



# UCC

University College Cork, Ireland  
Coláiste na hOllscoile Corcaigh

Ms Margaret Falsey  
Committee Secretariat  
Committee of Public Accounts  
Leinster House  
Dublin 2  
IRELAND

Oifig an Uachtaráin  
President's Office

**An Sciathán Thoir, An Chearnóg Lár,  
Coláiste na hOllscoile Corcaigh,  
Bóthar an Iarthair, Corcaigh, Éire.**  
East Wing, Main Quadrangle,  
University College Cork,  
Western Road, Cork,  
Ireland.

T: +353 (0)21 4902201  
E: president@ucc.ie  
www.ucc.ie

30<sup>th</sup> June 2017

University College Cork Financial Statements 2013/14 - Follow Up Meeting 22 June 1017

Dear Ms Falsey,

I refer to UCC's recent appearance at the above Committee, and the subsequent request for additional information in relation to a number of matters examined on the day of UCC's appearance before the Committee.

I now set out below additional information in relation to those matters and would be grateful if this correspondence can be included on the agenda when the Committee next meets.

**1. BREAKDOWN OF THE COSTS WITH RESPECT TO THE MEETING OF GOVERNING BODY IN THE IMI CONFERENCE CENTRE IN JUNE 2017**

The Governing Body of UCC met in the conference centre, IMI on the 13th of June at Governing Body's request. The costs associated with the meeting are currently being processed and some expense claims from members are still awaited. It is likely to be September before the total figure is available.

**2. DETAILS OF THE COST AND PAYMENTS MADE REGARDING THE ACQUISITION OF THE IMI**

The table below sets out the income that will be received by UCC to cover the costs associated with the borrowings put in place by UCC to acquire the IMI Sandyford campus.

An tOllamh Pádraig G. Ó Sé PhD  
FIEEE, FAPS, FAAAS  
An tUachtarán

Professor Patrick G. O'Shea PhD  
FIEEE, FAPS, FAAAS  
President

**Ollscoil na hÉireann, Corcaigh**  
National University of Ireland, Cork

<b>Income to UCC from IMI Per Annum</b>	<b>€'000</b>
Accreditation	150
Lease - Purchase plus investment	618
Joint Programme Income	247
IMI P & L Minimum Forecast	350
<b>Total Income</b>	<b>1,365</b>
<b>Annual UCC Financing Costs based on 20 yr loan of €20m @ 1.55%</b>	<b>1,171</b>
<b>Excess Income available for UCC</b>	<b>194</b>

UCC will receive new incremental income from accrediting IMI programmes, lease income from the sale and lease back agreement as well as income from IMI using UCC academic modules to deliver programmes. This together with forecast profit in IMI ( 2017 forecast included above ) totalling €1.365m will be available to UCC, to enable servicing of the €20m loan to purchase the campus, which at current rates cost €1.171m per annum. The excess is to allow for future interest rate changes.

### 3. BUSINESS CASE FOR THE MERGER OF IMI WITH UCC

#### UCC

UCC wishes to rapidly develop its executive education capacity and to put in place a business school which will challenge the best such schools nationally and internationally. UCC also wishes to restructure its business education function to ensure academic strength across undergraduate, post-graduate, executive education and research in the business area. UCC would also wish to establish a presence in Dublin as a vehicle for course delivery, a base for alumni and in the case of IMI, the possibility of sourcing relevant, high-quality programmes which could be delivered to the benefit of the Cork and Munster region.

#### IMI

IMI wishes to combine with a university to increase its capacity to deliver on the objects of the company, to enhance provision to the Irish business community, to increase its research capacity, to improve its sustainability.

## The Case for Merger

### The Academic Case - Summary

In 2014, University College Cork achieved its strategic objective to establish its Business School. A key objective of the Business School in operationalising its vision of being the dominant Business school in Ireland is to dramatically develop its role in executive education. UCC has worked closely since 2011 with IMI in its strategic alliance, accrediting some of its programmes and developing and delivering other programmes together. Synergy has developed between the two entities as IMI benefited from the academic credentials of a University ranked in the top 200 in the world, and UCC became associated with excellent business-focused programmes.

The IMI merger is the preferred route to the development of a very strong Executive Education entity in UCC. The merger represents a significant investment but the potential benefits to UCC and its Business School are very considerable. For IMI, this provides sustainability and academic credibility. For UCC, the IMI merger gives enormous momentum to the nascent Business School setting it up quickly as a national leader in Executive Education. It means UCC Business School has:

1. the largest number of undergraduate business students in any Irish university;
2. the largest Executive education operation in Ireland;
3. the second largest number of graduate students;
4. joint largest research income of any business School in Ireland.

The School is setting out a clear pathway towards international accreditation which requires significant investment and growth. The IMI merger will help to ensure that these ambitious plans are fulfilled. In addition, it will provide the University with the capacity to develop Executive Education beyond the Business School, right across the University.

The potential advantages to the UCC Business School can be summarised as follows:

- UCC acquires an internationally ranked Executive Education operation that will add significantly to the reputation and standing of UCC and help the Business School to quickly climb the international rankings;
- UCC is associated with a brand that is recognised nationally and internationally for the quality of its executive education;
- it enhances UCC's image with the business community through IMI engagement in this region and nationally;
- it gives UCC improved access to business organisations through IMI's membership network;
- it will help our Business School to gain international accreditation.

The IMI merger will enable UCC to:

- leap frog to the top of Executive education in Ireland;
- strengthen its links with national businesses and will enable UCC to respond in a much stronger manner to the development needs of indigenous and multinational companies in this region;
- offer programmes in co-operation with all parts of the university e.g. Law, Medicine & Health;

- for the first time, offer programmes to its Alumni in Dublin and throughout Ireland;
- be the only university in Ireland to have a physical presence in two major cities on this island.
- Have a business school that, through the acquisition of the IMI campus, can offer short programmes with its international strategic partners in Dublin, a distinct advantage to our partners in the US and parts of Europe and Asia

## The Academic Case - Background and Setting the Scene

IMI's members and UCC's Governing Body approved a merger in 2009.

On December 1, 2014, the UCC Business School was established. The School's leadership is committed to establishing it as Ireland's premier Business School. Key metrics for the School include the number of accreditations it achieves, the quality and numbers of its undergraduate and graduate students, its research funding and research output, the quality of its executive education programmes and its engagement with business.

