



PAC32-I-802 Technological University Merger

Oliver Murphy

to:

PAC

26/03/2018 08:33

Hide Details

From: Oliver Murphy <president@ittralee.ie>

To: PAC <PAC/Oireachtas@oireachtas.ie>,

History: This message has been replied to.

5 Attachments



Covering Note - Response to PAC32-I-802.docx



Appendix A - Table providing details of the services provided by each firm and a breakdown of the expenditure.docx



Appendix B - Details of Process for Designation as a TU.pdf



Appendix C - Extract from Governing Body Minutes.docx



Appendix D - Special Governing Body Meeting Minutes 28.05.2014.docx

Dear Ms. Falsey,

Further to your email below, please find attached IT, Tralee's response to the queries raised.

Attachment 1 - Covering Note outlining IT, Tralee's response to the specific queries raised.

Appendix A - Table providing details of the services provided by each firm and a breakdown of the expenditure

Appendix B - Details of the HEA process for TU Designation

Appendix C - Extracts from Governing Body Minutes

Appendix D - Special Governing Body Meeting Minutes 28.05.2014

Regards,

Oliver Murphy,
President,
Institute of Technology Tralee
Tralee
Co Kerry
Phone: +353 (0) 66 7145668
Email: president@ittralee.ie

From: "PAC" <PAC/Oireachtas@oireachtas.ie>

To: "Oliver Murphy" <president@ittralee.ie>
Sent: Wednesday, 14 March, 2018 10:42:11
Subject: Technological University Merger

Good Morning,

I attach a letter on behalf of the PAC requesting information on the Technological University Merger along with supporting documentation.

If you have any questions please feel free to contact me.

Please acknowledge receipt of this email.

Kind Regards
Margaret Falsey
PAC Secretariat
016183074

(See attached file: [PAC32-I-802] IT Tralee re Merger costs meeting 08.03.2018.pdf)

(See attached file: PAC32-R-1098 C (i) HEA reply re TU Merger.pdf)(See attached file: PAC32-R-1098 C (ii) HEA reply re TU Merger.pdf.pdf)

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COVERING NOTE – RESPONSE TO CORRESPONDENCE REF: PAC32-I-802

Query from PAC - A note on the services provided by each company as outlined in the correspondence

Response by IT, Tralee:

Please see [Appendix A](#) for response.

Query from PAC – A copy of the Board minutes at which key decisions on the merger were agreed

Response by IT, Tralee:

The original process outlined by the HEA in relation to designation as a Technological University consisted of four distinct stages, namely:

Stage 1 - Expression of Interest

Stage 2 – Preparation of Plan to meet Criteria

Stage 3 – Evaluation of Plan (by International Panel)

Stage 4 – Application for Designation as a Technological University

Details of the process involved in each of the above stages is included in [Appendix B](#)

The President's Report is a standing item on the agenda of each Governing Body meeting. At each Governing Body meeting the President updates the Governing Body on the MTU Project as part of the President's Report. [Appendix C](#) contains extracts of Governing Body minutes where discussions and decisions relating to the above process were recorded. Please note key decisions and key GB meetings relating to the MTU Project are highlighted in yellow:

- Extract from GB Minutes 21.03.2012 – Page 1
- Extract from GB Minutes 02.07.2012 – Page 2
- Extract from GB Minutes 22.01.2014 – Page 9 – relating to Due Diligence Report
- Extract from GB Minutes 30.04.2014 – Page 18
- Minutes of Special Governing Body Meeting 28.05.2014 – attached in Appendix D
- Extract from GB Minutes 03.06.2014 – Page 20
- Extract from GB Minutes 17.12.2014 – Page 23
- Extract from GB Minutes 25.02.2015 – Page 30 & 31

Please note also included in Appendix C are extracts from other Governing Body Meetings covering the period 2012 -2017.

Query from PAC – A breakdown of how the expenditure is divided between the two Institutes

Response by IT, Tralee:

Details specified in Appendix A

Query from PAC – A note explaining the higher expenditure associated with this particular merger (as compared to the other mergers)

Response by IT, Tralee:

The MTU consortium is well advanced and has completed three of the four stages of the process towards Technological University (TU) designation and therefore it is to be expected that the project would have incurred more expense than TU projects which are less advanced. Where the MTU expenditure is greater than similarly advanced projects the higher expenditure relates to two items, namely, the completion of a due diligence process (€252,708 – comprises of financial and legal due diligence expenditure) and the development of a detailed business case for the MTU (€104,238).

Prior to making a submission at Stage 2 of the process towards Technological University designation a due diligence was carried out on both institutions and the proposed merger. This involved a detailed, independent review of the legal, financial and operational aspects of both Institutes. The financial and operational aspects were completed by Deloitte. The respective Governing Bodies received a report of the outcome of this due diligence exercise and the findings were addressed via the internal audit process. We believe that it was prudent to conduct this exercise in advance of entering into a complex merger project and incurring significant additional expenditure of exchequer funding.

Following the assessment of the MTU submission at Stage 3 of the process the MTU consortium was advised to develop a detailed business case (i.e. modelling future income, student recruitment, etc of the MTU) to verify the operational viability of the proposed MTU. A business case was developed by an independent party with the requisite expertise. Price Waterhouse Cooper were engaged to complete this business case. This exercise provides an independent assessment of the future viability of the MTU, addresses some concerns previously raised by the international panel/HEA Board and thereby safeguards future commitments of exchequer funding to the MTU project.

Query from PAC – A note on whether this expenditure has resulted in a negative impact on student services**Response by IT, Tralee:**

IT, Tralee can confirm that the expenditure incurred in relation to MTU activities was covered by funds received from the HEA to directly support MTU activities. These funds were separate from Core Grant which is received by the Institute on an annual basis to support the delivery and services to our students and stakeholders. The Institute can confirm that MTU activities did not impact on the quality and range of student services provided by the Institute.

Appendix A

(your ref: PAC32-I-801) in relation to expenditure by Technological University mergers.

The following table provides details of the services provided by each firm and a breakdown of the expenditure by each Institute.

	ITT	CIT	Services provided to ITT
Deloitte	€151,410	€39,201	Carried out the financial and operational aspects of the due diligence process. This was carried out as an internal audit exercise by, and on behalf of both Governing Bodies. The findings from the due diligence were addressed subsequently via the internal audit processes in ITT.
Price Waterhouse Cooper	€0	€187,517	
Matthew Fannin	€29,520	€0	Developed an Economic Impact Study of the proposed MTU. This study was utilised in developing the Stage 2 submission to the HEA on behalf of the MTU.
O'Flynn Exhams	€0	€62,620	
The Communications Clinic	€0	€70,110	
Arthur Cox	€31,425	€0	MTU Due diligence of €5,876 Legal advice relating to the creation of the Technological University €25,549
Total	€212,355	€359,447	

APPENDIX 1

Process and Criteria for Designation as a Technological University

Introduction

The National Strategy for Higher Education provides for the establishment of a new type of university – a technological university. A technological university will have a systematic focus on the preparation of graduates for complex professional roles in a changing technological world. It will advance knowledge through research and scholarship and disseminate this knowledge to meet the needs of society and enterprise. It shall have particular regard to the needs of the region in which the university is located.

For the purposes of determining whether an application for designation as a technological university should be approved, the HEA shall appoint international panels of experts (referred to as “Expert Panels”) to advise the Authority in respect of Stages 3 and 4 of the designation process outlined in this memorandum. In conducting their evaluation, the Expert Panels will carry out such site visits and reviews and be given access to information from the applicant institution as they consider appropriate.

The designation process will consist of four stages as follows –

- an expression of interest,
- the preparation of a plan to meet the criteria,
- an evaluation of the plan, and
- an application for designation.

