

Minutes of proceedings of the Governing Body Meeting

Date: Thursday, 28th March 2019
Time: 10.00am
Location: Institute Boardroom

Present: Mr. Cormac MacDonncha (Chair)
Cllr. Mary Howard
Mr. Gareth Roe
Mr. Michael Lally
Ms. Mary McGinley
Cllr. Karey McHugh
Ms. Maire Ní Chionna
Ms. Mary Rogers
Mr. Michael Geoghegan
Mr. Aaron Burke
Ms. Emma Louise Duffy

In Attendance: Dr. Michael Hannon, VP for Finance & Corporate Affairs and Deputising for the President
Mr. Jim Fennell, VP for Finance and Corporate Services
Dr. Rick Officer, VP for Research and Innovation
Dr. Des Foley, Deputising as VP for Academic Affairs and Registrar
Ms. Fiona Faherty, Meeting Secretary
Ms. Jean Carpenter, Corporate Governance Compliance Officer
Ms. Brid Prendergast, Acting Finance Manager (Item 6.0)

Apologies: Mr. Joe Cunningham
Mr. David Leahy
Ms. Celestine Rowland
Mr. Michael Vaughan
Mr. Tom Grady
Cllr. Michael Maher

1.0 Declaration of Conflict of Interest with Agenda Items	
There were no conflicts of interest declared by those present or in attendance.	
2.0 Minutes of Previous Meeting	All
The minutes of the meeting held on 28 th February 2019 were approved on the proposal of Ms. Mary Rogers and seconded by Mr. Aaron Burke.	
3.0 Matters Arising	All
The meeting noted that the Student's Union Vice President for Welfare will be an ex-officio member of the GMIT Equality, Diversity and Inclusion Sub-committee. Ms. Emma Louise Duffy is the current office holder and member of the sub-committee.	
4.0 President	MHannon
<p>4.1 President's Report The President's Report was previously circulated to the meeting and this was taken as read.</p> <p>Dr. Michael Hannon provided an additional update on some of the following points:</p> <ul style="list-style-type: none"> ➤ The Galway International Hotel School (GIHS) meeting will take place on Friday 29th March to discuss a strategic direction for the School. Dr. Hannon acknowledged the cooperation between GIHS and School of Engineering regarding allocating space to accommodate growth in apprenticeships ➤ Congratulations to the Building & Civil Engineering department, particularly Dr. Martin Taggart, for hosting a very successful conference on March 5th which is now in its 9th year. ➤ Minister Mary Mitchell O'Connor will officially launch GMIT's strategic plan. Date to be agreed and the Governing Body members will be invited to attend. ➤ Mayo Campus sub-committee meeting will take place on 11th April. The HEA have requested a progress report on implementing the recommendations from the Working Group Report. This will be presented to the Governing Body at its next meeting. 	
<ul style="list-style-type: none"> ➤ The Institute will be making an application for funding under HESIF for CCAM in the order of €6m on the understanding that 50% will be provided as match funding. ➤ GMIT will have eight students participating across five apprenticeship areas in Ireland Skills Live. ➤ Dr. Anthony Clare, a Lecturer in Letterfrack Campus, has been appointed as an assessor for the World's Skills competition, the Governing Body extended their congratulations to Dr. Clare on his appointment. <p>The Chair noted the number of significant positive developments and acknowledged the request of the Governing Body that these be compiled and conveyed to all stakeholders. He also expressed his regret at the unavoidable postponement of the Mayo Campus sub-committee meeting scheduled for Friday 15th March due to a large number of apologies for the meeting. The meeting is now scheduled to take place on Thursday 11th April.</p> <p>4.2 Media Coverage Report The Media Coverage Report was circulated prior to the meeting and was taken as read.</p>	
5.0 SU Presidents Report	A Burke
<p>Mr. Aaron Burke, President of Students Union provided an update to the meeting. Some points of note are as follows:-</p> <ul style="list-style-type: none"> ➤ The Students Union are continuing to campaign for the zebra crossing on the Dublin Road. 	

- Exam slam preparation is underway on all campuses.
- Work is continuing on consent/sexual awareness.
- The GMT Sports Ball Awards took place on Wednesday 27th March.
- There is an open day taking place on Saturday 30th April.
- The Students Union continue to highlight the 'accommodation crises'.

The meeting commended the very positive culture that exists in the organisation which promotes excellent working relationships between all internal stakeholders. The meeting expressed the strong desire that this culture be protected as a core value in any merger.

6.0 Finance

**JFennell/B
Prendergast**

6.1 Programmes & Budgets 2019-2023

Ms. Brid Prendergast, Acting Finance Manager, joined the meeting and together with Mr. Jim Fennell, VP for Finance & Corporate Services they presented the Programmes and Budgets for 2019-2023. The Presentation included a review of the Finance Outturn for 2018. The surplus for the year was €2.5m a favourable variance on budget of €2.2m.

