH Consultants are now looking at what tasks must be completed to get this project over the line by the end of Quarter 1 2020. This was the reason behind procuring these two consultants.

Mr Boland and Prof Hazelkorn attended the GB MTU Sub-Committee meeting on 12 September and outlined what their role would be. Since this meeting, they have met with various stakeholders in both institutions. They are looking at where the gaps are in the panel report and how these can be completed.

Governors had a lengthy discussion in relation to the appointment of BH Consultants and whilst they understood that their appointment may have been necessary and possibly beyond the Consortium's control, they raised concerns in terms of Governance with particular emphasis on the procurement process and the possible exposure that might result if there were to be any breaches to this process even though it would not be the fault of either Institute.

The President stated that there was a lot happening behind the scenes and while he was aware that this was unusual, there were limited choices in relation to procurement implications. He confirmed that he understood that BH Consultants will be subject to a procurement exception and that this was being discussed with the DES at present. BH Consultants are possibly unique in terms of what is available in the Irish landscape.

Mr Gallagher confirmed that BH Consultants are to be deemed sole suppliers and that the DES will provide the backup support in relation to this designation. The matter of procurement to be discussed further at the Finance Sub-Committee Meeting on Monday next provided the documentation is received from the DES.

There was no contract signed but it was important to mindful that the DES were making this recommendation to the Consortium. The DES recommended that additional resources be brought in to support the project.

Mr Gallagher confirmed that the Project Directors were looking after the procurement process with assistance from himself and on that basis, there is clarity required. The Chairman asked Mr Gallagher to advise the Project Directors in terms of procurement with a view to legitimising the process whereby BH Consultants are appointed by exception.

ACTION: Mr Gallagher to provide an update and advise in relation to the procurement process of the external consultants.

The President gave an update in relation to Quality and Qualifications Ireland (QQI) support of MTU Consortium stating that in relation to the recent recommendation by HEA that CIT and IT Tralee should both undergo their respective Institutional Reviews ahead of engaging further with the MTU application process, QQI have firmly endorsed their previously agreed position that they intend to await the Minister's decision on designation and, in the case of a positive designation, to schedule a review to commence 18 months after the establishment of the new university.

Both institutions are operating academic quality assurance in-line with national and international standards. The endorsement is in no small way a testament to the hard work and professionalism and on-going positive engagement between both Institutions and the QQI.

The President also confirmed that relationships have improved considerably with IT Tralee, there is a lot more engagement and exchanges between personnel which is the basis for a good foundation and way forward. The Chairman concurred stating that there had been permutations of Presidents since the commencement of this process and he wished to acknowledge that he has observed good relationships between the Presidents and the Project Directors, it was a good basis for moving forward.

In relation to the newspaper article re: funding of €5m for IT Tralee, the President stated that colleagues in IT Tralee were not aware of this. Mr Gallagher confirmed that it was our understanding that the DES have engaged with IT Tralee in relation to a sustainability plan being prepared for them. In terms of the letter from the Minister, he stated that CIT were pleased to note the second last paragraph which stated that the sustainability plan is being prepared, CIT will be involved in the working group that will be established and that MTU will not be left with any financial legacy.

4.2 Letter dated 30 September 2019 from Mr Joe McHugh TD, Minister for Education & Skills re: the MTU Consortium Application (GB/A 1910.4.2 Tabled).

The President referred to recent correspondence from the Minister for Education & Skills re: the MTU Consortium Application which was circulated to Governors by email and tabled for today's meeting. He stated that a substantial response was sent to the Minister on 20 August where there was evidence to rebut. He stated that huge work had been done by colleagues in relation to item 5.2/5.3 - academic criteria and he was assured that this has been dealt with.

He discussed the major areas requiring work, stating that the DES have taken comfort in relation to how the Governing Bodies in both Institutes are both proactive and committed to getting this project over the line and he referred to page 2 of the letter which was mainly relating to the Joint Governing Body Steering Committee and how this will function.

In terms of item 2 on page 2 of the letter, the DES are looking for a detailed process of engagement with all stakeholders. The President stated that institutional reviews are usually evidence based and while there have been many meetings over the last number of years, these were not documented and submitted as evidence to the International Panel. The focus was on the output rather than on evidence based. TU Dublin had evidence-based records of all their meetings in the run up to becoming a TU and were able to present this to the International Panel.

