GB2006

Minutes of the meeting of the Governing Body of Cork Institute of Technology held on Thursday 4 June 2020 in the Council Room, 2nd Floor, Administration Building at 3.00 pm.

Present:	Mr Bob Savage (Chair)
	Dr Barry O'Connor
	Ms Maura Fitzgibbon
	Ms Mary Hegarty
	Mr Pádraig Leahy
	Mr Diarmuid O'Connor
	Dr Cilian Ó Súilleabháin
By Video Link:	Mr Bernard Allen
	Cllr Colette Finn
	Mr John Higgins
	Mr Denis Leamy
	Mr Ray O'Connor
	Mr Declan O'Leary
	Ms Aisling O'Mahony
	Ms Ann Piggott
	Ms Norma Welch
In Attendance:	Mr Paul Gallagher and Ms Geraldine Faherty, Minute Taker
By Video Link:	Dr Áine Ní Shé and Mr Michael Loftus.

The Chairman commenced the meeting by welcoming Governors, those present in the Council Room and those by video link to today's Governing Body Meeting. He formally welcomed the two Students' Union appointees and wished them well in their year ahead.

Apologies were noted from Ms Mary Cooney, Mr Zack Nutchanat and Cllr Patrick Gerard Murphy.

Before proceeding with the Agenda, the Chairman referred to Conflict of Interest and the importance of declaring any conflict or perceived conflict of interest at the beginning of the meeting or should it arise during the meeting. Following on from this, the Chair asked the President and the Vice Presidents to remove themselves from the meeting while he discussed an important matter with Governors.

Term of Office of the President

The Chair informed Governors that the President's contract is due to end on 31 August 2020. As a result of the granting of the MTU application with the commencement date of 1 January 2021, a recruitment process will begin in relation to the appointment of the first President of MTU in the coming weeks. In the meantime, it was essential that CIT had a President on 1 September and on that basis the Chair proposed to write to the Chief Executive of the HEA to seek to extend the President's contract for a further four months up to 31 December 2020. He sought the approval of Governors on this proposed extension.

Governors unanimously agreed to the proposed extension and to the letter being sent to the HEA.

The Chairman confirmed that work had begun in relation to the recruitment of the first President of MTU and he hoped to be in a position to give an update at the July Governing Body Meeting.

The President and Vice Presidents were invited to re-join the meeting.

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

1. Ms Caroline O'Sullivan, Lecturer Pro-Rata, Department of Process, Energy & Transport Engineering on the death of her father.

2. Ms Deirdre Falvey, Staff Officer, Student Services on the death of her father-in-law.

3. Mr Joe Kehoe, Lecturer, Department of Construction on the death of his mother.

4. To the family of the late Denis Fitzgerald, Student, Centre of Craft Studies.

5. Mr Martin Boylan, Lecturer, Department of Architecture on the death of his father.

6. Mr Finbarr Sheehan, Lecturer, Department of Organisation & Professional Development on the death of his mother.

7. To the family of the late Dr Daithí Moore, Assistant Lecturer, Department of Mechanical, Biomedical & Manufacturing Engineering.

8. Dr Michael Healy, Lecturer, Department of Biological Sciences on the death of his mother.

9. Mr Paul Shanahan, Maritime Training Developer, Halpin Centre, National Maritime College on the death of his mother.

10. Mr Terry O'Rourke, Health & Safety Officer, Buildings & Estates on the death of his father.

11. Mr Tony McClure, Lecturer, CIT Crawford College of Art & Design on the death of his father.

12. Mr Sean O'Leary, Technical Officer, School of Mechanical, Electrical & Process Engineering on the death of his father.

13. Ms Maria Kavanagh, Lecturer, Department of Mechanical, Biomedical & Manufacturing Engineering on the death of her father.

The Chairman asked the meeting to pause and reflect for a moment.

1. Minutes of the previous meeting held on Thursday 21 May 2020

The minutes of the previous meeting held on Thursday 21 May 2020 were circulated with the Agenda and were approved and signed subject to the following amendment to the 2nd last paragraph on page 7:

"~~They~~ Nearly all Governors were of the view that MTU cannot be hindered or held back by the financial issues of one of its partners."