Stage 1 - Expression of Interest

Higher education institutions in Ireland wishing to apply for designation as a technological university must submit an expression of interest to the Higher Education Authority. The expression of interest must state, *inter alia*, how the transition from the institutions’ current status to final designation will be financed. The expression of interest will be considered by the HEA in the context of a system wide analysis of Ireland’s higher education needs and the strategic implications arising from the establishment of a new university. The HEA will, having considered the system level implications of the proposal, advise, within a reasonable period (no longer than six months), as to whether or not the proposal may proceed to the next stage.

Stage 2 - Preparation of Plan to Meet Criteria

At this stage a plan will be prepared by the applicant, addressing how it is proposed to meet the criteria for a technological university and the process requirements and related timelines.

The establishment of a technological university requires the consolidation of two or more institutions. Accordingly, the plan must be based on a legally binding memorandum of understanding between a consortium of existing institutions describing their consolidation into a new single institution, which has been approved by the Governing Body of each institution.

The plan must demonstrate that legally binding academic and administrative arrangements are in place to ensure that national and regional needs for graduates at higher education Levels 6 and 7 on the National Framework of Qualifications are met.

Stage 3 - Evaluation of Plan

The plan will be assessed by an Expert Panel which will have regard to -

- the capacity of the proposed consortium to achieve the objectives of consolidation in terms of academic rationale, scale, the degree of integration through alliances and membership of clusters and the extent to which workplace practices have been developed to bring them into line with those of a modern university, and
- the existing position of the proposed consortium in relation to each of the technological university designation criteria (Appendix 1) and its capacity, based on its developmental trajectory, to meet these criteria within a reasonable timeframe.

A decision will be provided by the HEA to the applicant within six months of receipt of the plan. If, in the opinion of this Expert Panel, the proposal is not likely to meet the criteria for designation as a technological university within the proposed timeframe the application will not proceed further. In that case, a further application will not be accepted for a period of five years. If the Panel is of the view that the plan presented represents a credible and realisable proposal, the Panel may provide advice to the applicant or the HEA on any matter relating to its implementation.

Stage 4 - Application for Designation as a Technological University

Where a legal consolidation has been achieved and the applicant considers that all other requirements for designation have been met, the applicant may apply for designation as a technological university. The application for designation will be evaluated by an Expert Panel. In carrying out that evaluation, this Panel will have regard to the criteria set out in Appendix A, the legal and administrative requirements applying to universities in Ireland, the configuration of institutions within the Irish higher education system, the characteristics of technological universities internationally, detailed statistical profile data on Irish higher education institutions and the overall merits of the application.

This Expert Panel will report its recommendation to the HEA which will consider the report and advise the Minister for Education and Skills.

1. Minutes dated 21.03.2012:

7.3 Memorandum of Understanding (MOU) between ITT/CIT/LIT

The President stated that we were in discussions with Cork and Limerick Institutes of Technology in relation to the establishment of the Munster Technological University (MTU). The Governing Body of each Institute intended to ratify an MOU by 5th April 2012. The MOU will authorise the Presidents to pursue a process aimed at devising a detailed plan for the legal consolidation of the three institutions and subsequent designation as the Munster Technological University. The plan arising from this process will be subject to approval by each of the Governing Bodies and by the HEA before any merger process is implemented. The MTU Alliance partners intend to proceed with the collaboration from the date of signature.

On a proposer and seconder, the Governing Body approved the Memorandum of Understanding between IT Tralee, Cork Institute of Technology and Limerick Institute of Technology.

2. Minutes dated 02.07.2012

President's Report

ITT's response to Landscape Document. The President stated that the deadline for submission for this document was 31st August 2012. He informed the Governing Body that Brid McElligott would make a presentation to them on the main issues covered in the document. Brid is a member of the Executive who has overall responsibility for MTU related activities. Brid McElligott outlined the discussions which have taken place with our partners CIT and LIT in relation to the production of this document.

Section 1 of the document deals with Teaching and Learning at IT, Tralee and addresses the following issues:

- Learning Environment
- Enterprise and Learning
- Learner Support
- Research Activity
- Regional Engagement
- Knowledge Exchange
- International Orientation

Section 2 gives an overview of the student profile

Section 3 deals with regional clusters and IT, Tralee's involvement in same

Section 4 deals with the Munster Technological University – this section was developed in conjunction with our partners and this section is common to all the partners’ submissions. Issues covered in this section relates to:

- Munster region and impact of MTU
- Nature of MTU and five impact indices

Section 5 deals with consolidation issues

Section 6 outlines the various collaborations that the Institute has been engaged in over the last number of years.

Brid McElligott outlined:

- (a) The projected growth in students numbers up to AY2015/2016 (base year used was AY2011/2012).
- (b) The articles in national newspapers relating to other Institutes’ response to the HEA landscape document. Noted that:
 - One Institute intends entering into an alliance with an existing University and proposes to become a recognised college of that University. Noted HEA is opposed to such linkages.
 - Another Institute intends to remain as an Institute of Technology
 - All the remaining Institutes intend to form strategic alliances to create Technological Universities.

The President and Governing Body thanked Brid McElligott, Head of Development and Mr. Tim Daly, Manager of Strategic Developments, for all the work they have put into the submission document.

On a proposer and seconder, the Governing Body approved the submission document.

3. Minutes dated 27.02.2013

6. President’s Report:

- 6.2** Cllr. Mary Jackman absented herself from the meeting for discussion on the MTU (Munster Technological University). : The President updated members on discussions with CIT. The President

discussed the key benefits of a TUT. The President circulated the Joint Supplementary submission to the HEA which was drafted by both ourselves and CIT. Members were asked to note the key milestones which were set out in Page 21.

Key Milestones in creating the MTU (extract Page 21):

- April 2013** Government decision regarding the Higher Education landscape and the suitability of the MTU proposal.
- May to Sept 2013** Following a favourable decision in respect of the MTU work will commence in preparing for merger. The existing MOU signed by both Governing Bodies requires the development of a detailed merger plan which must be presented to the Governing Bodies for Approval. This plan will include a detailed business case and formal due diligence which are necessary pre-requisites to Governing Body approval.
- September/October 2013** Concurrent Governing Body meetings to approve the merger of CIT and ITT and to sign a legally binding MOU.
- October 2013** Commence the implementation of the merger plan as approved by the two Governing Bodies.
- March 2014** Submit Phase 2 application for Technological University designation.
- 2014/2015** The implementation of the merger plan will see all the necessary legal, financial, academic and structural underpinnings for the merger in place by the end of the 2014/15 academic year. During this period we also expect to complete the international panel assessment for Phase 2 of the Technological University designation process. Enabling TU legislation will need to be enacted.
- September 2015** We aim to commence the 2015/16 academic year as a single merged institution operating under the proposed title Munster Institute of Technology.
- September 2015 and after** Designated a Technological University

The President stated that ITT and CIT are to have a joint meeting with the HEA on 6th March 2013 regarding the MTU and that the Board of the HEA are scheduled to meet on Tuesday, 26th March to formulate the definitive advise to be given to the Minister.

4. Extract from 05.06.2013

1. President's Report:

- 1.1 **Update on MTU and other developments:** The President briefed the Governing Body on the statement made by Minister Ruairi Quinn on 30th May in relation to the re-configuration of the third level sector. Three consortia were now approved to progress onto stage 2 of the designation process for Technological University. The President stated that this was a significant development for IT, Tralee and the attainment of Technological University status would open up many exciting and new opportunities for the campus in Tralee and for the wider region.

5. Extract from 03.07.2013

1. Correspondence:

- 1.1 Noted email dated 30th May 2013 to staff from the President regarding the announcement of the Higher Education Landscape including and MTU (Munster Technological University) between IT Tralee and CIT.

