

## RAIDIÓ TEILIFÍS ÉIREANN

Minutes of the Meeting of the Board of RTÉ  
held on Thursday, 26 May 2022 via Zoom

**Present:** Moya Doherty (Chair)  
Ian Kehoe  
Deborah Kelleher  
PJ Matthews  
Robert Shortt  
Connor Murphy  
Jonathan Ruane  
David Harvey  
Susan Ahern  
Daire Hickey  
Dee Forbes, Director General

**Apologies:** Anne O'Leary

**In Attendance:** Paula Mullooly, Group Secretary  
Richard Collins, Chief Financial Officer  
Peadar Faherty, Head of Internal Audit

**1. Minutes of Meeting**

The Minutes of the meeting of 28 April were approved.

**2. Matters Arising from the Minutes**

None.

**3. Declarations of Interest**

None.

**4. DG's Report**

The DG noted that while Covid is still around the organisation is moving to transitional provisions. This has started with removing the requirement for masks. The organisation's protocols allow it to react quickly to any outbreak. Meeting rooms have been organised to facilitate hybrid meetings.

In the context of the market the DG noted that both Netflix and Disney plan to introduce advertising models. She noted that a lot of work is being done to get visibility in the market in the second half of the year. The market is strong but up and down and supply chain issues are continuing.

In relation to content the audience remains strong with share ahead of 2021 and peak share up. She noted the soap strategy in the UK and the impact on Irish schedules. Great lighthouses and the Liffey programme had gotten great feedback. Hospital Live starting this week and Zoo Live later in the Summer – both with Science Foundation Ireland. There were a number of very strong documentaries and a lot to come. There is a lot of sport also. There has been a good reaction to the Toy Show musical and sales are good.

In relation to Public Affairs the DG noted that the FOMC is still with Government but there is a hope that it will be published before the summer recess.

## 5. Committees:

### Programme

DK updated the Board on their recent meeting in relation to programming for younger audiences. She noted that there was a lot of data driven information and noted the importance of sports rights for these audiences. She outlined the presentations from Audience Insights, Radio One, 2FM, the LLS and YPP. Daire Hickey suggested that the slides be distributed to the Board so there could be a sense of the breadth of work being done in this area.

### Fair Trading

DK updated the Board in relation to Fair Trading. She noted that there has been one complaint in the six years the policy has been in force. The FTO is updating the policy but at this stage only minor alterations are needed. There may be a need to update further following the enactment of the OSMR Bill. She noted that the Policy provides an easy to understand outline of the requirements in this area.

### Audit & Risk

Robert Shortt noted that it was a relatively short meeting and the Committee were introduced to Mike Fives who has joined RTÉ as Group Financial Controller. RS noted that RC would be updating the Board on the financial matters and the fact that there will be a full reforecast at the July meeting. The Committee received an update on legal matters and also an Internal Audit update from Peadar Faherty who outlined some technical matters on proposed standards coming down the tracks in relation to Climate and Sustainability.

### Audience Council

PJM noted that the Audience Council would be meeting with the Board in the afternoon to outline the work done by them. PJM noted that it had been very difficult for the Council in the age of Zoom. He noted that the Council reflect the views of the public and the presentation would consider programming around Climate Change.

## 6. Finance

*(Richard Collins joined the meeting)*

### April 2022 Management Accounts

RC brought the Board through Headcount report. David Harvey noted that he and CM were still working through information in relation to this topic and would present to the Board in due course.

The DG noted that in the context of commercial the organisation is looking at the state of marketplace worldwide as well as in Ireland and there will be a reforecast next month. She noted that UK forecasts are pessimistic but there are key differences between the markets particularly around inflation and sports rights. She noted that slower recruitment will also impact on costs.

### Bank Mandate Approvals

Due to the recent appointment of the Group Financial Controller role, RTÉ is updating all of the Bank mandates.

1. Update of Bank of Ireland Mandate - RTÉ is updating the list of authorised dealers, authorised signatories, and those authorised to enter into treasury deposits, spot foreign exchange purchase and forward foreign exchange contracts. This is to reflect current post holders. Authorised individuals on behalf of RTÉ are included in appendix 1 (attached to this minute).
2. Update of AIB Mandate - RTÉ is updating the list of authorised dealers and authorised signatories. The Treasury Services registrations forms are attached in appendix 2 (attached to this minute).
3. Update of Investec Mandate - RTÉ is updating the list of authorised signatories. The Treasury Services registrations forms are attached in appendix 3 (attached to this minute).
4. Update of Fexco Mandate RTÉ is updating the list of authorised signatories. The request letter is attached in appendix 4 (attached to this minute).
5. Update of administrators on Bank of Ireland Business online and AIB iBusiness -RTÉ is removing Fiona O'Shea and adding Mike Fives as the administrator of RTÉ internet banking facilities with Bank of Ireland Business online and AIB iBusiness banking. AIB request letter is attached in appendix 5 (attached to this minute).