UCC is committed to developing its profile and reach with the business community. Experience suggests that there are three proven ways to do this. One is through work placement, the second is through executive education and the third is through research. The Business School has a remarkably successful track record of successful placement with companies not just in Ireland but in the US, UK and Asia. The relationships forged through work placement have resulted in millions of euro in research funding for projects in the Business School. Executive education when successfully conducted results in rich relationships being forged between Business Schools and industry, resulting in research projects, graduate student projects and philanthropic funding for schools. The IMI merger helps us to develop and grow those important relationships.

UCC can substantially expand its executive education by creating its own executive education arm in the Business School or by acquiring a ready-made entity. Each approach has its separate risks and rewards.

UCC could develop its own model. This is a feasible alternative. However, to succeed, this would require significant resources and is likely to take a considerable amount of time with a successful outcome less certain than the alternative. Given the relatively low numbers of senior staff in the Business School it is likely that it would take at least ten years for UCC to become an established player via this route.

IMI offers UCC a proven executive education business. The rewards for UCC are rapid entry into the market with identifiable and diminishing risk. The option of a merger with IMI requires a multi-million investment by UCC, to acquire and rejuvenate the IMI campus.

In return for this significant investment, UCC acquires a branded Executive Education arm (IMI) with the potential for very significant and immediate benefits for UCC.

For its part, IMI's through a merger with UCC, can solidify its financial sustainability and position itself for long-term growth. During the recent recession IMI's finances suffered a sharp decline. Since early 2011, IMI's finances have improved consistently. Furthermore IMI's operating context and strategic imperatives have evolved considerably over the last eighteen months. A new strategy and structure have been implemented, a new management team is in place, and a new Council and Board have been

elected. Supported by the recovering economy, these changes have collectively provided an impetus which has rejuvenated IMI and had a significant impact on the organisation's financial performance. In 2014, IMI returned to profitability, 18 months ahead of its previously projected schedule. IMI can accelerate its recovery and growth by investing in the intangible assets of its business. With UCC as a supportive partner, IMI will be in a position to leverage its balance sheet to generate further funds for investment and capitalise on its recent resurgence.

The second factor driving IMI's interest in merger with UCC is to further its longstanding mission of raising the standard of management in Ireland through world-class executive education. IMI's Board has challenged the executive team to increase IMI's impact and ambition, and find new and innovative ways of fulfilling its mission. UCC has committed to supporting this mission. Increasing co-operation in both academic and commercial matters has strengthened relationships on both sides and has revealed a wider range of potential commercial collaborations. Some 27 IMI programmes are now accredited by UCC illustrating the depth of the relationship between the two organisations.

IMI and UCC are therefore an excellent fit, presenting minimal competition and significant opportunities for collaboration as seen from the range of joint programmes accredited and developed during the strategic alliance period.

### **The Irish Management Institute**

Founded in 1953, IMI is Ireland's premier provider of executive education. IMI offers businesses in Ireland the opportunity to partner with a locally based, world class executive education provider. IMI's mission has changed little over the last sixty years:

*"IMI exists to raise the standard of management practice.  
IMI passionately believes in the capacity of managers to enhance performance  
IMI enables organisations and individuals to fulfil their potential by developing  
their management and leadership expertise".*

### **IMI connections to Irish business**

IMI's customer database is a live cross-section of Irish business, providing access to twelve thousand businesses and seventythree thousand individuals. IMI works extensively in both the public and private sectors. It works with leading commercial and public sector organisations such as Kerry Group, Arysza, Janssen, Allianz, Teagasc, the Financial Regulator, Microsoft, CRH, EMC, the European Investment Bank, Fexco, ComReg, Glanbia, SAS, the Musgrave Group, the DAA and Bank of Ireland to deliver executive education that enables real strategic change. These partnerships are nurtured by IMI's team of key account managers who develop deep understanding of each client's strategic intent and support the translation of this intent into executive learning and development opportunities. IMI also partners with Enterprise Ireland, Skillnets, the Local Government Management Agency and ManagementWorks to provide cutting-edge state-supported executive education for Irish business.

IMI's National Management Centre has hosted Heads of State, European Commissioners, Taoisigh, leading international business speakers and managers from across Ireland, Europe, the US and Africa. In 2014, over three and a half thousand business executives attended IMI programmes and paying guests spent more than twenty thousand nights at IMI's Campus Residence. In short, IMI provides UCC with unique access to the heart of Irish business.

### **IMI- an Internationally ranked Provider of Executive Education**

IMI introduced the concept of executive education to Irish industry. In IMI's experience, executive education is effective only when content is systematically contextualised to the client organisation's strategic and operational reality – otherwise course material remains hypothetical and difficult to apply in the real world. IMI remains the only Irish business school to be globally ranked by the Financial Times for the provision of customised executive education – having been so since 2009 .

The FT global rankings confirm IMI as the foremost trusted partner in education for Irish business. Industry awards earned e.g. in 2014 (such as the Irish Institute of Training and Development's "National Training Award" and the Irish Software Association's "Best Talent Development Programme" award) have been won by IMI programmes designed and delivered in partnership with IMI clients.

### **IMI's Faculty Model**

Irish based businesses consistently call for the latest in thought leadership coupled with a practical frame of reference that will deliver return on investment. Whilst most universities can deliver on the latest in academic research, few can deliver the practical framework that businesses now demand. IMI, however, has the expertise needed to facilitate executive learning and to relate credibly to the executive audience.

IMI's faculty network is different to the faculty model found in most conventional business schools. Its teaching delivery is based on a unique "associate network". This network includes elite academics from Irish and international universities, complemented by seasoned business consultants, industry experts, journalists, professional actors and international sports coaches, among others. This network ensures that the right mix of teaching expertise is always available and the most appropriate faculty team can be recruited for every IMI programme. IMI's associate network includes approximately three hundred and twenty professionals, of whom forty are based overseas. No other Irish educational institution possesses a comparable business faculty network.

### **Delivering executive education that gets results**

Many universities struggle to design compelling executive education that resonates with real world business professionals. Indeed the design of the intervention often matters more than the faculty who deliver the programme. Best-practice learning psychology indicates that adults do not learn by being "lectured to". Instead professionals learn through open and interactive dialogue that constantly requires them to relate the topic of discussion to their own context, and apply best-practice techniques to their work through classroom exercises, case study analysis, reflection and debate.

IMI introduced "action research learning" to Irish business in the 1960s, with the launch of the Masters in Management Practice – which remains the Masters programme of choice for Ireland's most senior executives (and is now accredited by UCC). Today, IMI continues to pioneer the application of teaching

techniques at the cutting edge of action learning, with an internal "Design and Innovation Unit" focused exclusively on the creation of compelling executive learning experiences. Every IMI classroom session involves a unique blend of class discussion, practical activities, reflection and debate that ensures participant engagement and learning transfer.

