

Minutes of Finance & Capital Investment Committee meeting

Date: Monday, 18 November 2024
Time: 3.00pm

Location: Corporate Services Support Building, SETU Carlow Campus & Microsoft Teams

Chair: Professor Patrick Prendergast

Attendees: Professor Veronica Campbell
 Mr Mark Dunne
 Dr Frances Hardiman
 Ms Carol Lynch (via MS Teams)
 Mr Patrick McCormack (via MS Teams)
 Dr Helen Murphy (via MS Teams)
 Mr Alan Quirke (via MS Teams)
 Ms Elaine Sheridan, VP Governance/University Secretary
 Mr Cormac O’Toole, VP Finance/Financial Controller

Apologies: Ms Louise Grubb

In attendance for Agenda Items 2.5 & 2.8
 Mr Keith Williams, Capital Projects Manager

In attendance for Agenda Item 2.6
 Mr Martin Freyne, Chair, Board of Novus
 Mr Mike Geogheghan, External Director, Board of Novus

In attendance for Agenda Item 2.11
 Dr John Power, Brand Manager

Secretariat: Ms Mary Clare Coogan

Item Title	
1.	<u>Chairperson’s Welcome:</u>
1.1	<u>Chairperson’s opening:</u> NOTED The Chairperson welcomed members to the first meeting of the committee to take place in the new Corporate Services Support Building and congratulated all involved in the creation of the new building. Confirming the meeting was quorate he commenced the business of the meeting.

1.2	<p><u>Conflict of Interest Declaration:</u> NOTED The Chairperson asked members if they had any conflicts to declare, particularly associated with items on the agenda. The President declared that she has a conflict with item 2.12 and it was agreed that she would absent herself at that point.</p>
1.3	<p><u>Approval of minutes: 10 September 2024:</u> AGREED To approve the minutes of 10 September 2024 and publish on the website.</p>
1.4	<p><u>Matters arising (Action Log):</u> NOTED The Chairperson advised that one of the seven items on the Action Log was complete, two were in progress and the remaining four were on the agenda for today's meeting.</p>

Section 2A - for approval

2.1	<p><u>Fee Schedule 2025/2026</u> NOTED The VP Finance presented the Postgraduate Fee Schedule for 2025/2026 to the committee. As advised at the last meeting, a full review of all course fees had been undertaken and efforts made to standardise the fee across SETU as much as possible.</p> <p>AGREED To approve the Fee Schedule for 2025/2026 as presented.</p>
2.2	<p><u>Investment into SETU spin out company</u> NOTED The VP Finance referred to the briefing paper that was circulated by Dr James O'Sullivan, Technology Transfer Manager, in relation to this item. He advised that the spin out company have a proposed investment from Enterprise Ireland in the form of a convertible loan instrument. The VP Finance confirmed that the Commercialisation Committee has considered the matter and recommends the proposal to the Finance & Capital Investment Committee for approval.</p> <p>AGREED To recommend to the Governing Body that the University proceed with the investment into the SETU spin out company by Enterprise Ireland.</p> <p>ACTION 1) Full list of shareholders for the spin out company to be circulated to the committee, and 2) Finance & Capital Investment Committee to be given rights to the Commercialisation Committee folder on the Teams environment.</p>
2.3	<p><u>Incentivisation Scheme Proposal</u> NOTED Following on from a discussion that took place at a previous meeting (13 March 2024) in relation to a financial incentivisation scheme, the VP Finance presented an Incentivisation Scheme Proposal to the committee for consideration. He advised that the proposal was predominantly for international fee-paying students in the first instance, and the scheme would be implemented on a pilot basis, to be reviewed in three years or sooner as required.</p> <p>The VP Finance confirmed that the incentivised financial distribution will be calculated at the end of the financial year and distributed in the budgets for the next calendar year, based on net revenue derived from international fee-paying student numbers compared to the baseline academic year of 2023/24.</p> <p>It was noted that operational matters on the scheme will require discussion by the Executive Management Team.</p> <p>AGREED To approve the Incentivisation Scheme Proposal.</p>

2.4

Draft Insurtech lease agreement

NOTED As agreed at the last meeting, the VP Finance presented the draft lease agreement between SETU and Insurtech Network Centre DAC. He advised the committee that it was a standard lease that had been prepared by the University's solicitors, and is drafted so in the event that Insurtech DAC ceases to exist then the lease reverts back to SETU. A discussion followed during which queries were raised about legal review of the transaction arrangements and potential VAT issues associated with the lease.

AGREED To approve the Insurtech lease agreement and bring forward to the Governing Body for noting, subject to legal review of the transaction arrangements and VAT implications.

2.5

Apprenticeship Building

NOTED Mr Williams was welcomed to the meeting. He presented a summary of the University's expressions of interest for the Apprenticeship Expansion Programme 2024, which was in response to a funding call that had been issued by the HEA over the summer.

The summary outlined the following:

- Call sought applications for new equipment and expansion of capacity
- SETU had sought funding for additional equipment associated with the Lab Analyst Apprenticeship
- SETU had submitted an expression of interest to deliver a new 1,500m² building on the Carlow Campus to support delivery of six additional Electrical Instrumentation (EI) apprenticeship blocks per semester
- Space would also be flexible to support delivery of Electrical apprenticeship blocks if insufficient demand for EI
- Application has been reviewed by the EMT.
- Approval of the Finance & Capital Investment Committee now requested to progress with the application

AGREED To approve the progression of the application for the Apprenticeship Expansion Programme.