6. President's Report:

- 6.1 **Update on MTU:** There are seven Institutes seeking TU (Technological University) designation. The seven Presidents have met as a grouping to work on a common framework and these meetings will continue.

6. Extract from 29.07.2013

Munster Technological University

The President stated that:

- three consortia (ITT/CIT, WIT/Carlow IT, DIT/Tallaght/Blanchardstown) were approved by the Minister to proceed to Stage 2 for designation process for Technological University. The Minister met with Presidents of IOTs on the 26th June 2013. The Minister stated that he intends to have one piece of legislation to cover all the legal aspects addressing the merging of existing Institutes of Technology and the establishment of Technological Universities. The proposed timeline for the legislation is approximately two years.
- Dr. Don Thornhill, ex-Secretary General of DoES and ex-Chair of HEA has agreed to be Chair of Steering Group, which oversees the plan for the establishment of the MTU.

- The Institute has recruited an expert from the UK to advise us on the proposed merger. It is proposed that the appointment will commence in early September 2013.

The Secretary/Financial Controller stated that he had met with his counterpart in CIT and also with our own Audit Committee regarding the specification for due diligence for both organisations. The ITT reports when available will be reviewed by our Audit Committee and exchanged with CIT for their report.

7. Extract from 25.09.2013

1. President's Report:

- 1.1 Update on MTU and other developments:** A meeting of the Presidents of the IOTI took place with representatives from the Department of Education & Skills. Legislation in relation to the establishment of TUs is expected to be through the Houses of the Oireachtas by December 2014. It is envisaged that a formal submission by ITT/CIT will be forwarded to the HEA in March/April 2014. Extensive consultation will take place with internal and external stakeholders. The President hopes to have a discussion document for staff next month.

8. Extract from 24.10.2013

6. President's Report:

- 6.1 Update on MTU:** Staff consultation sessions will be held in both ITT and CIT in November. Oliver Murphy and Brendan Murphy will attend sessions in ITT and CIT. Further consultation sessions will be held. It is proposed that discussion documents will be issued to all staff and feedback on same requested.

Terry O'Brien and Oliver Murphy attended a meeting with the President and Chair of CIT. The meeting was very constructive.

A number of joint meetings have been held between representatives from ITT and CIT as part of the Due Diligence Process.

9. Extract from 20.11.2013

5. President's Report:

- 5.1 **Update on MTU:** Noted presentation was made to staff in Tralee by both President Dr. Oliver Murphy and the President of CIT – Dr. Brendan Murphy.

10. Extract from 18.12.2013

6. President's Report:

- 6.1 **Update on MTU:** The President updated members on progress to date.

- 6.1.1 **MTU Vision Statement:** This was presented to staff on the 18th November 2013 by both Oliver Murphy (ITT President) and Brendan Murphy (CIT President).

- 6.1.2 **MTU Governance & Organisational Architecture:** Proposed structure is 5 Vice Presidents and 4 Faculties with 10 Schools of Study. Structures document has been issued to all staff for comment. Course Boards, School Boards and Team Meets are to be convened to discuss the document. All comments or observations to be forwarded to the MTU project Office in Tralee. Consultation sessions hosted by both Presidents are to be scheduled in Cork and Tralee in January. The President has also met with the student body to update them on progress to date and to obtain student feedback. Governing welcomed the fact that staff could give their views through several different fora.

11. Extract from 22.01.2014

5. Code of Governance:

5.2 **Due Diligence – Executive Summary (presented by O'Flynn Exhams & Deloitte):**

Ms. Mary Rose Cremin and Ms. Annette Pearse from Deloitte were present along with Mr. Barry Coughlan of solicitors O'Flynn Exham to discuss the Due Diligence reports on both IT Tralee and CIT.

Noted the proposed amalgamation is not one of split in value i.e. there is no share of asset values as would be the case in a commercial merger. There was a Deloitte team of 25 staff, led by three partners involved in the due diligence. Specialists or subject matter experts were utilised to conduct a review of their respective specialist areas. The process went well and there was excellent engagement from representatives from CIT and ITT.

As part of the due diligence process Deloitte carried out the following work -

- Reviewed and analysed information provided by Management
- Regular interaction and engagement with Management, Deloitte and legal advisors
- Cross institutional engagement
- Weekly conference calls / use of IT (Skype) / Video conferences
- Prepared a report on the due diligence findings in interim draft reports
- Issued the Final Report

The Scope of Review carried out by Deloitte covered the following areas.

- Sectoral Overview
- Financial including historical performance, historical cash-flow and historical assets and liabilities
- Research & Self-Financing Activity
- Review of Management Letters
- Legal Issues
- Student Numbers, attrition and completion rates
- Insurance
- Taxation
- IT
- Governance, Corporate & Legal
- Pensions
- Human Resources
- Estates
- Academic Quality

Deloitte confirmed that the review did not show up any significant findings.

There were 72 key findings (full report is available) between IT Tralee and CIT none of which were 'show stoppers'. All of the key findings were reviewed and discussed at the Audit Committee meeting on the 16th January 2014.

For the purpose of the presentation to the Governing Body the 21 most pertinent findings were discussed (see the presentation attached). Questions were invited from the Governing Body and answered by Ms. Mary Rose Cremin and Ms. Annette Pearse.

Then Barry Coughlan of O'Flynn Exhams, Solicitors, gave a presentation on the legal side of the due diligence.

Noted a detailed presentation had been given to the Audit Committee on 16 January 2014.

The scope of the project was determined in light of HEA advisory guidelines to "*ensure appropriate public sector focus and value for money and a maximum shared services approach*". The nature of the proposed merger is two public bodies combining and is not a traditional arm's length commercial transaction. It is not a comprehensive review of all potentially relevant legal issues but instead, the reports focus on exceptional legal issues which may be of material significance to the merged entity.

As part of the due diligence process O'Flynn Exhams carried out the following work -

- Initial meetings with CIT, ITT and Deloitte to agree scope of review in July/Aug 2013
- Prepared information requests for both IOTs
- The information requests consisted of approx. 100 questions divided across the 12 headings
- Information requests went out in Sept/Oct 13
- Responses uploaded to Deloitte's e-rooms
- Information reviewed by OFX team consisting of 8 solicitors, assigned across the 12 headings according to areas of expertise
- Initial review identified a number of issues and also some information gaps
- Accordingly, requests for supplemental information issued in Nov/Dec 13
- Draft reports prepared and submitted to the Steering Group on 13 December 2013
- Reports finalised on 09 January 2014 for distribution to Audit Committees and GBs

The Scope of Review carried out by OFE covered the following 12 areas;

- Governance
- Contracts
- Public Procurement
- Assets (Excluding Real Estate)
- Intellectual Property Rights
- Insurance
- Consents & Compliance
- Litigation & Disputes
- Real Estate
- Employees
- Grievance, Disciplinary & Other Policy Issues Involving **(i)** Staff and **(ii)** Students
- Health and Safety

From the OFE Review 24 issues of material significance were identified across the 12 headings from the information disclosed. 6 merited particular attention which Barry Coughlan went through. Questions were invited from the Governing Body and answered by Barry Coughlan of OFE.

OFE confirmed that the review did not show up any significant findings or 'show stoppers'.

Deloitte & OFE acknowledged the high level of co-operation provided by the Institute. Thanks were extended to all the staff involved in gathering the volume of information that was required for this exercise and in particular, John Fox & Ciara Shanahan for their assistance. Noted the overall cost between both Institutes (excluding staff time etc) is in the region of €300,000. Noted also that the Due Diligence reports gives a good framework for future internal audit work, that we can take the common areas between both Institutes, address any issues and ensure consistency between both organisations.