There was agreement that the Addendum would be discussed ahead of matters arising and that tabled items would be dealt with as they arose.

Addendum:

Update on Addendum 1

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

Item No. 1 (Page 2):	The President confirmed that the presentation was circulated to Governors on 25 May 2020.
Item No. 2 (Page 4):	Standing Orders to be discussed under Agenda item 5.
Item No. 3 (Page 8):	The President informed Governors that the Sustainability Plan is currently with the DES and that we await their response in relation to the sharing of this document with Governing Body.
Item No. 4	CAO 2019/20 intake to be an agenda item at the Strategic Development Sub-Committee meeting which will be held on 15 June 2020.
Item No. 5	The President referred to the tour of the classrooms in the 1974 Building which was due to take place prior to a Governing Body meeting, this would be scheduled at another date.

The President informed Governors that work was ongoing in relation to items 6 to 9 and that he would revert back to these at another date.

Matters Arising

Governors noted that there were no matters arising.

2. Correspondence

Governors noted that the correspondence received was MTU related and was therefore included under agenda item 4.

3. President's Report

The Chairman invited the President to discuss his report.

The President's Report was circulated with the Agenda. The President highlighted the huge amount of work undertaken as a result of Covid-19, referring to the Academic Council Executive meetings which took place several times per week in March and now on a weekly basis and to the two

Academic Council Meetings held remotely in April and May. These meetings were held to ensure that systems were put in place so that remote teaching, learning and assessments could be facilitated whilst safeguarding the academic integrity of the Institute's programmes and ensuring that structures were put in place to support our students.

He referred to the many awards and certification ceremonies that took place online since the Institute closed on 12 March, he commended all those involved in such events as it was important to give recognition to our students for their work in the clubs, societies and as alumni ambassadors throughout the year.

Before closing on his report, the President took the opportunity to highlight and thank all colleagues for their great work over the last few months, it has been a very busy time between the day to day work, Covid-19 and MTU. He conveyed his thanks to the Vice President for Finance & Administration and his team in Buildings & Estates and in IT Services; to Dr Gearóid Ó Súilleabháin and the team in the Department of Technology Enhanced Learning (TEL); Ms Marese Bermingham and the team in the Teaching and Learning Unit (TLU); and to the academic staff who so willingly engaged in the restructured format of online teaching, assessments, examinations and who are now correcting online and preparing for autumn repeat exams also. Huge effort and work had taken place and he was exceptionally grateful to everyone for this.

In relation to work placements and the risks going forward, the President confirmed that the Executive were currently looking at this requirement with plans being put in place for the new academic year.

A Governor referred to the public campaign against certain lecturers in the Institute causing reputational damage and the President confirmed that both himself and the Executive were aware of this and that every effort was being made to resolve the matter.

4. Munster Technological University (MTU)

The Chairman invited the President to discuss the correspondence received.

4.1 HEA Letter to Minister McHugh re: MTU application – 5 May 2020
4.2 HEA Memorandum re: MTU Review
4.3 DES Letter to MTU Consortium re: MTU Application – 26 May 2020
4.4 MTU Consortium response letter to DES – 26 May 2020
4.5 DES Letter to MTU Consortium re: Granting of application – 26 May 2020

The President commenced by referring to the submission of the response document by the MTU Consortium on 30 March and outlined the interaction/engagement that took place between the MTU Office and the HEA Executive from this date.

He confirmed that in early April, the HEA indicated that discussions had taken place with the International Advisory Panel in relation to operating the review process virtually and that materials had been forwarded to them. Subsequent to this, it was confirmed that the Consortium would not be speaking with the International Panel and that the HEA would conduct the process themselves.
He referred to the 6 questions laid out in the Minister's letter in September 2019 and confirmed that the panel were satisfied with the responses to questions 1, 2, 5 and 6. They sought further

clarifications on questions 3 and 4 and the President acknowledged that it was expected that these clarifications would have been dealt with at meetings if the scheduled panel visit had gone ahead.

Appendix 1 of the circulated material (page 54) outlined the schedule of meetings with the relevant stakeholders. These virtual meetings took place on 22, 23, 24 with a further meeting with the TUI on 27 April.