The Chairperson thanked Mr Williams for his presentation and he left the meeting.

Section 2B - for discussion/noting

2.6

Novus financial planning update

NOTED Mr Freyne and Mr Geoghegan were welcomed to the meeting. They both addressed the committee and provided a summary of the papers that had been circulated prior to the meeting, outlining some of the issues affecting Novus (**information redacted**). Various queries were raised and clarifications sought by the committee.

The Chairperson thanked Mr Freyne and Mr Geoghegan for their input and they left the meeting.

A discussion followed with members stating a need for Novus to shift its focus towards defining and working towards the future position and goals to be achieved. (**information redacted**)

(information redacted)

AGREED (**information redacted**)

ACTION Full review of the activities of Novus to be carried out by the University. The President was nominated to take the lead on this.

Budget Outlook 2025

NOTED The VP Finance gave a briefing on the Budget outlook for 2025. He stated it will be challenging with a pay shortfall and a reduction in other grants somewhat offset by additional *Funding the Future* allocation, and a likely supplemental pay allocation later in the year. Student recruitment and retention remain key to the financial stability of the University.

2.7

Capital Update

NOTED Mr Williams was welcomed back to the meeting and provided slide-deck presentations as follows:

2.8

Wexford Campus

Progress update on the CPO process and also the draft Masterplan which has been commissioned by Wexford Co. Council. With regard to the CPO process, Wexford Co. Council have confirmed to the University that they are still currently in negotiations with the landowner regarding the compensation valuation. Mr Williams advised that the landowner is seeking a Judicial Review of the CPO process which has the potential to further delay the progression of the CPO. In relation to the draft Masterplan, the proposed plan allocates 17.40 acres to SETU, and the University has engaged Turnberry to review the proposed allocation and to comment as to whether:

- i. 17.40 acres is sufficient in size to meet the medium to long-term needs of SETU?
- ii. The parcel located in the most appropriate location within the overall 48 acre-plot?

Once the above questions have been addressed, a Masterplan will be prepared for the SETU. The committee were of the opinion that the University should adopt the principle of acquiring a significant portion of this site in order to ensure it has the potential to expand in the future.

PPP Update - Waterford & Carlow Projects

With regard to the Engineering, Computing and Teaching Building Project on the Waterford campus, planning permission had been granted on 23 October 2024, subject to 12 conditions none of which are considered problematic. The Science Building Project on the Carlow campus has received a request for further information relating to interconnection with the Local Authority's proposed active travel works, as well as car parking. A meeting was held with Carlow Co. Council to discuss the proposed response to the further information request, with the Local Authority recommending that SETU lodge a separate planning application for the provision of additional carparking on campus and a new internal access road. These works are considered necessary in order to mitigate the current planning risk associated with the PPP project on the Carlow campus and have been discussed with the HEA. Approval is now required from the Finance & Capital Investment Committee and Governing Body to lodge a planning application for the completion of additional parking, a new internal link road and connection to the new entrance.

AGREED To recommend to the Governing Body that they authorise the University to proceed with lodging of a planning application as outlined above.

The Chairperson thanked Mr Williams for his updates and he left the meeting.

2.9

Investment of surplus funds

NOTED This item was deferred.

2.10

Cyber impact on Financial Statements

NOTED The VP Finance informed the committee that at the end of October SETU experienced a cybersecurity incident which targeted the University's IT systems. The incident was identified at the earliest possible stage and the IT team have been working since then to safeguard the IT systems. Some drives have not been accessible on the Waterford campus, and from a finance perspective, staff have not been able to access some of the detailed working papers for the last number of weeks. As a result, the University will not meet the end of November deadline for the submission of the Annual Financial Statements to the Office of the Comptroller & Auditor General (C&AG). The VP Finance stated that both the C&AG and HEA have been notified of this.

The committee was advised that a special meeting of the Finance & Capital Investment Committee will be required in December to review the Financial Statements. The committee will be notified as soon as a date has been confirmed.

2.11 Former Waterford Crystal site: Naming & Branding of University Enterprise Quarter

NOTED Dr Power was welcomed to the meeting and gave a presentation on the process that was undertaken regarding the naming and branding of what is currently referred to as the University Enterprise Quarter. The recommendation from the process is to name the site "Glassworks". Dr Power advised that Phase 2 of the process will concentrate on the development of brand concepts, identity and visual guidelines.

The Chairperson thanked Dr Power for presentation and he left the meeting.

2.12 President's annual expenses

NOTED The President absented herself for this item. A summary report of the President's expenses was circulated to the committee for the period 1 September 2023-November 2024 for noting.

The President re-joined the meeting.

2.13 Effectiveness Review

NOTED The VP Finance thanked members for completing the self-assessment questionnaire. Based on the feedback and comments from the committee, eight actions have been suggested which will now be implemented. The VP Finance outlined the implementation plan for these actions over the coming months, which will include targeted induction and training for committee members as required. The VP Governance suggested that Ms Coogan liaise with Ms Byrne so that induction and training be made available to all sub-committees of the Governing Body.

ACTION To follow up and implement the actions outlined in the Effectiveness Review Self-Assessment exercise.

2.14 **(Information redacted)**

(information redacted)