In order to ensure both Institutes get the best value from the work involved it is planned to take each section as an agenda item over the next 18 to 24 months and address areas highlighted in the reports. The Secretary advised that this exercise had placed a lot of strain on the system as it had started in September which is the busiest time of the year. The engagement of staff from both Institutes and with each other was very positive. The Secretary advised the Institute had used O'Flynn Exhams – solicitors due to their familiarity from working on the ground with CIT. Also we had used O'Flynn Exhams to successfully appeal the planning levy charge on the Sports Academy Building. Noted as part of this

process, both Institutes had signed a confidentiality clause so that there could be full disclosure for the purpose of due diligence. **The Governing Body thanked Deloitte and O'Flynn Exhams and accepted the report.**

7. President's Report:

7.1 Update on MTU: The President and Registrar updated members on:

- The consultation sessions which were held at School/Department/Team Meetings in relation to the MTU Proposed Governance and Organisational Architecture document
- Feedback from staff on the draft Structures document was uploaded to the Institute's Infoweb.
- The all staff consultation sessions were held on in Tralee on Wednesday, 22nd January 2014. The Presidents of CIT and ITT were present at each session to clarify issues in relation to the Structures document.
- The draft Heads of Bill for Technological Universities was published on the 22nd January 2014 and was due to be discussed at the Oireachtas's Sub-Committee on Education and Skills.
- The draft submission document for Stage 2 of the TU designation process should be circulated to staff and the Governing Body in late March / early April 2014.

The President stated that the MTU project was progressing well and there was excellent co-operation between ITT and CIT.

12. Extract from 19.02.2014

8. President's Report:

8.1 Update on MTU [Munster Technological University]:

The President stated that:

(a) A meeting was held in CIT on 31st January 2014 with three of the four staff unions (IMPACT, SIPTU & UNITE). This meeting was positive and another meeting has been scheduled for 28th February in CIT. The main issues covered related to:

- Terms of Reference for the group (IMPACT circulated a document outlining the Terms of Reference for the Union Consultation Group which was used in the establishment of the Education and Training Boards)
- The Heads of Bill for the Technological University and timelines around the enactment of same.

- Timelines around the establishment of the TU.

The TUI were absent as they had lodged a collective grievance at that time, which has now been withdrawn and the TUI will be attending the meeting with all the unions in Cork in February.

(b) Consultation: a member stated need to make use of institutional wisdom with regard to staff being actively involved in the process. The President advised that consultation had taken place in relation to Governance and Structures document. A total of 16 meetings were held with staff. The document was discussed at two meetings of the Academic Council. A considerable amount of feedback from staff has been received and this feedback is available on the Infoweb under the MTU Icon. Noted comment by member that feedback from CIT staff on the importance of the academic department whereas Tralee view might differ. The feedback from the MTU portal will be circulated to Governing Body members. Noted staff feedback will also inform the MTU process. The President thanked all the staff for their involvement in the process and for the feedback received. The Project Manager is now summarising the feedback received and this will be considered by the MTU Steering Group at its meeting scheduled for February 28th, 2014. It is proposed that the Steering Group will issue a document to all staff outlining in general terms the modifications to academic structures arising from the feedback received from staff. This correspondence will also outline timelines and key dates for the issuing of the draft Stage 2 document, etc.

The Governing Body noted the importance of staff involvement in the process. Member stated we should ensure Tralee holds its own in these negotiations. The Governing Body stated that it was their responsibility to protect the Institute and the wider Kerry region in any discussions with CIT. Noted MTU cannot be established without IT Tralee's participation. A successful MTU requires open negotiation from both CIT and IT Tralee. A member raised a query in relation to the tight timelines in relation to the submission of the Stage 2 document. Also, noted our budgetary position. The President stated that it was important that the ITT/CIT proposal was reviewed by the same International Panel dealing with proposals from the other consortia. Consequently, we are not masters of our own timelines. Noted the Stage 2 process will require Governing Body approval as does the submission to the International Panel.

President's Report:

7.1 Update on MTU [Munster Technological University]:

7.1.1 The President circulated a presentation and gave his report (see Appendix B for full presentation):

At national level, the Heads of Bill, which will form the future legislation, was published. The matter is at Oireachtas sub –committee stage. Comments and observations are to be received by 28th March 2014. IOTI will be forwarding a response to the Oireachtas Sub-committee on behalf of the sector. The main items which will be addressed in the IOTI response will be:

- Separation of powers of GB and President
- Appointment of a GB
- Role of the Academic Council

Noted the criteria for TU designation are specified in the Bill which is most unusual. Also clarification is to be sought in relation to whether Head 29 and Head 30 relate to Stage 4 of the process outlined by the HEA. IT, Tralee will not be making an individual response.

7.1.2 The President also advised that the Presidents of the three consortia will be meeting on 26.3.2014. The main items to be discussed at this meeting are:

- Clarification on criteria – Heads of Bill versus HEA criteria
- Funding to support staff members undertaking PhDs
- Timelines for submission of Stage 2 documentation

The President advised that the MTU Steering Group met on Friday 28th February to review feedback received from staff on the Structures document. The main feedback received was: VPs & Executive structure: views ranged from too many; too costly to additional positions required and a VP with responsibility for Strategic Development in each major centre

- Heads of Department/Schools: concern over their roles and functions being reduced or changed, impacting their influence
- Faculties: number and naming of same
- Designation of Departments/Schools within a faculty

7.1.3 MTU – Timelines & activities to May 2014

- 7th April 2014 onwards – Draft Stage 2 plan being sent to staff, unions, students and international reviewers (MTU appointed) and follow-up with consultation workshops.
- Tuesday 6th May 2014 – Feedback closing date
- 8th / 9th May: Face to face meetings with MTU identified international reviewers
- Friday 16th May 2014: Revised Stage 2 submission signed off by MTU Steering Group
- Week beginning Monday 26th May 2014: Governing Body workshops and concurrent meetings of Governing Bodies in ITT and CIT to consider Stage 2 submission.

Discussion followed on whether the above timelines were too tight and also need for the Academic Council and other bodies to have sufficient time to consider the document. The President advised we are working on a similar timeframe to the Dublin Alliance. Strategically it is important that our timelines are similar to those of the Dublin Alliance as we want the same International Panel to review the proposals submitted by each of the three consortia.

The feedback received from staff, which is available on the Infoweb, was included in the GB pack and this was discussed by the Governing Body.

7.1.4 MTU Workshop in ITT hosted by Professor Graham Rodgers.

7.1.5 This was held on the 11th of March to develop Terms of Reference Term of Reference for Internal Academic Development Group on alignment of programmes. This group involved the Heads of School; representatives of Heads of Department and an academic staff member from each school of study. Feedback received was that meeting was informative and beneficial. Issue arose from meeting regarding ‘redline’ issues as part our negotiations with CIT. The President stated that two members of the Executive are dealing with this issue and he will update the Governing Body on developments.