The President discussed page 52 of the documentation which summarised the HEA's views with regard to how the Consortium met the Minister's conditions as per his letter of 30 September 2019 and he discussed the caveat in relation to the TUI MoU.

The Consortium submitted detailed responses to all the queries/clarifications sought. The HEA Executive met with the HEA Board who then submitted their report and letter to the Minister for Education & Skills on 5 May outlining their satisfaction that the conditions have been met for designation of MTU as a Technological University.

On the afternoon of the 26 May, the Minister's office contacted the Consortium outlining his intention to grant the joint application for the establishment of a Technological University from 1 January 2021 (page 75 and 76 of the documentation). The Consortium's response was submitted and later that afternoon, the Minister formally notified the Consortium of his decision in accordance with Section 35(4)(d) of the 2018 Act to grant the application for designation as a Technological University.

The President referred to page 76 of the documentation where the Minister referred to "focus being maintained on stabilising the financial situation at IT Tralee in line with the sustainability plan". This was an extension of the Minister's undertaking in his letter in September 2019 "legacy debt would not hamper the development of MTU". He confirmed that the financial situation is a concern to CIT but the DES were dealing with this and it was important that there was engagement from CIT on its implementation, as was clearly signalled in the Minister's September letter.

Governors noted the circulated documentation and thanked the President for his detailed report. They congratulated the Chairman, the President and all involved in the team effort to achieve this historic success. It was not only important to the future development of CIT but to the development of the South West Region and the country.

A lengthy discussion took place in relation to the financial situation at IT Tralee, the impact of Covid-19 on funding for both institutions and the importance of being brought up to date on these matters. They requested a summary that would link back to the multiplicity of reports which were presented previously to Governors so that they could be brought up to date on the ongoing financial situation at IT Tralee. They requested that this include the current situation at IT Tralee, the effects of the loss of the moderator once merged, CIT's inability to fund the current infrastructural deficit and the current operating challenges facing both institutions in light of the global pandemic and how the pandemic will impact on student numbers.

Governors were of the view that it was critical that they had a clear understanding of the challenges facing MTU and well as being fully aware of the financial benefits of TU designation. They requested that the Vice President for Finance & Administration present this report to Governors in the first instance at the Governing Body MTU Sub-Committee and subsequently to a Governing Body meeting. The Vice President for Finance & Administration stated that the input of IT Tralee was critical and that it would be necessary to engage/consult with IT Tralee in relation its preparation. He also suggested that this should be an urgent agenda item for the Joint MTU Steering Group.

The Chairman agreed that if the report was not available for the Governing Body meeting on 2 July, he could convene a special meeting thereafter so that Governors could be briefed.

In relation to continued engagement with the TUI, the President informed Governors that there was a meeting with the TUI National Executive on Friday and a meeting with the WRC next week in order to move forward. The DES now recognise that some of the issues to be addressed must be dealt with at national level.

Governors also discussed the transition process ahead, what was required for day one and the importance of preparing for this now. The President confirmed that there will be no major changes to programme delivery for the first 12 months and gave a brief overview on the benefits of TU designation.

Governors agreed that the two Project Directors be invited to attend the next Governing Body meeting to give an update on the history and the next steps going forward.

It was noted that the GB MTU Sub-Committee will meet on 9 June and that a meeting of the Joint Governing Bodies MTU Steering Group will be scheduled as soon as possible thereafter.

The Vice President for External Affairs gave an update in relation to “MTU Brand”. He confirmed that a lot of work has been done in relation to the development of the MTU logo, common messaging and building a campaign around the slogan “better together”. He referred to Covid-19 and as a consequence of reductions in international students in higher education, the competition for domestic students has intensified thus putting greater emphasis on the CAO change of mind date of 1 July. With this in mind, the Institute has intensively engaged with these students and with their Guidance Counsellors through webinars, Q&A sessions and in advertising and promoting the message to “join CIT, graduate from MTU”. IT Tralee are undertaking a similar campaign. After 1 July, the work will focus on building the MTU Brand in time for the launch on 1 January 2021.

Governors thanked Mr Loftus was his informative update.