#### **A tailor-made executive education campus in the heart of Dublin**

IMI's "National Management Campus" is a tailor-made executive education centre in Sandyford, County Dublin. Located adjacent to the M50, Dundrum Town Centre and the Luas network (Green Line), the National Management Centre is a 30 minute drive from Dublin airport and twenty minutes from Dublin city centre. The IMI campus extends over 13 acres of landscaped woodland. It comprises of thirteen bespoke classrooms, three boardrooms, fifteen additional meeting rooms, a restaurant with seating for up to three hundred people, a library and three hundred car parking spaces. The campus also includes a residential block incorporating fifty, three-star bedrooms. The campus incorporates an award winning conference centre with capacity for up to three hundred delegates, and a fitness suite. The IMI's teaching facilities are currently at approximately 57% utilisation, allowing significant scope to add additional programmes to the UCC/IMI curriculum.

The campus also presents the opportunity for other UCC Colleges and Schools to run programmes from a Dublin location and for UCC units such as the *Ignite* incubation centre to establish a Dublin base. Having a Dublin based-campus will also enable UCC to offer events for its alumni in Dublin and run programmes for its international strategic partners from a campus based 30 minutes from Dublin airport.

#### **IMI's partner institutions and international delivery capability**

IMI's teaching partnerships with Cambridge University, Henley Business School and the elite Institute for Management Development (IMD) in Switzerland enable IMI to deliver executive education programmes with an international reach. IMI has extensive experience in managing diverse participant cohorts; IMI classrooms frequently contain executives combining ten nationalities or more. IMI has delivered executive education in multiple locations overseas including the United Kingdom, the Netherlands, the United States, Switzerland, France, Germany and Poland. In 2014, e.g. IMI programmes were delivered through seven different languages.

#### **Key IMI products and areas of speciality**

The launch in 2008 of IMI's "Master of Business" modular framework of fourteen professional Diplomas (all accredited by UCC) was one of the most significant developments in Irish executive education in recent years. The Master of Business has transformed a market that had previously been dominated by MBA and MBS qualifications. In 2014 four hundred and four business professionals undertook programmes from the Master of Business suite, with approximately 31% of IMI Diploma students returning to IMI each year to undertake further qualifications. In 2015 IMI ran Graduate Programmes catering for almost 500 students. Only thirty five of the three hundred and fifty participants on the Master of Business suite in 2012 came from the Munster region, illustrating the complementarity of IMI and UCC's markets.

IMI's "Tailored Solutions" business unit specialises in several core offerings that can be customised to the unique needs of any client organisation. This is an important business area for IMI. IMI has particular expertise in areas such as the development of "high potential" managers, senior team facilitation, competency assessment, staff engagement and the development of graduate recruits. For example, in the area of graduate development, IMI runs development programmes with organisations such as Aryzta, Musgrave Group, Dawn Meats, Monaghan Mushrooms and Kerry Group. Having partnered with Kerry Group to deliver island-of-Ireland graduate development for over a decade, in 2014 IMI became Kerry's global talent development partner. This encompasses graduate, middle management and high potential leadership development programmes for Kerry professionals across the EMEA Region and the Americas.

IMI is a strategic partner to Enterprise Ireland in the development of its client organisations. IMI contributes to all EI's major management development initiatives. Furthermore in 2014 IMI won a six year contract for Enterprise Ireland's new flagship executive development programme, "Innovation for Growth". During the tendering process IMI competed with top ranked international business schools such as Stanford and IMD. This win validates IMI's strategy of focusing upon programme design excellence, leveraging the IMI associate faculty network and its collaborative relationships with international business schools and other strategic partners.

Beyond executive education training, IMI remains the only centre in Ireland for benchmarking and assessing the management practices of an organisation, by applying the internationally recognised and peer-reviewed London School of Economics/McKinsey & Co. assessment methodology.



## **The Potential for Synergy**

Following the signing of the UCC/IMI Strategic Alliance in June 2011, joint activity was initially restricted to UCC accrediting IMI programmes, such as the Master of Business suite and the Masters in Management Practice. More recent activity gives some sense however of the huge potential for future collaboration between UCC and IMI. Examples include the UCC/IMI Masters in Data Business. These programmes combine IMI executive education expertise, marketing capability and programme administration with UCC subject matter expertise – resulting in innovative new offerings that have attracted significant industry partnerships with Microsoft, EMC and SAS. These kinds of initiatives provide an early indication of the commercial dividends that a UCC/IMI merger can deliver.

The UCC Business School is the awakening giant of Irish Business education. The old Faculty of Commerce structure lacked a cohesive branding image; as a result its successes were not widely known. Our Business School is now the largest provider of undergraduate business education in the Irish University system, and a number of its programmes have international reputations for being among the best of their kind globally. The Business School currently offers 20 Masters degree programmes, some of which have been nationally recognised and certified as the best in their category. The Business School has commenced a focused and aggressive campaign to attract greater numbers of international students.

The Business School has recently filled 10 senior academic positions at Professorial level with a further 6 currently advertised along with the Deanship of the Business School. Its Task Force on Accreditation is addressing the issue of gaining international accreditation in the shortest possible time.

UCC has one of the best records in terms of its research income – this now generates over €2,000,000 per annum and is set to grow more. It is the designated National Centre of Excellence in a number of areas and undertakes research for companies in the US, UK, Europe as well as Ireland. There is a strong degree of interaction between the Business School and industry an interaction that would be strengthened by a strong Executive Education capability.

In summary, IMI provides UCC with a unique opportunity to obtain access to a globally ranked capability for the delivery of world class executive education. IMI's brand, product mix, customer base, facilities and faculty network would take decades to replicate and would require significant and ongoing financial investment to develop organically.

## **The Vision for UCC/IMI**

The merger between IMI and UCC is a game-changing event for Irish business and provides added momentum to Ireland's resurgence. It will serve as a catalyst for the development of UCC's new Business School, and further both partners' shared ambition to raise the standard of management in Ireland by enabling organisations and individuals to fulfil their potential through world-class executive education.

## UCC – A dominant Business School

Following the merger our Business School has:

1. the largest number of undergraduate business students in any Irish university;
2. the largest Executive education operation in Ireland;
3. the second largest number of graduate students;
4. joint largest research income of any business School in Ireland.

## Some Specific Advantages for the Business School and UCC

The potential advantages to the Business School here are considerable:

- an internationally ranked Executive Education operation that will add significantly to the reputation and standing of UCC and will help us to climb the international rankings for business schools.
- a brand that is recognised nationally and internationally for its quality education;
- enhanced image for UCC with the business community through IMI engagement in this region and nationally;
- improved access to business organisations through IMI's membership network;
- access to a strong IMI alumni base in Dublin, The East, South-East and North/North West;
- opportunity to draw on business leaders associated with IMI;
- it will help UCC Business School to gain international accreditation.