14. Extract dated 30.04.2014

7. President’s Report:

7.1 Update on MTU [Munster Technological University]: This was presented by Brid McElligott and Tim Daly – Manager Strategic Developments. The presentation covered the following items:

7.1.1 Section A: Stage 2 Draft Submission Document

- Stage 2 Draft Document was circulated to staff on April 9th 2014
- Document also issued for review to ITT/CIT appointed International Review Panel comprising of:
 - Sir Tim Wilson
 - Professor Peter Scott
 - Professor Dieter Timmerman

7.1.2 Stage 2 Submission – Staff Consultation Schedule – ITT

The schedule of staff consultation sessions held re the Stage 2 submission document was outlined as follows:

Date	Time	Proposed Attendees
Monday April 28 th	11:30am	ITT – General Management Team
Tuesday April 29 th	12.00am	Central Services Management and Teams – North Campus
Tuesday April 29 th	4.00pm	Central Services Management and Teams – South Campus
Friday May 2 nd	2.30pm	HOS/HODs and Academic and Administrative/Technical Staff – School of Business and Humanities
Tuesday May 6 th	12.00noon	HOS/HODs and Academic and Administrative/Technical Staff – School of Health and Social Sciences
Tuesday May 6 th	4.00pm	HOS/HODs and Academic and Administrative/Technical Staff – School of Science, Technology, Engineering and Mathematics
Wednesday May 7 th	10:00am	Students Union – Sabbatical officers/SU Executive (Outgoing & Incoming)

The President updated members further on the meeting today with the staff unions regarding TU (Technological University). Three of the Unions present, namely IMPACT, SIPTU and UNITE wished to proceed on the basis that this forum could also engage in IR matters

arising from the establishment of the MTU. They stated that their members, in principle, supported the concept of the technological university and they wished to see this forum dealing with the operational issues relating to the MTU and how this would impact on their members. The TUI stated that they would not engage in this forum if it had an IR dimension to it. SIPTU, UNITE and IMPACT stated that they were happy with the consultation process to date on the MTU initiative. The TUI stated that their members were not happy with the consultation to date and that their members had not committed to the concept of a TU. In light of the issues raised it was decided that a twin-track approach would be taken. Meetings will be held with IMPACT/SIPTU/UNITE which will encompass both a consultative dimension and an IR dimension. Separate meetings will be held with the TUI and this will involve a consultative dimension only

Noted a workshop format will be utilised in relation to the above sessions. The objective of the workshops is to identify areas where the Stage 2 submission can be improved and enhanced via staff input.

- Structure of the workshops
 - Overview of the process; draft submission (section by section) and timeline
 - Break out session covering specific questions on each section of the document
 - Feedback from the Rapporteur for each group
 - The specific topics to be covered are specified in the full presentation contained in Appendix B.

7.1.3 Section B Summary of the Consultation to date in relation to MTU Project

- 01 September 2012: All Staff Briefing on the Higher Education Landscape and MTU Project
- 26 September 2012: Governing Body Presentation on Higher Education Landscape and MTU Project
- 23 January 2013: Governing Body Presentation on the MTU
- 29 January 2013: TD and Ministers Briefing on Higher Education Landscape and MTU Project in IT, Tralee

- 07 February 2013: Special Meeting of the General Management Team on joint supplementary submission to the Landscape Document
- Various Dates February 2013: School Board Meetings addressing the joint supplementary submission to the Landscape Document (Stage 1)
 - STEM
 - Business, Computing and
 - Humanities & Health and Social Sciences
- Various Dates February 2013: Central Services Team Meetings addressing the joint supplementary submission to the Landscape Document (Stage 1)
- 15 March 2013: Academic Council Meeting MTU Project
- 29 July 2013: Governing Body MTU Project
- 30 August 2013: General Management Team Meeting – MTU Agenda Item and Update.

7.1.4 Summary of the Consultation Process AY13/14

- 02 September 2013: Staff Briefing – MTU Agenda Item and Update
- 23 October 2013: Principals & Guidance Counsellors – Overview Provided on the MTU Project
- 18 November 2013:
 - MTU Staff Consultation – North Campus – Mission and Vision
 - MTU Staff Consultation – South Campus – Mission and Vision
- 20 November 2013: Governing Body - MTU Agenda Item and Update
- School/Departmental meetings to discuss and provide feedback on the proposed Organisational Structure:
 - School of Business, Computing & Humanities Meetings:**
 - CMIT & Computing Depts. Meeting held – 10th January 2014
 - Business & HCT Meeting - 10th January 2014
 - School Board Meeting – 16th January 2014

School of STEM Meetings:

- Departmental and School Board Meetings held – 17th January 2014

School of Health & Social Sciences Meetings:

- School Board Meetings held – 17th December. 2013 & 13th January 2014

Team Meetings to discuss and provide feedback on the proposed Organisational Structure:

- Development Office: Monday, 16th December 2013
- Finance Office: Tuesday, 17th December 2013
- Academic Administration and Student Services: Thursday, 30th January 2014
- Computer Services: Wednesday, 18th December 2013
- Library: Tuesday, 17th December 2013
- 22 January 2014:
 - MTU Staff Consultation - North Campus (2 sessions) – Organisational Structure
 - MTU Staff Consultation – South Campus – Organisational Structure
- 27 January 2014: Special Meeting of the Academic Council
- 07 February 2014: CIT & ITT meeting with Unions
- 11 February 2014: MTU; Students Union & Class Representatives Facilitated Consultation Session
- 28 February 2014: CIT & ITT meeting with Unions
- 11th March 2014: Professor Graham Rogers, University of South Wales, Workshop with academic staff
- April 28th to May 7th: Series of workshops to obtain feedback on the Stage 2 submission:
 - Central Services Teams
 - Each School
 - Students Union
- April 30th: CIT & ITT meeting with Unions
- May 19th 2014: Special Academic Council Meeting to consider Stage 2 Submission
- External Stakeholder Consultation

- On-going and cross Institutional
- Working Group Activities & Meetings On-going since October 2013
 - Student Administration and Support
 - Engagement
 - Research
 - Corporate Affairs
 - Academic Affairs
 - IT and Communications

7.1.5 Schedule of Events relating to MTU May/June 2014:

- May 12th ITT/CIT Steering Group to meeting with International Review Panel appointed by ITT/CIT.
- May 8th to May 20th compilation of all feedback for the Steering Group to consider
- A Workshop for the Governing Body on the Stage 2 Submission will held on 28th May 2014, which will be facilitated by Dr. Don Thornhill and Dr. Richard Thorn,
- A Special Governing Body Meeting will be held on Tuesday 3rd June to review the Stage 2 submission and to decide whether to submit same to the HEA (Note: CIT Governing Body will hold a concurrent meeting in Cork to address the same issue)
- Subject to approval by both Governing Bodies, the Stage 2 document is to be lodged with the HEA by Friday June 6th

The President and the Governing Body noted the extensive consultation which had taken place with the staff in relation to the MTU. They thanked all the staff who participated in this process. The Governing Body complimented Brid McElligott and Tim Daly in relation to their input into this initiative and thanked them for a comprehensive presentation.

15. Special Governing Body Meeting 28.05.2014 – Appendix D

16. Extract dated 03.06.2014

3. Update on Amendments to MTU Stage 2 document.

Ms. Brid McElligott and Mr. Tim Daly outlined the revisions which were made to the Stage 2 Submission Document as a result of the feedback from the Governing Body workshop which was held on the 28.5.2014. They responded in detail to queries raised by Governing Body members.

All members of the Executive were in attendance. Members of the Executive were asked for their views on the submission and they stated that they endorsed the Stage 2 Submission Document. The newest member of the Executive – Mr Tony Donovan advised as he had just been recently appointed, and was not involved in the development of the Submission document it would be inappropriate for him to comment on the Submission document.

Noted the Stage 2 document had evolved over time as a result of the considerable amount of feedback received, in particular from staff. Noted that feedback from staff had shaped the document.

The Chairman outlined the process involved in Stage 3 and Stage 4 and noted that the Governing Body will revisit the matter once the outcome of Stage 3 is known.

4. Open Discussion

Governing Body members stated they were very pleased with the revised document and that the input arising from the Governing Body workshop had been incorporated into the revised document. In particular, they endorsed the updates relating to the Business Case and were very impressed with the document.

A member mentioned that staff should have sight of the updated document and an opportunity should be given to staff to comment on this document. Consequently, the submission of the document to the HEA should be delayed to facilitate this. A Governing Body should be held in October/November to sign off on the Stage 2 Submission Document.