The RTÉ Board is asked to consider and approve the requested changes to the Bank Mandates.

**Proposed:** Robert Shortt  
**Seconded:** Ian Kehoe

## NIMUX

Following the departure of Eamonn Reid a new director needs to be appointed to NIMUX – a joint venture between RTÉ and TG4. The Board agreed that Mike Fives be nominated for appointment to the Board of NIMUX

**Proposed:** David Harvey  
**Seconded:** Susan Ahern

### 7. Digital Projects Roadmap

*(Adrian Lynch & Richard Waghorn joined the meeting)*

The DG noted that the organisation has put together a roadmap of major digital projects which impact on the medium to long term future of RTÉ. There are five projects, two of which will be discussed today and three in July. RW noted that RTÉ needs to transition fully from being a broadcaster, to being a streamer and a broadcaster. RTÉ is moving towards offering richer digital, personalised experiences on any device, supporting audience reach, share and commercial objectives. We need to do this alongside maintaining the traditional broadcast services and operations. There are a number of challenges to address if the ambition is to be fully realised. Addressing these challenges requires investment in our capabilities and resources. AL noted the dependencies in the infrastructure meant the projects cannot be done in isolation. RW pointed out that RTÉ has been making investments in core technology for enabling both streaming and broadcasting operations and it continues to be work in progress. A significant back-end infrastructure is required, and one that aligns broadcast and digital in a single managed environment. RW pointed out how the land sale proceeds have been used to support broadcast and digital operations

Despite the investments made so far in back-end infrastructure, there are still areas where RTÉ is managing with equipment or systems that are legacy / beyond useful life and / or are where there needs to be further investments to meet future ambitions.

AL outlined the five projects relating to the Player, Data, Audio and DAI. AL set out the timelines for the projects.

The Chair asked AL if RTÉ is placing itself in the right direction. CM queried if there is capacity for all five projects IK asked about the priority for the projects and asked for visibility on hierarchy. The DG noted that these are the key projects and are all linked so have to proceed at the same time. JR noted that prioritisation is the key – RTÉ needs to become a digital organisation.

The Chair noted that the key messages are communication, information, and prioritisation. She stated that the Board might consider a Technology Sub Committee to review these matters.

*(Adrian Lynch & Richard Waghorn left the meeting)*

8. **Internal Audit**  
(Peadar Faherty joined the meeting)

Board Effectiveness

PF updated the Board on the background to the Board performance evaluation which is addressed in the Code of Practice for the Governance of State Bodies. He noted that a board evaluation is a good business practice to assist boards to recognise and build upon their strengths, while identifying any areas which may require improvement. PF outlined the scores across the question and noted that the highest performing categories are all importance areas within a Board's remit and cover risk, performance monitoring, regulation, compliance and internal control. These are core areas within the Board's responsibility and are subject to regular external review and scrutiny. PF brought the Board through the outcome of the evaluation and suggested that the Board could consider the need for an updated Board strategy session. In relation to the diversity questions PF noted that this is a matter for Government in future Board appointments and that the Board meets the Government targets regarding the minimum representation of each gender in the membership of State Boards, as set out in the Code of Practice for the Governance of State Bodies. PF also suggested that the actions outlined should be tabled for review at future meetings of the Board, as necessary.

The Board discussed the evaluation and the Chair noted the important focus is how to do better as a Board. After some discussion the Chair asked member to submit their top three objectives and this could inform discussion. IK suggested looking at the role and structure of the Committees and the formation of a digital or technology Committee. The DG stated that she would bring something on strategy work to the next meeting. RS stated that it would be useful to have a summary of what the Broadcasting Act specifies RTÉ can and cannot do and how that aligns with the Strategy. The Chair suggested SA might assist with this.

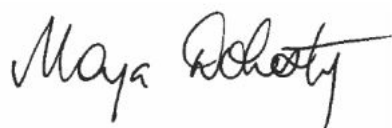
(Peadar Faherty left the meeting)

9. **Any Other Business**

None.

The Board then met in private session.

There being no other business the meeting concluded.



Signed: \_\_\_\_\_  
Chair

Next Meeting:

7 July 2022