In referring to item 1 on page 2, the President stated that another area requiring work related to the DES wanting a more specific profile statement for MTU to include the identification of the benefits of the new institution's role in the region or development in the region. He referred to the Technological University Research Network (TURN) Report stating that the Report is expected to be published in the coming weeks, this again will be of importance in terms of the additional funding strands being made available. The DES want to know that MTU have a plan and that it relates to the broader national context as well as development in the region, that there is an objective for creating MTU.

A discussion took place in relation to the establishment of the Joint Governing Body Steering Group (item 3.2 on page 2 of the letter). The Chairman stated that CIT has an MTU Sub-Committee established, the Governing Body in IT Tralee have agreed to follow our model and these two groups will come together with a view to securing significant progress. It is necessary to work together, “acting as one” and this Joint Governing Body Steering Committee will create a visible sense of oneness between the Governors of both institutions. Information will flow through the Joint Governing Body Steering Committee to both Governing Bodies, however, it was important to be mindful not to undermine the role of the Presidents, they are the Executive Officers.

Governors agreed that this Joint Governing Body Steering Committee be setup. They further agreed that CIT’s MTU Sub-Committee will meet separately as well as meeting jointly with IT Tralee’s MTU Sub-Committee.

In relation to the fees for BH Consultants, Mr Gallagher confirmed that the parameters of remuneration have not been agreed but that there has been a proposal from BH Consultants, negotiations are ongoing. A lot was dependant on the Minister’s letter and the timing of this.

In relation to the working groups, Dr Flynn stated that it was originally anticipated that there would be joint working groups setup to drive a lot of the work. This did not materialise at that time however, she indicated that there was a meeting being held in IT Tralee the next day in relation to setting these up now. These working groups of staff from the Research area in both institutions and who will work with a united plan and will be able to talk to the panel on the trajectory.

The Chairman referred to the two-monthly updates to the Minister, stating that this will be presented at our Governing Body for discussion before being sent to the Minister. He requested that an update on the shape of this response should be presented to Governors on 7 November. The President to extend an invite to both Project Directors and possibly the President of IT Tralee to attend the Governing Body Meeting to discuss what progress has been made.

ACTION: The Chairman requested an update re: the shape of the response is taking in relation to the two-monthly updates to the Minister to be presented to Governors on 7 November. The President to invite both Project Directors and possibly the President of IT Tralee to attend the Governing Body Meeting to discuss what progress has been made.

In relation to investment for CIT, both the President and Mr Gallagher stated that CIT are aware of the demographics for the coming years, in order to meet this demand, investment is required and the DES and the HEA are fully aware of this. Governors also noted the potential meeting with the European Investment Bank and the framework for borrowing. This could be a very important meeting and they welcomed it even though they were cognisant of the fact that there were no guarantees of access to a borrowing framework by becoming a TU.

Governors wished to acknowledge the huge workloads of all staff in relation to MTU and conveyed their appreciation on this.

The President referred to the Governing Body approval of the application to extend the lifetime of the current Academic Council term of office to 31 December 2020 or to the date of the final dissolution of Council, whichever was sooner. He reminded Governors that this had been approved at the Governing Body Meeting on 7 February 2019 and at that time both the President and Registrar had agreed to revert to Governors once the outcome of the MTU application was known.

Governors discussed the delay to the outcome of the application to Q1 2020 and agreed that it was essential that there would be continuity in the work of Academic Council in 2020 now more than ever. They agreed that the extension to 31 December 2020 remain in place.

7. Report from the Vice President for Finance and Administration:

7.1 Human Resources Report was circulated with the Agenda (GB/A1907.6.1).

The Chairman invited Mr Gallagher to discuss his report.

Mr Gallagher referred to the 6 tabled selection board reports and the 9 progressions as presented and discussed each item requiring approval. He requested Governors' approval for the tabled selection board reports and the progressions as presented.

Governors AGREED to all approvals as presented.

In relation to the Grade III interviews, Mr Ó Súilleabháin queried why these posts could not be filled on a permanent whole-time basis. Mr Gallagher stated that at present there is quite a bit of change within the administrative structures and looking towards MTU it was agreed to offer on a 12 months basis, however, in normal course of events panels would be established for permanent jobs. There is a lot of work to be done for these posts and consideration is being given to using an agency for short-term contracts.