Noted that:

- There has been significant consultation with staff in relation to this document.
- Various sections of the document have been issued to staff and consultation sessions have been held with staff to obtain their feedback on same.
 - The feedback from staff has influenced and shaped the document. Member noted that a number of staff could not attend the staff workshop sessions because they were correcting examination scripts. An executive member

pointed out that there many other consultation sessions including School Boards and all staff meetings. Noted that staff could also email Tim Daly directly with any comments in relation to the Stage 2 Submission.

- The President stated that from a strategic point of view that it was important that we are aligned with the timelines associated with the DIT/IT Tallaght/IT Blanchardstown proposal for designation as a TU. The Dublin consortium have already submitted their stage 2 submission and it was important that the ITT/CIT submission would be made to the HEA in early June 2014.
- Executive member stated that the updated Stage 2 Document has the same general thrust as the document issued to staff and he was of the opinion that the Stage 2 Submission should be submitted to the HEA at this stage.

The letter received from staff dated 28.05.2014 which was signed by 47 Academic Staff along with results of TUI survey was circulated and discussed. The Governing Body noted that it had carefully considered the relevant issues before it made the decision to engage with CIT in relation to the creation of the MTU. Various alternatives had been explored, however, the Governing Body was of the opinion that the establishment of a university campus in Tralee was a strategic objective that they should actively pursue.

5. Risk Assessment

Member raised the issue of risk assessment, have we considered the alternatives if the Stage 3 not successful. The Secretary covered the detail on risk register and that this will be brought to the next Governing Body. Noted the Risk Register is reviewed on a regular basis by the Executive. He stated that the decision to go for MTU has already been decided after considerable discussion by the Governing Body. The issues raised in the staff letter were more pertinent to post Stage 3.

The Executive members left the meeting ahead of the Governing Body decision on whether to approve the Stage 2 Submission

6. Vote

On a proposer and seconder, the proposal was put to the meeting that the Stage 2 Submission for MTU (Munster Technological University) presented to the Governing Body should be submitted to the HEA by Friday, 7th June, 2014. . On a show of hands, the vote was eleven (11) in favour with two (2) against.

The Governing Body authorised Cllr Terry O'Brien and the President to sign the Memorandum of Understanding pertaining to the establishment of the Munster Technological University.

The President thanked all the members of the Governing Body for their support for this initiative.

17. Extract dated 25.06.2014

8. President's Report:

8.1 Update on MTU [Munster Technological University]: Governing Body members discussed the Stage 2 document. Noted the HEA will appoint an International Panel to review the submission. Mr. Fergal Costello, HEA, has been appointed to manage this process. The Presidents of ITT and CIT are scheduled to meet with Fergal Costello in early July to discuss timelines, procedures to be followed, etc. Noted:

1. That the same International Panel will review the two submissions received.
2. It is envisaged that WIT/Carlow will submit their document to the HEA in November/December 2014
3. The International Panel will receive briefing from the DOES and HEA on the third level landscape in Ireland.

18. Extract dated 24.09.2014

9. President's Report:

9.1 Update on MTU: President outlined the engagement with the international panel. He stated that it is envisaged that the Governing Authority of the HEA will consider the International Panel Report in September/October. A member asked about the timelines in relation to the establishment of the MTU Implementation Group which is specified in the MTU Implementation Document forwarded to the HEA. The President stated that the MTU Implementation Group will involve academic staff from both institutions as well as members of administration, support and ancillary staff from both institutions. Trade Union representatives will also be members of the Implementation Group. These groups will not be established until the report from the Internal Panel has been issued by the HEA and the Governing Body of each institution has endorsed the report. The Chair complimented the

team who represented the Institute at the meeting with the Internal Panel – the ITT representatives were Dr Oliver Murphy, Ms Brid McElligott, Dr Joe Walsh and Mr Tim Daly.

19. Extract dated 23.10.2014

1. Presidents Report

1.1 Update on MTU:

President stated that:

- The International Panel who reviewed the MTU submission have submitted their report to the HEA;
- The HEA at their meeting on Tuesday 25th November will make a decision in relation to same;

Noted the recent media coverage in relation to WIT & Carlow IT. President states that it is envisaged that an expression of interest will be submitted by GMIT, IT Sligo and Letterkenny IT to establish a TU and this will be submitted to the HEA in early December 2014.

20. Extract dated 19.11.2014

8. Presidents Report:

8.1 Update re MTU: The President advised that it is envisaged that the HEA meeting scheduled for Tuesday next will make a decision on our Stage 3 MTU Submission. The President stated that the HEA decision and any correspondence received from the HEA will be included as agenda items for the Governing Body meeting on 17th December.

21. Extract dated 17.12.2014

6. Presentations:

6.1 Presentation by Dr. Oliver Murphy, President on the MTU International Panel Report:

The President gave an overview of the External Panel Report and the correspondence received from the HEA in relation to same. The main items were:

1. Terms of Reference of the Expert Panel
2. The outcome of the evaluation in relation to the criteria for designation as a TU
3. The opinion of the panel in relation to the capacity of the proposed new entity to achieve the objectives of consolidation
4. Main comments made by International Panel in relation to:
 - a. Mission
 - b. Institutional Profile
 - c. Student Profile
 - d. Staff Profile
 - e. Research
 - f. International Profile
 - g. Leadership, Management and Governance
 - h. Financial Considerations
5. Main items raised in HEA letter

The President stated that consultation sessions would be held with staff and students in relation to the External Panel Report. The following the schedule of meetings will be held in January 2015:

- Executive Meeting: Thurs, 8th January 2015
- GMT Meeting: Thurs, 8th January 2015
- School of HSS: Monday, 12th January 2015
- School of STEM: Monday, 12th January 2015
- School of BCH: Tuesday, 13th January 2015
- Central Services: Wednesday, 14th January 2015 (NC @ 11:15am / SC @ 2:00pm)
- Special Governing Body Meeting: 15th January 2015
- Special Academic Council Meeting: 19th January 2015
- Student Forum week beginning 19th January 2015

It was agreed that each member of the Executive will be invited to attend the Governing Body meeting scheduled for 15th January 2015 and will update the Governing Body on the feedback received from their staff. Dr. Don Thornhill, Chairperson of the MTU Steering Group will also attend the Governing Body meeting scheduled for 15th January 2015 and will

give a presentation on the MTU process to-date and the potential of TUs to assist in the economic development of the region.

Member circulated a document which specified three questions which he specifically wished to see addressed as part of the consultation process with staff. President stated that the queries raised have been addressed previously as part of the consultations with staff. He also stated that Mr. Conor O'Brien is undertaking a Level 2 Risk Analysis with respect to the proposed merger and the resultant creation of the Munster Technological. Mr. O'Brien will be meeting with members of the Governing Body and members of the Executive on a one-to-one basis. Noted that if members of the Governing Body or Executive wish to have a further meeting with Mr. O'Brien this will be arranged via Ciara Shanahan. Member raised query as to why Mr. O'Brien is not meeting with the Unions. President stated that Level 2 Risk Analysis is normally undertaken at Board/Executive level. President stated that he would consider the request and the matter would be re-visited at the next Governing Body meeting.

22. Extract dated 15.01.2015

1. Expert Panel Report to the HEA on the MTU Application

The Chairperson welcomed Dr. Don Thornhill, Chair of the MTU Steering Group, and all the members of the Executive team. He stated that tonight's meeting is for information purposes only and that no formal decisions will be taken at this meeting. The two main objectives were:

1. To clarify any queries that the Governing Body members may have in relation to the Expert Panel report
2. To update the Governing Body on feedback from the staff consultation sessions which were held in January 2015. The primary purpose of the consultation sessions was to obtain feedback from staff in relation to the Expert Panel Report. Each Executive member has collated the feedback from his/her own area which has been included in the presentation for the meeting.

Dr. Don Thornhill gave a presentation. The main issues covered were:

1. TUs are seen by Government as essential contributors to national, regional, economic and social development strategies.