ACTION: Governing Body requested that the Vice President for Finance & Administration prepare an update on the financial situation at IT Tralee which should give a current understanding of the historic issues and context on these going forward. They also requested that this update include the impact of Covid-19 on both Institutions including the impact on student numbers and the financial benefits of becoming a TU.

ACTION: The two Project Directors to attend the Governing Body meeting on 2 July to give an update on the background to the project and the next steps.

5. Governing Body Standing Orders:

The Chairman invited the President to discuss the circulated legal advice.

5.1 Response from the Institute's Legal Advisors re: Standing Orders

The President referred to the amendments to the Standing Orders as agreed at the previous Governing Body meeting on 21 May which would allow for future Governing Body meetings to take place fully online while the current measures surrounding the Covid-19 pandemic are in place.

The President sought the advice of the Institute's legal advisors in relation to these amendments and based on the advice received, he was proposing to Governing Body that the current measures in place for attendance at Governing Body meetings must remain. Meetings will be held with a quorum of 6 Governors present in the Council Room, 4 of which must be external Governors while the remaining Governors will connect remotely to the meeting.

Governors agreed to proceed with the current measures as per the recommendation of the Institute's legal advisors.

5.2 Response from the Institute's Legal Advisors re: Sub-Committee Meetings

The President referred to the response from the legal advisors in relation to Sub-Committee meetings and confirmed that the advice was that "a sub-committee shall operate in such manner as the Governing Body may direct". Based on this advice, it was agreed that if Sub-Committees wished to amend/update their Terms of Reference in order to proceed with online meetings, they may do so.

6. Report from the Vice President for Finance and Administration

6.1 Human Resources Report was circulated with the Agenda.

The Chairman invited Mr Gallagher to discuss his report.

Mr Gallagher referred to the 6 tabled Selection Board reports as presented and discussed each item requiring approval and requested Governors' approval for these as presented.

Governors agreed to all approvals as presented.

Mr Gallagher referred to the list of contract changes for noting and drew Governors attention to item 2.2.1.1, stating that the staff member had withdrawn his application for a career break for the forthcoming academic year.

He conveyed his thanks to both Ms Hegarty and Mr Allen for their continued support and commitment to chairing interview panels, without them it would be difficult to proceed with as many interviews as there is a requirement to have a Governing Body member chair interview boards.

Ms Hegarty wished to acknowledge the work of the HR Recruitment Office and convey her thanks to them all, there was a lot of extra work especially in these difficult times.

7. Report from the Vice President for External Affairs:

7.1 Report on Research, Innovation and Enterprise, Engagement, Alumni and Internationalisation.

The Chairman invited Mr Loftus to discuss his report.

Mr Loftus referred to Innovation & Enterprise and highlighted a very positive performance under the Tech Transfer metrics presented. In relation to the Rubicon Centre, there was 100% occupancy last year, good investment, good outcomes achieved and a fantastic commitment from the staff in terms of the response to Covid-19.

In relation to the Alumni Office, he drew Governors' attention to the very strong Alumni Ambassador Programme and the Joint Mentorship Programme whereby people from industry support the development of CIT students by providing them with career and life coaching all of which was working very well.

He referred to the many activities in Extended Campus and the positive work taking place there. A highlight was the programmes proposed for this year under the Springboard initiative, these are the Government funded courses in priority skills areas. An outcome is awaited on this initiative. He referred to the activity in relation to the European projects and details on individual engagements for Governors' information.

In relation to the commercially sensitive item requiring approval, Mr Loftus confirmed that in accordance with the THEA Code of Governance for Institutes' of Technology Disposal of Assets, he was seeking approval for the Institute to assign the results of an Enterprise Ireland funded innovation partnership project carried out at CIT. The project has been successfully completed and a request to purchase the non-patentable Intellectual Property in the project results has been received.

He confirmed that the assignment valuation of the purchase exceeds the relevant threshold, he was obliged to bring the matter to the attention of Governing Body and seek their approval to proceed with this transaction.

Governors approved the purchase as outlined by Mr Loftus.