It enables UCC to:

- leap frog to the top of Executive education in Ireland;
- strengthen its links with national businesses and will enable UCC to respond in a much stronger manner to the development needs of indigenous and multinational companies in this region;
- offer programmes to all parts of the university e.g. Law, Medicine & Health;
- use the IMI Campus for International Students of M & H and other colleges;
- use the IMI Campus and residential block for early start and summer school programmes of UCC;
- extend the delivery of UCC masters programmes at the Sandyford campus, particularly those delivered on a flexible basis – examples of mutually beneficial campus delivery include the PG Cert in Data Business which has had programme runs in Dublin and Cork, whilst IMI's PG Certificate delivered for Dairygold has been delivered on campus in UCC and at IMI;
- access IMI's clients in the food sector, particularly in the Southeast, East and North of the country;
- for the first time, offer programmes to UCC Alumni in Dublin and throughout Ireland.

The merger of the IMI campus will enable the UCC Business School to offer short programmes with its international strategic partners in Dublin, a distinct advantage to our partners in the US and parts of Europe and Asia.

### **Unique capabilities**

The UCC/IMI merger represents a breakthrough in Irish business education in terms of scale, capability and ambition. It leverages UCC's academic pedigree and prestige and IMI's internationally recognised capability for understanding business needs and designing executive education that delivers real-world impact.

Collectively UCC and IMI will be known for innovative learning designs, engaging teaching methodologies (including blended learning), programme content that is driven by cutting edge research and post-programme support and engagement that will deliver sustained behavioural change and learning transfer to the workplace.

UCC now offers an internationally renowned pool of business education expertise, via IMI's associate network of over 320 national and international subject matter experts. Customers engage with professional relationship managers whose OD insight will lead to the design of executive education interventions that precisely meet their requirements.

### **Executive Education for all the University**

Many parts of the university currently provide professional development and training and executive education to their graduates, professions and associated industry partners. For instance, this activity is an important, successful feature in Law, Medicine and Health and Education. The merger of the IMI – with its global panel of experts as referenced above – enables the enhancement of this activity. IMI has an internationally recognised capability for understanding business needs and designing executive education that delivers real-world impact. Combining this with the breadth of disciplinary expertise in UCC expands our reach into food, pharma, service and technology sectors, and areas of medicine, health and engineering.

### **Scope of activities**

We will however be much more than a traditional provider of executive education. We will specialise in building deep, long term strategic partnerships with clients, and will support them in developing integrated learning and development strategies that employ executive education as a vehicle for accelerating sustained business growth. We will further the sharing and application of best practice management throughout Irish business via IMI's membership community. We will develop and commission applied business research reports, case studies and analysis by leveraging IMI's links to industry and UCC's business research capability, including the development of an "Irish business case study library" which will in turn inform our teaching.

### **Impact in Ireland**

UCC and IMI enjoy unparalleled engagement with the Irish business community - combining the reach of IMI's corporate membership network, UCC's business school alumni and the new UCC Business School Advisory Board. The entity makes a higher standard of executive education available in Ireland by combining UCC's prestige, research capability and academic expertise with IMI's design and delivery excellence. Our merger will be a catalyst for change, supporting the national agenda through the provision of expertise in strategic subject areas such as innovation and digital business. We will support

the scaling of Irish SMEs and will present an exciting new enabler of transformation in the public sector. The national value proposition of Ireland as a home for leading international businesses will be enhanced by the creation of a world class executive education provider on the island.

### **Global ambition**

UCC and IMI provide a compelling proposition to Irish multinationals and the many foreign-owned MNCs based on the island of Ireland. We are positioned as a learning partner capable of supporting their talent development needs not just in Ireland but across the EMEA region and beyond. The new entity is also well positioned to proactively compete in overseas markets by leveraging both UCC and IMI's international rankings, partnerships, alliances and UCC's existing overseas bases and networks as a route to market.

### **Commercial Mind-set**

In order to maximise its success IMI will continue to relentlessly benchmark itself against the world's leading providers of executive education and world-class professional services firms. It will remain intrinsically commercial and market-focused in its outlook, flexible in its thinking, collaborative in its behaviour, and agile in its execution. It will provide business professionals with the exceptional level of professional service and responsiveness that they expect.

### **Inflection Point**

The merger of IMI and UCC represents an inflection point in the evolution of Irish business education. As such, it presents a unique opportunity to approach progressive organisations and individuals in Irish business that appreciate the importance of world class business education for philanthropic assistance in the establishment of a world class executive education provider.

## **5. THE IRISH MARITIME ENERGY RESEARCH CLUSTER ("IMERC")**

This section of UCC's response to requests for further/additional information from the Public Accounts Committee, is specifically in response to a request from Deputy Connolly for documentation related to the Irish Maritime Energy Research Cluster ("IMERC"), at the Public Accounts Committee on 22 June, 2017 and the queries in the PAC letter to UCC of 27 June, 2017.

IMERC has been a partnership established formally in 2011 by University College Cork, Cork Institute of Technology and the Irish Naval Service, to derive added value for Ireland and the Cork Harbour region in particular, from complementary strengths that each of the partners had developed in the preceding years. CIT had established the new National Maritime College at Ringaskiddy, one of the finest training facilities in the world; UCC had developed a broad suite of teaching and research programmes in Marine Energy and Biology, now housed at the new Beaufort Building in Ringaskiddy, in which the MaREI Research Centre is based; while the Naval Service, in collaboration with both academic institutions, had evolved a strategy to foster innovation in support of the economy, in addition to its traditional state protection role. IMERC was designed to facilitate collaboration among the partners to exploit

opportunities for commercialisation of their outputs and services, to create jobs and to support marketing of the joint initiatives. A member of staff of UCC's Coastal and Marine Research Centre was appointed Director, a naval officer was seconded in support and, ultimately, a manager was recruited to administer an incubation centre ("The Entrepreneurship") established to accommodate start-up companies spawned by the partner institutions or attracted from Ireland and overseas.

Over the next 5 years IMERC established significant brand recognition, attracted a number of companies to set up offices at Ringaskiddy, acquired investment for infrastructure and came to be seen as a compelling vehicle for regional investment under the National Capital Plan (2015). But with success came teething challenges.