2. The outcome from the International Panel was very positive.
3. The Minister for Education and Skills has strongly endorsed the conclusions of the International Panel.
4. DTU and MTU are in leading positions
5. The International Panel has cautioned against delay and there is a need for us to stick to our agreed timetable.
6. This is a historic opportunity for the South West Region
7. The cost of failure are high for students, staff, stakeholders and whole region

The Vice President for Research, Development and External Engagement presented the feedback from the School Board Meetings and Central Services Team Meetings.

The main areas covered related to:

- Mission
- Student Profile
- Staff Profile
- Teaching, learning and curriculum development
- Research
- International Profile
- Leadership, Management and Governance
- Financial Considerations
- Other Considerations

See Presentation for details contained in Appendix 1.

The President stated that the attainment of the Technological University is a key strategic objective and that the Executive team have unanimously agreed that the MTU is the best way forward for ITT. The journey to TU status will be challenging however we are confident given the expertise, professionalism of the staff that we will meet the criteria by the deadline specified in the Stage 2 submission. The Governing Body discussed the International Panel Report and the following observations were made:

- This is a unique opportunity for both staff, students and the wider region
- All the staff involved in the process to-date were congratulated.
- Given the fundamental change that is being proposed some academic staff have concerns in relation to:
 - The operation of a multi-campus University

- The implication for similar programmes which are running in both location and the potential for rationalisation of these programmes
- Some staff are unconvinced that the benefits specified in relation to the business model / financial aspects can be achieved
- Loss of autonomy for the ITT
- The unique strengths associated with ITT Campus must be preserved and built upon by the new entity

The Chairman stated that he sees the establishment of MTU as a very significant development. He attended the meeting with the International Panel and was most impressed by the spirit of co-operation and common purpose which the teams from Tralee and Cork displayed on the day. The decision which we now are facing is the most significant decision that any Governing Body of ITT had to make since the RTC/ITT was established. It is important that the strategic interest of the Institute and Kerry are protected.

The President of the Students' Union stated that the Students' Union in Tralee and Cork welcome the establishment of the MTU, however there are significant logistical issues to be addressed and he is in discussions with his counterpart in CIT.

Executive members present made the following comments:

- At one particular school board meeting held in relation to the Stage 2 submission the issue of not doing anything and maintaining the "Status Quo" was identified as a significant risk and the fear of "not doing this" was highlighted.
- MTU is a massive opportunity and the new entity will be greater than the sum of its parts and it will enable us to deliver a range of services that we currently are not in a position to deliver.

The President stated that:

- The Institute has a significant track record of achievement and ITT will form a critical element of the new entity.
- He expressed his deep appreciation for the support and assistance and advice he has received from the Executive in relation to this initiative.
- The Executive is of the unanimous opinion that the best way forward is to proceed from Stage 3 to Stage 4.

23. Extract dated 28.01.2015

5.1 Presentation on the Risk Assessment on proposed MTU with CIT – presented by Conor O'Brien

Conor O'Brien gave his presentation "Risk Assessment on the proposed MTU with CIT". The presentation specified two major risk categories, namely:

- (a) Merger Risk (which contained eight sub-headings)
- (b) Autonomy Risk (which contained ten sub-headings)

Mr. O'Brien stated:

- That the next stage of the process is for the Executive to develop a Risk Mitigation Plan.
- One of the biggest challenges facing the Institute is to ensure that day-to-day business continues while in parallel pursuing the MTU related initiatives.
- It is important that the next phase of the MTU project is adequately resourced and that the additional appointments to the MTU Project Office specified in the submission document (Page 89 – Table 6.3) are made.
- 100 day plan should be developed which specifies clear deliverables. This should be developed jointly by CIT and ITT.

The President stated that:

- The Executive would now develop a comprehensive strategy to address each of the risk and sub-headings.
- Funding of €766K had been received from the HEA for calendar year 2015 to support the establishment of the MTU.
- The submission document specifies once off cost of approximately €6.7m in relation to the merger and the establishment of MIOT/MTU.

The Governing Body complemented Mr. O'Brien on his comprehensive presentation. A question and answer session followed and the following items were discussed:

1. Had a risk rating for each specified risk been determined and were the risks classified into the traditional categories of red, amber and green.
2. Had the risk arising from the fact that the TU Bill which is now only being currently drafted being incorporated into the risk analysis.

3. Had CIT undertaken a similar risk analysis?

Note 1: Given that we are the smaller entity the decision to proceed from Stage 3 to Stage 4 is far more significant for us than CIT. The key priority for the Governing Body is to ensure the Kerry Campus is enabled to grow and develop and build on its unique strengths within the new entity. Important that the new entity would incorporate the best aspects of the ethos in both institutions.

Note 2: The Chair and President met with the Chair and President of CIT in order to develop an Integration Agreement which would specify the General Principles underpinning the MTU and would specify commitments by the new entity to the ongoing development of the Kerry Campus.

The Chairman stated that he and the President of ITT have met with Mr. Tom Boland, CEO, HEA, in relation to the correspondence issued by the HEA to both institutions which accompanied the International Panel Report. Mr. Boland was informed that the Governing Body of ITT was disappointed by the tone and content of the letter. He was asked to outline the HEA's commitment to the TU initiative in general and the MTU application in particular. Mr. Boland stated that the HEA were fully committed to the establishment of TUs and that the International Report had identified a number of issues to be addressed but that the trust of this report was that the MTU proposal was credible and realistic.

24. Extract dated 25.02.2015

2. MTU:

2.1 Risk Mitigation Plan

The Chairman welcomed Mr. Conor O' Brien and members of the Executive team to the meeting. The Vice President Research, Development and External Engagement gave a presentation on the Risk Mitigation Plan developed by the Executive. The Plan addressed each of the risks and sub-risks which were identified in the Stage 2 Risk Assessment undertaken by Mr. Conor O'Brien. Noted that Mr. Conor O'Brien assisted the Executive in the development of the Risk Mitigation Plan. In total 92 action points have been identified and the individual responsible for progressing the action point has been specified.

The Chairperson complimented the Executive on the detailed plan presented and the comprehensiveness of same. The Governing Body discussed the Risk Mitigation Plan and the members made the following observations:

- The requirement for adequate resources to be put in place so as to ensure the Risk Mitigation Plan was implemented successfully and within the timelines specified.
- The requirement to review the Mitigation Plan at regular intervals and to update the risk rating in light of the implementation of elements of the plan.
- There was discussion on risk number 1.02 and 2.02, the USP (Unique Selling Point) of the MTU and the importance of crystallising the vision of the MTU.
- Members discussed the MTU Communications Leader Role. This is an important position as it will streamline communications both internally and externally.
- It was noted that there is a very strong link between the Risk Mitigation Plan and the Integration Agreement.

It was agreed that the Risk Mitigation Plan was a very comprehensive document with detailed mitigating actions for each risk. The Governing Body thanked all those involved.

2.2 Integration Agreement

The Chairman opened the discussion on the MTU Integration Agreement between Cork Institute of Technology and Institute of Technology Tralee. He outlined that this was a hugely important document and complimented all those involved in these negotiations. He stated that CIT had listened to the concerns of ITT and that the Integration Agreement was a comprehensive agreement which addressed the major issues from IT Tralee's perspective.

The President acknowledged the involvement of the Chairman in the negotiations and the huge amount of personal time he committed to the process. The President highlighted:

- Clause 15 under Quality of the Student Experience, where the students of both the Kerry and Cork campuses will be equally represented on the MTU Governing Body.
- Clause 19, under Campus Development, which specifies a number of capital projects. Under Clause 20, a masterplan will be developed which will be agreed by both Governing Bodies in advance of the legal merger.
- Clause 21, Senior Management, where 2 out of 5 Vice Presidents and 2 out of 5 Deans in the MTU will be based in each major campus.
- Clause 28 which deals with the expansion of the MTU to incorporate additional partners.