Mr. Fennell informed the meeting that the Programmes & Budgets presented for approval had been reviewed and recommended for approval by the Finance Sub-Committee. The Finance Sub-Committee held two meetings, one on 12th March and the other on 26th March, to review the budgets. He thanked Cllr. Michael Maher for chairing both meetings.

The meeting reviewed and discussed the Programmes & Budgets and the following key points were noted:-

- Forecasted surplus of circa €1.0m per annum for the next five years
- State Grant has not been increased to reflect the additional cost of circa €600k in respect of the removal of the '2nd flex-up hour'.
- The Budget has provided for an increase of 1.9 additional posts
- The Budget has provided for an increase of €1.3m in non-pay
- Circa €4.0m of revenues projected from the following sources:
 - 'Springboard' €2.6m
 - C.U.A €0.4m
 - Ring-fenced funding Mayo Campus €0.75m
 - Ring-fenced funding Letterfrack Campus €0.25m
- Total Capital Expenditure budgets of circa €60m, €8.0m of which will be funded from Capital Reserves.

It was agreed that an email would be sent to all Mayo Campus staff advising of vacant positions on the Galway Campus. This will also be an Agenda item at the next Mayo Campus sub-committee.

The Chair will raise the issue of STEM funding with Minister Mary Mitchel O'Connor. The Finance department will provide the Chair with updated information on the funding of STEM.

Mr. Aaron Burke raised the issue of the Student Building on Galway Campus as an urgent issue to be addressed as soon as possible. The meeting agreed that the Governing Body will consider the process for the prioritization of capital projects at its next meeting.

The Programmes and Budgets 2019—2023 were approved on the proposal of Mr. Michael Lally and seconded by Ms. Maire Ni Chionna.

The Chair thanked the Ms. Brid Prendergast, Ms. Edel O'Connor and the Finance Team for their work on the Programmes & Budgets. He acknowledged three issues of note:

1. Continue to challenge the RGAM
2. Ring Fenced Funding

3. Mayo Campus

6.2 Report from Finance Sub-Committee

The 'Finance Sub-Committee Draft Action Plan 2019-2020' was circulated at the meeting. Mr. Fennell informed the Board that this plan was approved by the Finance Sub-Committee over its two recent meetings on 12th and 26th March and recommended for approval at Governing Body today.

The plan consisted of 10 points and Mr. Fennell took the meeting through each point, drawing reference to the alignment of the plan with the Institute's Risk Register.

It was agreed to add the RGAM to the Plan under Point no 6.0.

The meeting also noted that the Hotel School are to present to the Board at an early date.

6.3 Fixed Assets Policy

The Fixed Assets Policy was previously circulated to the board. It was approved on the proposal of Ms. Mary McGinley and Ms. Mary Rogers.

7.0 Corporate Governance

JFennell/
JCarpenter

7.1 Statement of Internal Controls 2018 and 7.2 Annual Governance Statement 2018

Ms. Jean Carpenter presented the draft Annual Governance Statement (AGS) and Statement of Internal Control (SIC) to the Governing Body. The purpose of each document was explained and attention was drawn to the fact that both the Annual Governance Statement and Statement of Internal Control are two key reporting documents requiring Governing Body approval and sign off by the Chair and President.

The detailed process that was followed when drafting both documents was outlined and the meeting was informed that the Audit and Risk Committee had reviewed and approved both documents at their meeting on March 14th 2019.

Ms. Carpenter highlighted the areas of non-compliance with the THEA code in the Annual Governance Statement and the weaknesses in internal control disclosed in the Statement of Internal Control. She requested an additional amendment to the figure for non-compliant procurement from €127,624 to €146,091, an increase of €18,468. This was based on revised information received.

Mr. Fennell drew attention to Appendix 2 of the Annual Governance Statement. Details of all non-competitive expenditure in excess of €25,000. This figure was requested by the HEA as part of the Annual Governance Statement template. The figure amounted to €1,501,348 and Mr. Fennell highlighted that this expenditure was procured in accordance with current procurement legislation and rules, and GMIT procedures. He informed the meeting that the ARC had raised the question as to whether disclosure in the Annual Governance Statement was required when the procurement was compliant. The Institute has referred this question to the HEA and is awaiting clarification.

The Annual Governance Statement and Statement of Internal Control (incorporating the amendment above) were approved by the Governing Body on the proposal of Ms. Mary McGinley and seconded by Mr. Gareth Roe.