The IMERC team embraced an ambitious agenda whose implementation would have required establishment of a corporate or legal entity to effect property transactions, to enter into binding contracts with other agencies, or otherwise demand significant evolution of the roles of the parent organisations. Confusion also arose from the various brand identities of the academic institutions and their relationship with IMERC.

In March 2016 the Presidents of UCC (Dr. Michael Murphy) and CIT (Dr. Brendan Murphy), in consultation and with the agreement of the INS, commissioned an external group (chaired by Mr. Paul Haran, former Secretary General of the Department of Enterprise and Employment, along with international experts), to review the 5-year trajectory of IMERC and to make recommendations on governance and structure best suited to its mission into the future. The group reported in May 2016 and the Presidents of both UCC and CIT accepted its analysis and recommendations. A copy of that report is attached as requested.

UCC and CIT chose the option to continue but to segregate the different roles of IMERC with the following aims:

- (1) to refine and enhance the original Memorandum of Agreement [which had expired in December, 2016] to support collaboration in teaching and research, the fundamental missions of UCC and CIT, and,
- (2) to engage with the local authority, the body already charged with economic development in Cork Harbour, to take the lead role in exploiting the inward investment or "development" activities with continuing support from UCC, CIT and INS (those discussions continue).

The following actions have been implemented;

- The IMERC Start-Up Incubation Facility, the 'Entrepreneurship', is now being managed jointly by UCC and CIT through existing structures.
- The UCC staff members involved in IMERC are now working elsewhere in UCC as outlined below.
- IMERC no longer has any budget or staffing assigned to it.

- Following the review of IMERC, Dr. Michael Murphy requested the Office of Internal Audit at UCC to include in its annual audit plan a review of the system of controls within IMERC, which had been commented on in the 'Haran' report.

The University Audit Committee, which is a Committee of Governing Body, will consider the Internal Audit Report and the University Management response to that report in the near future. Any findings of the Internal Audit report, which have not been superseded by the changed approach to IMERC as outlined above, will be implemented once finalised by the UCC Audit Committee.

With reference to Deputy Connolly's final question during her commentary on IMERC, there is no evidence that a Senior Management appointment has been made to the University outside of statutes or Regulations. In the context of her question – the IMERC discussion – the only staffing developments have been:

1. that when the Director's contract expired last autumn she declined to seek reappointment and, enjoying permanency at UCC, was redeployed to an academic post at the level commensurate with her skills, experience and standing in her discipline and,
2. the second staff member in IMERC successfully competed for another position within the University in 2017.

In relation to the staffing of IMERC- the filling of posts in IMERC was in accordance with University procedures in place at the time of such appointments. The University is empowered under Section 25 of the Universities Act to appoint its staff subject to the budgetary and accountability requirements of the Act. Permission for such appointments from the Department of Education and Skills or the Higher Education Authority is not a requirement.

The actions taken on foot of the Haran Report and the changed approach to IMERC, [outlined above] its purpose and staffing, has dealt with the majority of the findings of that report. Any additional actions for UCC, required on foot of the University Audit Committee's deliberations, will be followed up promptly by the University.

## 6. REVIEW OF THE KEYNES CENTRE

The Keynes Research Centre was established following mediation with Professor Connell Fanning in 2015. It was established to capitalise on Professor Fanning's expertise in the area of Keynesian Economics and as part of a resolution of long-standing High Court legal actions.

It was also established for the purpose of bringing Professor Fanning's experience and thinking about the ideas of John Maynard Keynes to a wider public and to develop these ideas for bettering the thinking quality in peoples' lives, organisations and societies.

The Keynes Centre is a research centre within the College of Business and Law.


Professor Fanning has long been engaged with the writings of Keynes, particularly as these relate to uncertainty in the world.

The Keynes Research Centre has focused specifically on how transformational thinking can help individuals move into a higher order of meaning making complexity, what impact this higher level of thinking can have on organisations in terms of employee engagement, innovation, creativity and organisational growth, the extent of which developmental experiences created by the Keynes Research Centre can contribute to creating organisations capable of better contributing to society.

At its establishment a review of the Keynes Centre was scheduled for October 2017.

The review will be conducted by the Head of the College of Business and Law and the Vice-President for Research and Innovation, UCC who will assess the sustainability of the Centre.

Yours Sincerely

A handwritten signature in blue ink, reading "Patrick O'Shea". The signature is written in a cursive style with a large initial 'P' and 'O'. A horizontal line is drawn underneath the signature.

Professor Patrick O' Shea

President

Review of  
The Irish Maritime and Energy Research Cluster

**IMERC**

*May 2016*

**1.1 Introduction**

The Presidents of University College Cork (UCC) and Cork Institute of Technology (CIT), Dr Michael Murphy and Dr Brendan Murphy, commissioned a review of the operation of IMERC which took place in May 2016. The Governing Authority of IMERC (GA) *determined that it would be appropriate to review progress achieved and optimisation of modus operandi of IMERC in the six years of since its establishment.* An expert panel of five international reviewers, with a broad range of relevant experience, were selected to undertake this task. The membership of the Review Team is outlined in Appendix A.

The Team recognises the relative underdevelopment of the marine and maritime economy in Ireland and the significant opportunity for employment and wealth creation that its development could present if given appropriate government and institutional support.

The Team notes the willingness of so many stakeholders to share openly their views on the matters under review.

**1.2 Naming Conventions**

It quickly became apparent to the Review Team that the term IMERC was widely used to describe two separate features;

- Firstly, the strong cooperation and collaboration that existed and continues between the three partners and that had preceded the current Memorandum of Understanding (MOU) that established IMERC/MERC<sup>3</sup> in



## **IMERC REVIEW**

March 2010 along with the co-location of their facilities and activities at the Ringaskiddy site and

- Secondly, the formal structures and personnel put in place to operationalize their agreement.

In this report we use the generic term IMERC to reflect the relevant players and activities within the three institutions and their cooperation and colocation, especially at the Ringaskiddy location. We use the term Institutional IMERC to refer specifically to the governance structures, finances and staff dedicated to the operation of the MOU.

### **2.1 What Impressed the Review Team**

The Review Team commend the sponsoring institutions, UCC and CIT, along with the Irish Naval Service (INS) for their foresight in establishing IMERC. They were very impressed by the commitment of the leadership of the institutions to work together to further their corporate missions, to identify opportunities for additional benefits flowing from cooperation, and to contribute to overall national welfare through collaboration. The Team notes in particular:

- 1) The structure and strength of the National Maritime College of Ireland (NMCI), its cooperative and integrated training and research ethos, its commercial attitude and success to date.
- 2) The impressive MaREI research cluster, the scale of the research, the facilities available at Beaufort, the cooperative ethos both within and without MaREI, and the longer-term opportunities that may arise to spin-out incubator companies if its novel research programmes are sustained.
- 3) The generous commitment displayed by the leadership of each of the partners to cooperate and the willingness of UCC and CIT to lend their corporate structures to specific projects of mutual benefit without imposing a rigid pari passu funding/benefits requirement.