- Clause 30, under Dispute Resolution in the agreement. Normally there would be one entity remaining after a merger but in this instance both entities will be dissolved. Consequently, the Presidents will put in place robust mechanisms to facilitate the honouring of this Integration Agreement into the future and these are to be agreed in advance of the legal merger of CIT and ITT,

Members discussed the Integration Agreement and it was felt that this was a very good agreement for ITT. The Governing Body members thanked all those involved in the discussions and noted that the tone and spirit of the Integration Agreement reflected the fact that both entities respected each other's positions and are committed to a partnership approach in relation to the establishment of this new entity.

Members of the executive stated that they had discussed the Integration Agreement in detail and have endorsed same. They also stated that they endorsed the Risk Mitigation Plan.

The Chairperson and President thanked Mr. Conor O'Brien for his involvement in the Stage 2 Risk Assessment and the Risk Mitigation Plan. The President stated that Mr. O'Brien's considerable experience in the private sector in dealing with matters like these was of considerable benefit to ITT.

The Executive members and Mr. Conor O'Brien then left the meeting.

The President:

- Brought the correspondence from the TUI to the attention of the members.
- Stated that he had written to the ITT TUI Branch informing them that we agreed to go to the Labour Relations Commission in relation to the issues raised by them.

The correspondence was discussed and there was some concerns expressed by the Student Union regarding the threat of industrial action by the TUI and the implication for students at exam time.

The Chairman then moved the following motion which he read out to the members and distributed at the meeting.

Resolution for Governing Body Meetings on 25 February 2015

On the 3rd June 2014, the Governing Bodies of Cork Institute of Technology (CIT) and Institute of Technology Tralee (ITT) signed an Agreement to merge which was conditional on a

favourable decision at Stage Three of the process for University Designation. This Agreement was formally required by the HEA at Stage 2 of the Process for Technological University designation.

The Governing Body of ITT has:

- (a) carefully considered the content and implications of the report of the Expert Panel which the HEA informed us constituted the outcome of Stage 3 of the process;
- (b) ratified the Integration Agreement between Cork Institute of Technology and the Institute of Technology Tralee.

In light of the above the Institute of Technology Tralee agrees to proceed to Stage 4 of the process for Technological University designation with Cork Institute of Technology.

When the legislation is enacted and all preparatory arrangements are in place, the two Governing Bodies will request the Minister to give legal effect to the merger.

A discussion took place and the following points were discussed:

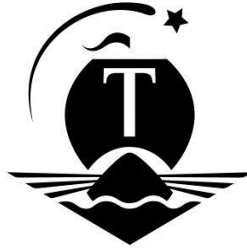
- Members felt that this is a very good Integration Agreement for ITT and thanked all those involved in the negotiations in relation to this agreement.
- This is a unique opportunity and we should move forward and attain a university campus for Kerry and the wider region.
- Three of the four stages of the designation process for TU status have now been successfully completed and we should now proceed to the final stage of the process.

The Chairman put the motion to a vote and the motion was carried with one member voting against. The Governing Body approved the use of the Institute seal on the Integration Agreement with Cork Institute of Technology.

25. Extract dated 21.06.2017

5.1 Industrial Relations:

- 5.3.1 The TUI voted to accept the proposed terms of the updated T.U. Bill by 74%. This will clear the way for all staff to engage in the MTU process. TU legislation is expected to be passed by the Houses of the Oireachtas by Christmas 2017.



INSTITUTE OF TECHNOLOGY TRALEE
INSTITIÚID TEICNEOLAÍOCHTA TRÁ LÍ

**Minutes of Special Governing Body Meeting held on
Wednesday, 28th May 2014**

PRESENT:

Dr. Oliver Murphy (President)
Mr. Michael Buckley
Cllr. Peter Considine
Cllr. Mary Jackman
Mr. John Jones
Mr. Jerry Moloney
Mr. Tony Murphy
Mr. Tim O'Donoghue
Dr. Sharon Phelan
Ms. Monica Sheehan
Mr. Don Toomey

APOLOGIES:

Cllr. Terry O'Brien (Deputy Chairman)
Cllr. Mairead Fernane
Cllr. Seamus Cosáí Fitzgerald
Mr. Colm McEvoy
Ms. Aoife O'Brien
Ms. Karen Sheahan

IN ATTENDANCE:

Mr. Donal Fitzgibbon – Secretary
Dr. Don Thornhill
Dr. Richard Thorn
Ms. Brid McElligott – Head of Development
Mr. Tim Daly – Manager Strategic Developments

Noted apologies from Cllr. Terry O'Brien and in Cllr. O'Brien's absence, Cllr. Peter Considine chaired the meeting.

The President stated the purpose of the meeting is to clarify any matters that the Governing Body members may have in relation to the Stage 2 MTU Submission document. The President introduced Dr. Don Thornhill who will act as facilitator for the workshop and Dr. Richard Thorn.

Noted that:

- Dr Don Thornhill and Dr Richard Thorn will be at the workshop for the CIT Governing Body which is scheduled for Thursday, 29th May.
- The Governing Body of CIT and the Governing Body of ITT will hold separate meetings on 03rd June at 6.00pm to make a final decision in relation to submitting the Stage 2 Submission to the HEA.

At the beginning of the meeting, Dr. Don Thornhill outlined the national policy issues underpinning the proposed establishment of Technological Universities. Dr. Richard Thorn then gave a presentation on the HEA process for TU designation and the draft Heads of Bill for TU designation (See Appendix A for presentation).

Mr. Tim Daly and Ms. Brid McElligott:

- Outlined the process followed by ITT and CIT in developing the Stage 2 submission.
- Gave an overview of the e consultation undertaken with staff, students and stakeholders at IT Tralee
- Presented a summary of the main feedback received from staff, students and stakeholders in relation to the draft Stage 2 Submission.

Dr. Thornhill outlined his role as Chairman of the Steering Group for MTU and responded to questions and observations from members. The Governing Body members then discussed the draft Stage 2 Submission. The main points raised were:

Page(s)	Item
9, 10	The South West Region Facts should be updated to reflect the unique differences within the southwest region and a greater focus on County Kerry should be incorporated into this section.
18	Research Section should be updated and greater emphasis to be placed on applied research
24-28	Table 3.1 to be revised and focus to be on big ticket items
33-34	Business Case, an narrative should be developed and placed

	before Table 3.2 which would outline the principles underpinning the combined income and expenditure projections across both scenarios
42	Facility, School and Department Structure should be referenced in the schematic

General issues

- (a) Greater emphasis should be given to MTU’s commitment to apprenticeship and craft area.
- (b) Greater emphasis should be placed on the consultation process in the development of the Stage 2 Document.
- (c) The methodological approach taken should also be specified in the document.

The issue of the level staff constitution was raised and discussed. The President stated that significant consultation was undertaken in relation to the Stage 2 Document and that input from staff had directed influenced and shaped the document. He thanked all the staff who had engaged in the consultative process and he thanked Ms. Brid McElligott and Mr. Tim Daly for all the work they have put into this project. The President outlined the feedback received from the International Review Panel which was appointed by IT Tralee and CIT to review the Stage 2 Document. This International Review Panel comprised of top internationally recognised academics such as Professor Dieter Timmermann; Professor Peter Scott and Sir Tim Wilson. The International Review Panel endorsed the Stage 2 Submission Document

Noted there will be a special meeting on Wednesday the 3rd of June 2014 by both Governing Bodies [ITT & CIT] to further discuss the Stage 2 Submission Document and to make a final decision in relations to same.

Signed: _____

Date: _____

Cllr. Terry O’Brien (Deputy Chairman)