In response to a query in relation to the calculation of costs for the project, Mr Loftus confirmed that this was costed on agreed day rates which cover overheads, contingencies and some margin, there was nothing done of an exceptional nature in relation to this project. The Institute was not operating in the same space as a private operator, it was collaborating with companies and it was important that those companies gain an advantage from the outcome and outputs of this work so that they can innovate, create employment and build relationships going forward which will lead to repeat work and contribute to advantageous development for the region and the country.

The Chairman acknowledged that this was a complex area and in order to give Governors a better understanding of the broad strategic context, it was agreed that both Mr Loftus and Mr Gallagher would offer a tutorial for new and existing Governors in the coming weeks.

In response to a query from the President of the Students' Union in relation to Erasmus related opportunities for 2020/21, Mr Loftus confirmed that there was a postponement of travel in relation to student exchanges from semester 1 to semester 2 due Covid-19 travel restrictions. In relation to individual programmes, there were contingencies being put in place and he agreed to engage with the particular cohort of students directly on this matter.

ACTION: Mr Loftus and Mr Gallagher to prepare a tutorial for Governors in relation to Intellectual Property.

8. Report from the Registrar & Vice President for Academic Affairs:

The Chairman invited Dr Ní Shé to discuss her reports.

8.1 Report of the Academic Council meeting held on Wednesday 22 April 2020.

Dr Ní Shé referred to the report of the special Academic Council meeting held on 22 April and highlighted agenda items 1 and 2 for Governors' information.

In relation to agenda item 1, Dr Ní Shé referred to the make-up of the Academic Council Executive and cognisant of the current situation in relation to Covid-19 and the need for speedy decision making, there was a necessity to invite additional members in order to ensure that contingencies were put in place for teaching, learning and assessment during this period. Quite a number of meetings took place during March and April to deal with a wide range of academic matters which arose as a consequence of the restrictions. All work placements were cancelled except for those that could be accommodated remotely and a small number of NMCI seagoing placements. Plans are also underway to prepare for work placements for 2020/21.

She referred to the online proctoring being an issue in both reports and how the registration processes for the forthcoming year will include a declaration of consent on behalf of the student in relation to having online proctoring in place for exams. These will also to include issues with regard to internet connection and access to computers so that students can declare that they have access to these devices.

She referred to the Institute adapting to remote PhD viva examinations, to students undertaking repeat modules without academic penalty in the Autumn and to the Module repeat which will give those who passed at the first attempt an opportunity to repeat for a better grade in the Autumn.

In relation to Apprenticeship, contingency plans were in place regarding the scheduling of the theory examinations which had to be deferred in March. The Institute are waiting on clarifications from SOLAS in relation to 2020/21.

Governors noted that item 2, the Supplementary Regulations/Guidelines for Modules and Programmes for 2019/20 was approved at the Governing Body meeting on 21 May and Dr Ní Shé confirmed that this document has been published on the website.

8.2 Report of the Academic Council meeting held on Wednesday 13 May 2020.

Dr Ní Shé referred to the report of the Academic Council meeting held on 13 May and highlighted agenda items 1, 2, 5, 6 and 9 for Governors' information.

Governors noted that the Supplement to the Policy Governing Academic Honesty, Plagiarism and Infringements relating to Examinations and Assessments had been approved at the Governing Body meeting on 21 May.

In relation to Autumn Assessments, the guideline document is in the final stages. This has been considered by the Executive and both the Academic Council Executive and Council at their meeting on 13 May. It was agreed to extend the examination period by one week with all Autumn examinations/assessments taking place online.

In relation to the Academic Calendar, the start date for first year students was outside the Institute's control, however, consideration was being given to a late September/early October start-up. In relation to other years, consideration was being given to the target start date of 21 September with the possibility of a blended delivery model.

Governors welcomed the comprehensive report and conveyed their thanks to Dr Ní Shé and to all involved in ensuring that structures were put in place to support the students during this time. They agreed that the level of work involved in adapting to the restructured format cannot be underestimated. There are challenges and possibly further to come in the Autumn especially in relation to access to technology in delivering the blended delivery model.

In response to a query in relation to start-up and whether students will be back on campus or whether it would be a blended delivery, the President agreed that students do need clarity and certainty and it is hoped to have students back on 21 September where they will be engaged in laboratory/studio/kitchens/workshops several times a week.