## IMERC REVIEW

- 4) The INS, while a partner in IMERC and its Institutional form, gives significant support in kind specifically through the assignment of two of its staff and importantly through its active collaboration across a range of activities and in particular by its active support of the research activities of CIT and UCC.
- 5) The attraction that a supportive Naval Service has for companies locating activities adjacent to it and their willingness to engage with, and test, novel products and services emerging from such companies. This is a far-sighted and intelligent attitude which is to be applauded.
- 6) At present, UCC and CIT provide the specific financial support to the Institutional IMERC (estimated to be in the order of €750k in 2015 alone including in-kind contributions), with UCC taking responsibility as the employer of all Institutional IMERC's staff, excluding the Naval Officer seconded to IMERC. These two parent organisations own the physical assets, carry the financial risks associated with the activities of Institutional IMERC and provide a corporate form when needed for the application of grants and other associated activities.
- 7) Were impressed with the small incubator facility that has been provided by UCC for companies and the enthusiasm expressed by the companies for the support they received, the networking benefits of being located together at the location and, in particular, noted the advantage of proximity to the supportive Naval Service. However, they also noted the limited connectivity of these companies to the two academic partners.
- 8) Their belief that the initial enthusiastic, cooperative and open attitude between the three partners is a unique asset with significant potential that should be protected.

## **IMERC REVIEW**

- 9) They noted the positive recognition and visibility of IMERC in the European and wider international context.

### **2.2 What Concerned the Review Team**

The Team through its own review of the papers presented to it and the discussions and presentations it had with many interested stakeholders identified a number of serious concerns.

- 1) The MaREI research cluster was without a permanent director, as its first two directors had departed in its four years of operation. The potential of IMERC, to become a credible innovation cluster, is critically dependent on sustaining excellence in research and any risks to MaREI's sustainability and reputation must be addressed urgently. Strong concerns were voiced about the potentially detrimental effect that Institutional IMERC was having on MaREI, notably in confusing potential collaborative partners.
- 2) Whilst recognising the strong spirit of cooperation that exists between CIT and the INS which underpins the success of the NMCI, key stakeholders expressed deep reservations about the activities of Institutional IMERC and the threat that this posed to the future success of the NMCI.
- 3) Disquiet was also expressed by a number of key stakeholders about the confusion that exists in relation to the various brand identities and how they relate to the IMERC concept.
- 4) Key stakeholders expressed concern that the achievements of their distinct entities were often claimed by the Institutional IMERC brand to the detriment of their institutions and the potential alienation of their funders.

## IMERC REVIEW

- 5) Similarly, concern was expressed about how the Institutional IMERC brand had diluted the ownership identity of its two funding partners, CIT and UCC.
- 6) The Team identified very significant weaknesses in the structure and operation of Institutional IMERC's governance and control systems and many relevant stakeholders also highlighted this issue. The Team felt that the absence of robust public procurement, financial management, public relations and human resource management processes exacerbated by governance deficits are of particular concern and unduly expose the sponsoring institutions to reputational and financial risk.
- 7) Issues around communications, the burden of organising the visits of dignitaries, and how the Institutional IMERC activities interfaced with the operating entities at Ringaskiddy, were identified.
- 8) Institutional IMERC's main outputs appeared to be about economic development activities such as real estate planning, event and visit organisation, along with some external promotion. There was limited evidence of significant facilitation of the research or academic missions of UCC or CIT.
- 9) The GA's role was unclear and it usually met only twice a year. There was no evidence that it provided the robust oversight necessary of the work of IMERC. This was emphasised by a number of stakeholders.
- 10) The Expert Committee, which the GA depended on for much of the governance, worked mainly as an advisory committee, met infrequently, and hadn't met in over a year.
- 11) Similarly other committees, such as the Operating Committee had languished.

## IMERC REVIEW

- 12) Given the recognition of IMERC in international circles the team note the importance of rectifying any deficiencies to prevent damage to the reputation of Ireland's maritime and marine sectors.
- 13) Common chairmanship of the main governance bodies is not good practice and can lead to difficulties.
- 14) A frequent comment made throughout the review was that there is a lack of clarity as to the objectives of Institutional IMERC and confusion as to where its operational boundaries lie. There is a perception that Institutional IMERC overlaps or duplicates the activities of other agencies to their detriment.
- 15) Significant concerns were expressed about the sustainability of the current funding arrangements and the lack of income generation or other tangible return to the sponsoring institutions. It appears unlikely that the current arrangements can continue and an alternative will need to be found urgently.

### 3.1 Findings

The Review Team found that:

- 1) The governance structure of Institutional IMERC was and continues to be inadequate to provide coherent and robust direction of the staff of Institutional IMERC or to provide guidance for the key stakeholders at the Ringaskiddy campus to ensure collaborative working is effective, cohesive and mutually beneficial.
- 2) The mission and aims contained within the MOU are too broad and vague to communicate effectively to the stakeholders the parameters within which Institutional IMERC operates. This has facilitated a widely held sense of mission creep to develop.

## IMERC REVIEW

- 3) There is no shared understanding on the use of brand identities. Similarly the issuing of communications and press releases has been carried out without reference to the partners. The lack of a coherent approach to brand management and to communications in general between Institutional IMERC and the key actors UCC, CIT, the INS, MaREI and the NMCI has fostered distrust.
- 4) Whilst the development of a research cluster was a founding principle behind the MOU and the establishment of Institutional IMERC, its activities and direction have become real-estate focused, with less attention on encouraging participation in research and innovation. The Team notes the strong involvement of Institutional IMERC in spatial planning for the area. The Team also notes that Institutional IMERC, despite its very limited resources, was presenting itself to audiences more as a wider development agency than an animator in the educational and research world from which it emerged and by which it is currently funded.
- 5) The Team was made aware of significant work on plans for the creation of a limited company to take over the structure of Institutional IMERC. It noted that the INS is unable to participate formally in such a structure (hold equity or participate as a director). Given the concerns around governance, brands and communications, the Review Team have grave reservations around the damage that such a change could do to trust and cooperation among the stakeholders at this point in time.