Mr Gallagher also drew Governors' attention to the 37 appointments made, stating that there was a lot of manpower and person planning being done. He confirmed that the HEA had sent a draft Employment Control Framework (ECF) target to the Institute for December 2019 with the expectation that a final allocation will be received in the coming weeks.

In relation to items for noting, Mr Gallagher referred to item 2.6 - Redeployment, stating that as a result of the Researcher Career Framework, it was possible to redeploy two staff members from a research centre to academic departments due to work in their area becoming redundant. This would not have been possible without the framework being in place.

In relation to the 9 resignations, Governors noted that there were trends coming through in the report and suggested that a summary report could be included in order to give context to these trends.

The Chairman stated that it would be remiss of him not mention that 43 interviews which took place in the set of selection board reports presented. He wished to convey his thanks and the thanks of Governors to Ms Hegarty in relation to this tremendous work.

7.2 CIT Financial Performance Dashboard – Summer 2019:

The Chairman invited Mr Gallagher to take this item.

Prior to Mr Gallagher's briefing, Mr Ó Súilleabháin reminded Governors that his query related to the income and expenditure figures not reflecting the numbers from the Programmes & Budgets document.

Mr Gallagher confirmed that the figures do align with the Programmes & Budgets and that the difference was €5.7m which related to depreciation.

Mr Gallagher stated that the Dashboard is possibly very financially focused, and his office were looking at developing dashboards for other areas in the Institute which could be incorporated into this.

Mr O'Leary stated that the Dashboard was wider than a financial document, it was a mix of financial and the connectivity of what this means, and it gave an excellent overview.

7.3 Financial Statements for year ended 31 August 2018

Mr Gallagher referred to the consolidated Financial Statements for the year ended 31 August 2018 which were tabled for Governing Body approval at today's meeting.

He stated that these financial statements have been presented in draft format on two previous occasions and confirmed that the only change is in relation to pensions which was an outstanding item with the C&AG and requested Governing Body approval.

Governors APPROVED the consolidated Financial Statements for the year ended 31 August 2018 as presented.

8. Report from the Vice President for External Affairs:

8.1 Report on Research, Innovation and Enterprise, Engagement, Alumni and Internationalisation (GB/A1910.8.1).

The Chairman invited Dr Flynn to discuss her report.

Dr Flynn referred to the Student Entrepreneurship update as circulated in her report, stating that Student Inc 2019 took place over the summer months with a total of 30 students participating from CIT, UCC and IT Tralee. The programme, delivered in CIT since 2011, has been expanded across the region through HEA funding under the Innovation and Transformation Fund. The programme culminated with a Showcase at Páirc Uí Chaoimh on 30 August.

Dr Flynn sought approval for the Institute's new IP (Intellectual Property) Policy stating that this came about as a result of a review by the HEA in 2018. Resulting from this and the new National IP Protocol, the Institute was obliged to update its policy to bring it in line. This new policy is an amalgamation of the CIT IP Policy & Spinout Policy.

She referred Governors to the associated communication from the HEA for their information.

In terms of the differences from the old to new policy, Dr Flynn listed them as follows:

- Amalgamation of the Spinout Policy (2018) with IP Policy 2011
- Includes review dates and a new paragraph on policy Review (2.1)
- Refers to the new 2019 National IP Protocol throughout the document
- Reference to "Originator" changed to "Creator" throughout the document to reflect policies in other institutions

- Specific dispute resolution clause included for IP decisions (this clause already existed for the Spinout Company process)
- Removal of reference to IP Committee, initial IP decisions and sign off now made by Innovation & Enterprise Manager (in line with partners in Bridge Consortium). These decisions are low risk and require significant engagement with creators, consultants and patent agents and speedy decisions thereafter. The Spinout Company Committee remains as this is a much more significant decision for the Institute.
- Income distribution table included for income from sale of equity (this is the same as the existing table for income distributed from IP)
- A detailed section on Conflict of Interest is included and reference to CIT's Policy on Conflict of Interest and External Work
- In the interest of keeping the page numbers down appendices on lab Notebooks, the Innovation Disclosure Form and the Spinout Company Application forms were removed, as all of these are available from the I & E Office and may change from time to time.
- A reference to signing authority for IP Management is included and link to signing authority document.

In response to a query in relation to the percentage of equity taken by CIT from a spin-out, Dr Flynn confirmed that while each potential spin-out was subject to individual negotiation, in the past we have typically taken a 10% equity stake.