7.3 Risk Management: Revised Institute Risk Register

Mr. Fennell presented the Risk Register and the key risks identified in the report and provided an update on these risks. The Risk Register is aligned with the Strategic Plan and

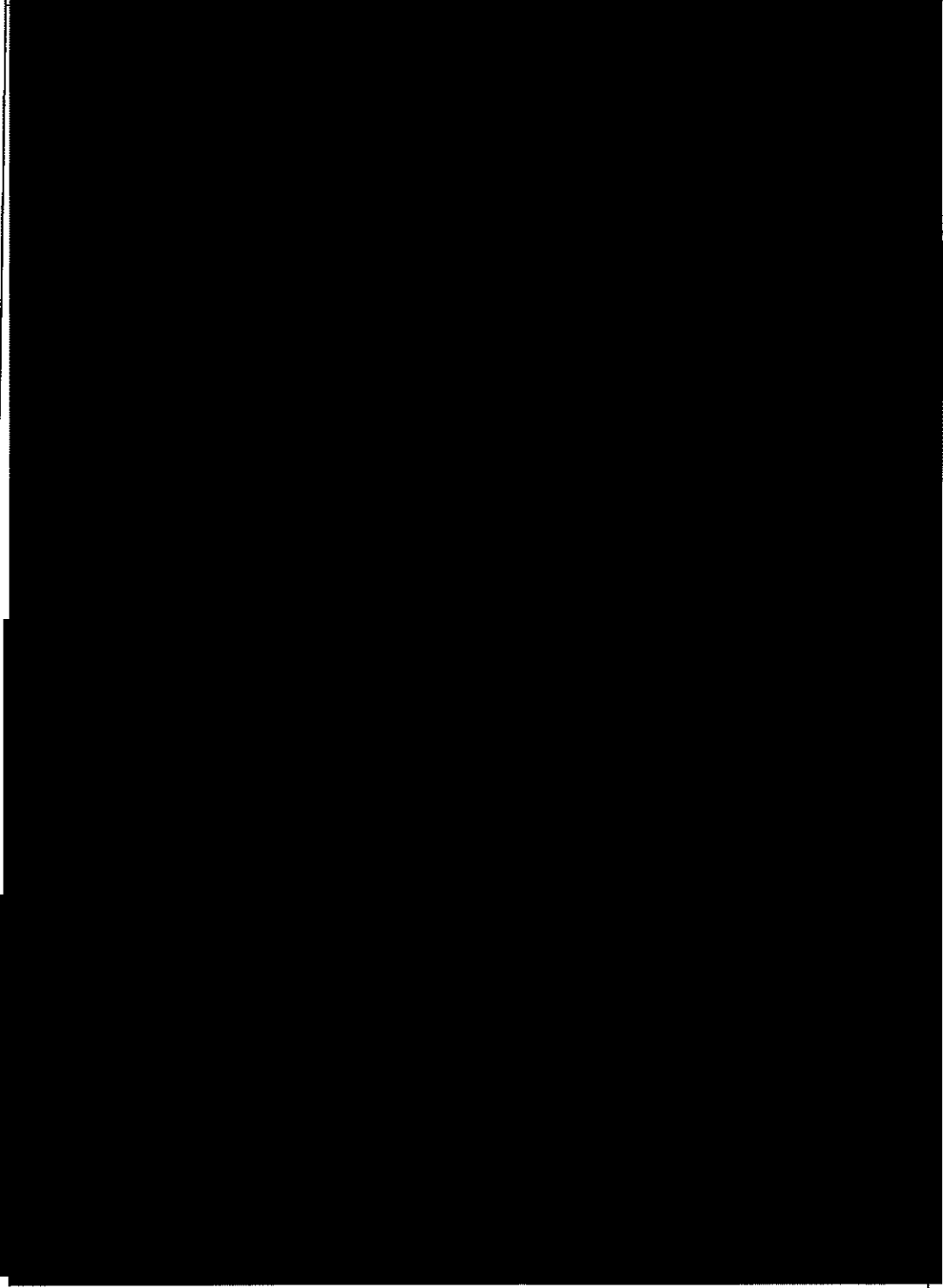
Five-Year Financial Plan.

The Institute Risk Register was approved on the proposal of Ms. Mary Rogers and seconded by Mr. Michael Lally.


7.4 Governing Body Effectiveness Review

Ms. Carpenter provided an update on the Governing Body Effectiveness Review. She advised that the surveys and interviews had now been completed and a draft report will be issued for the April meeting. She informed the meeting that Ms. Maria Gannon of Mazars would be in attendance to discuss the report.

8.0 HR Matters



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[Redacted]	
<p>9.0 Any Other Business</p>	
<p>Delegated Authority to proceed with seeking nominees for the Governing Body Appeals Sub-Committee, was approved on the proposal of Mr. Michael Lally and seconded by Mr. Gareth Roe.</p> <p>The Chairman provided an update to the meeting on the proposed collaboration between GMIT and Thermo King. It is hoped to run two classes concurrently, one with GMIT Students and one with Thermo King students. It is progressing in a positive manner.</p>	
<p style="text-align: center;">This concluded the business of the meeting.</p> <p>Signed:  _____ Chairperson</p>	<p style="text-align: right;">25th APR 2019 Date: _____</p>

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