9. Completion of the formation of the Governing Body Sub-Committees:

The Chairman confirmed that the membership of the Arts Sub-Committee, Equality, Diversity & Inclusion (EDI) Sub-Committee and the Staff Appointments Sub-Committee would be completed this afternoon. He referred to the importance of the work of all Sub-Committees and he asked Governors to consider putting their names forward for membership.

9.1 Arts Sub-Committee

The membership of the Arts Sub-Committee consists of 3 Governors to include one student representative.

Following discussions, Governors agreed to the following composition:

Ms Mary Hegarty
Cllr Colette Finn
Dr Barry O'Connor
Mr Zack Nuttawud

Ms Hegarty was nominated as the Chair this Sub-Committee and she accepted this responsibility.

Governors approved the appointment of the members of the Arts Sub-Committee as outlined above.

9.2 Equality, Diversity & Inclusion (EDI) Sub-Committee

The membership of the EDI Sub-Committee to consist of at least 3 Governors.

Following discussions, Governors agreed to the following composition:

Mr Denis Leamy
Mr Zack Nuttawud
Ms Norma Welch

As Ms M Cooney was a member of the Sub-Committee previously, clarification as to whether she wished to remain on the Sub-Committee would be sought. Mr Leamy accepted the nomination to remain as the Chair of this Sub-Committee.

Governors approved the appointment of the members of the EDI Sub-Committee as outlined above.

9.3 Staff Appointments Sub-Committee

The Chairman referred to the importance of this Sub-Committee in terms of ratifying critical appointments without delay during times when there was no Governing Body meeting taking place. The membership comprises of 7, which must include the Chairman, the President, the Vice President for Finance & Administration and 4 ordinary members of which two must be external.

Following discussions, Governors agreed to the following composition:

Mr Bob Savage
Dr Barry O'Connor
Mr Bernard Allen
Ms Mary Hegarty
Mr Paul Gallagher
Mr Ray O'Connor
Ms Aisling O'Mahony

The Chairman to remain as the Chair of this Sub-Committee.

Governors approved the appointment of the members of the Staff Appointments Sub-Committee as outlined above.

A list of the membership of each Sub-Committee to be circulated to Governors for their information as soon as possible.

ACTION: A list of the membership of each Sub-Committee to be circulated to Governors for their information.

A timetable of meetings including Sub-Committee meetings will be an agenda item for the next Governing Body Meeting on 2 July.

Governors also requested that for the duration of the period of online meetings, they would appreciate if hard copies of the documentation could be circulated to them as it was difficult to follow the documentation online. They also concurred that it would be appreciated if speakers identified themselves so that those making contributions would be known to all.

The Chairman closed the meeting by thanking Governors for their attendance both in person and virtually. He reminded Governors that the next meeting will be held on 2 July at 3.00pm.

The meeting concluded at 5.25pm.

Signed: ______________________________ Date: ______________________________

ADDENDUM 1

Requests from Governing Body at their meeting on 4 June 2020:

No.	Minute Page No.	Request	Actioned by	Date Actioned
1.	6	Governing Body requested that the Vice President for Finance & Administration prepare an update on the financial situation at IT Tralee which should give a current understanding of the historic issues and context on these going forward. They also requested that this update include the impact of Covid-19 on both Institutions including the impact on student numbers and the financial benefits of becoming a TU.	VP for Finance & Administration	
2.	6	The two Project Directors to attend the Governing Body meeting on 2 July to give an update on the background to the project and the next steps	The President	
3.	8	Mr Loftus and Mr Gallagher to prepare a tutorial for Governors in relation to Intellectual Property	Mr Loftus and Mr Gallagher	
4.	11	A list of the membership of each Sub-Committee to be circulated to Governors for their information	The President	
The requests below are carried over from the Governing Body Meeting of 27 March 2020:				
6.		The President to explore the possibility of bestowing Fellowship Awards at a future date.	The President	Ongoing
7.		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
8.		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	Ongoing
9.		Marketing to remain as a standing item on the Addendum.	The President	Ongoing