Overall the Review Team believes that:

- the initial concept,
- the strong institutional support between UCC, the INS, and CIT for cooperation on a mutually advantageous basis, and
- the exceptional relationships that exist between the main operating entities at Ringaskiddy and indeed the INS at Haulbowline,

## IMERC REVIEW

is positive and could be developed further to provide institutional, regional, national and indeed international benefits. However, the Review Team also believes that Institutional IMERC in its current form is not fit for purpose, is creating significant difficulties, and if left unchanged, will damage the original aims of the sponsoring partners.

### 4.1 Wider Development Brief

The Team recognise the potential for national and regional benefits to emerge from promoting and developing the wider area of the Port of Cork, the greater harbour facilities, the area around Ringaskiddy, and the islands of Haudbowlin and Spike for a range of commercial maritime and marine energy activities and for recreational and tourism-related activities.

However, the Team are of the strong opinion that IMERC itself should not pursue this role and that it was for other, better-placed national and regional development organisations to take this forward, if they saw fit.

The Team is open to the concept of the development of an Innovation Hub being developed adjacent to the education and research facilities at Ringaskiddy, especially to support the spinning-out and commercialisation of research activity from MaREI and NMCI and indeed from other research centres in UCC and CIT. If such a facility is to be developed they felt that existing skilled resources of UCC and CIT, such as Ignite and Rubicon, should be used to advance the concept. However, it would emphasise that sustaining research excellence is core to ultimate success in developing sustainable Innovation Centres.

### 5.1 Recommendations

If the funders are willing to continue to support Institutional IMERC then a totally new governance structure should be put in place immediately. This should comprise of **all** of the following:

## IMERC REVIEW

- 1) A five person Management Committee should replace the Governing Authority and Executive Committee.
- 2) The Management Committee should comprise of:
  - A Vice-President from each of CIT and UCC (to retain a strong intuitional linkage to the funders),
  - The Directors of MaREI and NMCI and
  - a nominee of the Minister for Defence (preferably the Flag Officer of the INS).
- 3) The Director of Institutional IMERC should attend meetings.
- 4) The Management Committee should meet at least 6 times a year and decisions should be by consensus.
- 5) The Committee Chairmanship should rotate between the directors of MaREI and the NMCI, providing the two locally based academic and research institutions with a formal and shared ownership of IMERC. The Chairmanship period should be agreed between the two institutions and be for a period of at least two years to provide continuity.
- 6) The Committee should follow the strict operating procedures outlined in Appendix B.
- 7) The terms of reference for Institutional IMERC should be tightly drawn and focused on developing through collaboration the combined academic and research capabilities of the two funding institutions, CIT and UCC, in the first instance and through these supporting the INS.
- 8) The Committee should agree and publish a three to five year strategic plan reflecting the newly defined objectives of IMERC. Critically, it should agree an annual business plan with the Director, including IMERC's financial budget, with clear outputs, dependencies, connection to strategy



## IMERC REVIEW

and accountability. Progress on these business plans and budget should be reviewed at each meeting and reported on in the Annual Report to be issued to UCC, CIT and the INS by the end of March in following year.

- 9) All communications issued by Institutional IMERC should be agreed beforehand with the Committee. Where urgent communications are needed the Chairman's prior approval should be sought.
- 10) A formal agreement should be entered into around the use of the IMERC name, its logo and when it should be deployed. This may require an agreement to use the sponsors' names in all communications where the IMERC brand is being used. The brands of MaREI and NMCI, the key operating entities, should have priority.
- 11) Either UCC or CIT, but one institution only, should assume responsibility for all financial management, including the raising and approval of purchase orders. Similarly, all staff should be actively managed by one of these institutions and the line member of the employing institution, either the head of MaREI or the NMCI should be responsible for the Director's performance management and reporting thereof.
- 12) Operational funding, including revenue generation, should be reviewed by the sponsoring organisations as a matter of urgency.
- 13) The position of the Director of IMERC within the employing institution's line management and salary structures should be clarified. Clear reporting and accountability lines should be defined and adhered to, with no 'dotted line' links.
- 14) The existing resources of the sponsoring institutions (people and processes) should be used for all relevant activities of Institutional IMERC, including building planning, project management, company incubation and internal audit.

## IMERC REVIEW

- 15) All IMERC assets, property and land should come under the clear ownership of either UCC or CIT and be clearly identified as such. All contracts, such as bids for research and other grants, should come under the lead name, and with the explicit agreement, of either UCC or CIT.
- 16) The MOU should be revised to reflect the changes proposed and this new governance structure.
- 17) The sponsors should consider inviting two members of the Review Team to review progress in implementation six months after the adoption of the recommendations.

### 6.1 Concluding Remarks

The review team believe that there are two distinct and separate opportunities within the current IMERC activity set, which are probably better handled under distinct and separate management. Both have potential merit.

1. There is a real opportunity for UCC, CIT and INS to build on their existing maritime research, teaching and training excellence. The effective operation of this powerful grouping of assets (both human and physical) can only be enhanced by co-ordinating research bids, sharing teaching and research resources, encouraging and incubating innovation and facilitating interaction with potential collaborative commercial partners. This opportunity enhances the partners' core objectives, has a minimal risk profile appropriate for the funding institutions and should be managed and funded by the partners.
2. There is a longer term and rather more speculative opportunity to develop in an integrated and planned way the assets of Cork Harbour in order to attract more commercial activity of all types. The objective of

## IMERC REVIEW

this would be to create jobs and wealth. This is a more outward looking role with higher risks and rewards. Firstly, a fundamental and rigorous review would be required to determine the scope and potential of such a venture. It would then, depending on the analysis, require close co-ordination and sharing with other players already active in the economic development arena and would need strong public and political support at both a local and national level. This opportunity does not immediately enhance the core objectives of the current academic partners and carries significant risks which could damage the partners financially and reputationally. **If pursued, this activity should be financed and managed by others.**

In considering the broader economic development opportunity, the harbour area has many assets, of which the maritime research, teaching and training activities are only one. They form a part of the package on offer to potential investors and developers, but only a part. The current partners will have a supporting role to play when specific and relevant opportunities arise but otherwise should not be directly involved.

Given the international recognition of the IMERC brand and its strong position within the defence and political arena, the current partners should be willing to consider transferring the name to any new economic development body that may emerge.

**ENDS**

## IMERC REVIEW

### *Appendix A*

#### **Membership of the Review Team**

##### **Jochen Bard**

Jochen Bard is head of the division energy systems and process engineering at the Fraunhofer Institute for Wind Energy and Energy Systems IWES, Kassel. The unit with its 30+ researchers covers bioenergy systems, energy storage and control engineering for wind and ocean energy systems.