Governors APPROVED the new policy as presented. Mr O'Leary complimented all involved stating that the policy gives a very robust framework.

Dr Flynn informed Governors that Researchers Week which will take place in November stating that there are plans to hold seminars on IP and there may be a forum for discussing this during Researchers Week.

8.2 Equality, Diversity & Inclusion (GB/A 1910.8.2) and

8.3 Draft Terms of Reference for the Equality, Diversity & Inclusion (EDI) Sub-Committee of Governing Body (GB/A1910.8.3).

Dr Flynn reminded Governors of the Institute's application for the Athena Swan Bronze Award last year and in this submission, there was a Gender Action Plan which included actions for Governing Body. As Governors recall, the Institute was successful in its application and will receive the Bronze Award later this month.

One of the actions is to setup an EDI Sub-Committee of Governing Body and the second action would be reviews to be carried out by this committee.

Dr Flynn asked Governors to commit to establishing such a Sub-Committee.

Governors AGREED in principle to the establishment of an EDI Sub-Committee.

Dr Flynn further referenced the recent HEA announcement that over the next three years, 45 female-only senior leadership positions will be made available across higher education in Ireland – this is the Senior Academic Leadership Initiative (SALI), to be filled at Professor level in the Universities, and at SL3 level in the Institutes of Technology/Technological Universities. Fifteen posts have been allocated in 2019 on a competitive basis across all HEIs. Each HEI must make its case for a post which

will be reviewed, and recommendations made by the HEA. If CIT is allocated a SALI post, this can then be advertised and filled.

One item to be reported as part of the SALI application process is how much progress has been made against our own Gender Action Plan since the HEA Gender Report was published in 2016, and against the subsequent Gender Action Plan (2018 – 2020).

Mr Ó Súilleabháin referred to Dr Flynn's recent response to the newspaper article on CIT's travel spend and wished to commend Dr Flynn for her response in setting the record straight.

He also stated that it might be helpful for Governors if articles were forwarded to Governors for their information.

In relation to Athena Swan, Dr Flynn agreed to report on the Action Plan and any progress made for the next Governing Body on 7 November.

ACTION: Dr Flynn to report on the Athena Swan Action Plan and any progress made for the next Governing Body on 7 November.

9. Use of the Institute Seal (GB/A1910.9.1).

The President stated that this was in relation to the Institute Seal which was used on 5 July in relation to an access agreement between the Institute and AventaMed DAC.

Governors NOTED the usage of the Institute Seal on 5 July.

Before concluding, the Chairman referred to the proposed new layout for Governing Body documentation as circulated earlier in the meeting and sought Governors' agreement to use this new layout on a trial basis for the next meeting. Governors agreed to proceeding with this.

The meeting concluded at 6.10pm.

The Chairman thanked Governors for their attendance at today's meeting. The next ordinary meeting of the Governing Body will take place on Thursday 7 November 2019 commencing at 3.00pm in the Council Room, 2nd Floor, Administration Building.

Signed: _____

Date: _____

ADDENDUM 1

Requests from Governing Body at their meeting on 3 October 2019

No.	Minute Page No.	Request	Actioned by	Date Actioned
1.	2	The IRAM Summary Report to be included in the documentation being circulated to Governors ahead of their meeting on 7 November.	Mr Gallagher	31 October 2019
2.	3	The President to give an update in relation to the Executive submitting plans on the proposed activity to include the investment/re-organisation that will be required for each of the areas listed in the Deloitte Executive summary.	The President	Ongoing
3.	4	The President to revert with the draft ToR for the joint meetings of the respective MTU Sub-Committees.	The President	
4.	6	The President to discuss with the Head of Faculty of Business & Humanities and the Executive the opportunities in terms of getting these and other newsworthy items into the public domain.	The President	
5.	8	Mr Gallagher to provide an update and advise in relation to the procurement process of the external consultants.	Mr Gallagher	
6.	10	An update on what the shape the response is taking re: the two-monthly updates to the Minister to be presented to Governors on 7 November. The President to invite both Project Directors and possibly the President of IT Tralee to see what progress has been made.	The President	
7.	14	Dr Flynn to report on the Athena Swan Action Plan and any progress made for the next Governing Body on 7 November	Dr Flynn	
8.		Marketing to remain as a standing item on the Addendum.	The President	Ongoing