Activities range from feasibility and market studies to technology R&D projects and full scale pilot and demonstration projects across Europe. The R&D work includes conceptual design, modelling of resources and device performance, power take-off technologies, system technology and control engineering for various storage solutions ranging from electrochemical(lead acid and Li-Ion), chemical (hydrogen and methane) to mechanical (compressed air and unconventional pumped hydropower).

As coordinator of the ORECCA network he completed a European roadmap for offshore renewables (2012) combining offshore wind, wave and tidal in collaboration with 28 international partner organisations. Further ongoing projects include device testing, combined wind and wave technologies, components and market development of offshore renewables. He is a member of the German mirror group of the technical committee TC 114, Marine Energy – Wave and Tidal Energy Converters of the International Electrotechnical Commission (IEC), and the German representative to the IEA implementing agreement on ocean energy OES –IA. From 2007 to 2010 he worked as vice chair of the OES ExCo.

From 2005-2007 he worked as Research Analyst of the German Advisory Council on Global Change -WBGU. In 1995 he started to work as scientific employee at Kassel University after he completed his Diploma in Physics at Karlsruhe University (KIT).

##### **Paul Haran - Rapporteur**

Paul is the Senior Independent Director of Glanbia Plc and Chairman of Edward Dillon & Co. He sits on a number of company boards including Enet, Glanbia

## IMERC REVIEW

Ingredients Ireland Limited, the Mater Private Hospital, Drury Communications, Insurance Ireland and the Irish Heritage Trust. He is on the Advisory Board for the Minister for Finance in Northern Ireland. He recently completed an eight-year term as Chairman of the Advisory Board of the UCD Michael Smurfit Graduate Business School.

Paul retired at the end of 2004 as Secretary General of the Department of Enterprise, Trade and Employment after a public sector career of almost 30 years. He also served as a member of the board of the Bank of Ireland, chaired both the National Qualifications Authority of Ireland and the Interim Board of the Qualifications Ireland. He also served on a number of state bodies including the National Road Safety Authority.

Paul received both his BSc in Computer Science and his MSc in Economics, Statistics and Finance from Trinity College Dublin. He was also awarded Honorary Doctorates in Law from Trinity College Dublin in 2006 and UCD in 2015.

### **Dr Kaisa Kononen**

Kaisa has worked since 2007 as the first Executive Director of the BONUS the joint Baltic Sea research and development programme with total funding of €100 million provided by eight EU member states and the EU. Her duty is the overall management, coordination and monitoring of the BONUS activities and the

BONUS

Secretariat.

Kaisa received her PhD in hydrobiology in 1992 from the University of Helsinki. She worked ca. 20 years as a research scientist in the Finnish Institute of Marine Research focusing on studies of cyanobacterial blooms' dynamics in the Baltic Sea. During 1997-2002 she worked as the Head of Research of the Maj and Tor Nessling Foundation. In 2002 she started working at the Academy of Finland first as the Programme Manager of the Finnish Baltic Sea Research Programme BIREME, and later until 2008 as the coordinator of the ERA-NET project BONUS for the Baltic Sea Science – Network of Funding Agencies.

Kaisa has been active in many international organisations e.g. ICES, SCOR-IOC

## **IMERC REVIEW**

research programme GEOHAB (Global Ecology and Oceanography of Harmful Algal Blooms), HELCOM, Marine Board of the European Science Foundation and in many other national European and international committees. She is also a reviewer of EU proposals.

### **Vaughan Pomeroy**

After periods with British Aircraft Corporation and Mott, Hay and Anderson, spent over thirty years with Lloyd's Register, ultimately as the Marine Technical Director responsible for the technical policy of the marine business of the classification society until retirement in 2010. He was a member of the Council of the International Association of Classification Societies and was instrumental in the development of the Common Structural Rules for oil tankers and bulk carriers from inception until his retirement. He chaired the waterborne Technology Platform Support Group, as Chairman of the EurACS Research and Development Group, for two years. He was a member of the 3<sup>rd</sup> Maritime Research and Development Panel established by the Singapore Maritime and Ports Authority which resulted in the creation of the Singapore Maritime Institute, with increased funding for innovation and research. He has been a Visiting Professor at the University of Southampton since 2004 and now works with the university to facilitate links between industry and the research community, whilst doing some teaching and personal research. In working with the University of Southampton he was heavily involved in setting up the arrangements for the move of Lloyd's Register's Global Technology Centre to the university campus and the creation of the Southampton Marine and Maritime Institute. He was also a Visiting Professor at Nanyang Technological University in Singapore, advising on the creation of a Maritime Institute. He is an engineering graduate of the University of Cambridge, a Fellow of the Royal Institution of Naval Architects, the Institution of Mechanical Engineers and the Institute of Marine Engineering, Science and Technology and a Chartered Engineer.

### **Ken Wittamore**

Ken is a former Royal Navy trained marine nuclear engineer. His company, Triskel Marine, is R&D led and develops autonomous data buoys and marine

## **IMERC REVIEW**

hybrid power and propulsion systems. He was instrumental in the establishment of the science park in Plymouth and worked with the UK government on an international technology transfer programme across the EU, the US and Japan. He is a member of the EU's Waterborne Technology Platform and has extensive experience as an EU research evaluator. He has set up and led a number of EU and UK maritime research projects and is currently editing the new EU maritime research agenda for the period through to 2030.

## IMERC REVIEW

### *Appendix B*

#### **Operating Guidelines for the Management Committee**

- Preparation** The IMERC Director should normally prepare the meeting materials and present the agenda items to the Committee.
- Frequency** Meetings are held once every two months on a jointly agreed fixed day, time and duration. Such as on the first Monday of every second month at 2:00 -4:00 pm.
- Agenda** Draft agenda is prepared by the Director, and approved by the Chair before sending to the whole Committee. Each agenda item has a brief (1-3 sentences) introduction and a clear statement of the intended action, namely if the issue is to be decided, approved, discussed or noted for information.
- Materials** Agenda and the meeting material is sent to all Committee members seven days before the meeting.
- Quorum** The meeting has a quorum when representatives (at least one) of all three parties are present or (in the case of absence) expressed their opinion on issues to be decided in writing, by phone or other means.
- Decisions** All decisions are made by consensus.
- Minutes** A member of staff of the Chairperson prepares the draft minutes, which must be approved by the Chair before distributing as draft to the Committee members. Each agenda item must have a clear statement whether the issue was decided, approved, discussed, noted for information or shelved, and how the decision will be implemented. Minutes are approved by the following Committee meeting.
- Urgent cases** In case or urgency, the Chairperson may introduce a decision by email. The decision is completed when opinions in consensus have been received from all Committee members. All email communication related to the decision must be archived.