

## RAIDIÓ TEILIFÍS ÉIREANN

Minutes of the Meeting of the Board of RTÉ  
held on Tuesday 15 August 2023 at 6pm

Present: Siún Ní Raghallaigh (Chair)  
Robert Shortt  
David Harvey  
Susan Ahern  
PJ Mathews  
Connor Murphy  
Anne O'Leary  
Jonathan Ruane  
Aideen Howard  
Ian Kehoe  
Daire Hickey  
Kevin Bakhurst, Director General

In Attendance: [REDACTED], Arthur Cox  
[REDACTED], Grant Thornton (GT).

Apologies: Paula Mullooly, Group Secretary

Single item board meeting. Under discussion were the Second Report by Grant Thornton and the accompanying Draft Statement prepared following the ARC meeting earlier in the day.

AOL updated the Board stating that the ARC reviewed the report this morning with input from [REDACTED] of Arthur Cox and [REDACTED] of Grant Thornton. ARC are recommending the Report be released as soon as possible.

The Chair noted that GT have undertaken a lot of work which is appreciated and she intends to speak to the Minister after the Board Meeting.

[REDACTED] summarised the content of the Report in the following Terms:

- This is something that should not have happened. The June 2023 restatement of earnings corrected the record and was the appropriate response.
- There was a failure of processes, there was no challenge. It was a failure in the finance group.
- The assurance from Deloitte in relation to high earners did not give the appropriate level of assurance needed. This was also a system failure.
- There is no impact on the Financial Statements which (i) included an accrual for the exit fee and (ii) the adjustment was made to the 2020 accounts to reverse out the accrual.
- The level of wAssurance needed from the Auditors in relation to high earners needs to be reviewed.
- Auditor Reports were addressed to the RTE Board but were not forwarded to the Board. Amendment of the Terms of Reference of the Remuneration Committee

(RemCo) will ensure that the Committee get sight of high earner figures prior to publication.

- A number of the people involved have left RTE. There were others GT was unable to interview.
- Next steps (i) how the Report is released (ii) any released Report should be the anonymised version (iii) the statement to go with it and (iv) the lessons learned.

PJ addressed the question of how this happened:

- There are key dates for which the Finance Team did not realise that RTE should have gone in a different direction due to the change in the contract.
- The auditor did not recognise the issue. It was unhelpful that the Deloitte reports on high earners were not forwarded to the ARC and the Board. The changes to RemCo Terms of Reference and are important changes.
- Deloitte Report on high earner figures is a low level of assurance. Moving forward this needs to sit with the external auditor and an assessment needs to be done of what assurances they are going to give.
- It was noted as a concern that all of the figures were reduced below 500k.
- Report has relevance around books and records as the adjustments were not put through the General Ledger. The accounts are correct.
- There is no money missing and there is no benefit to RTE for the adjustments made.
- Ryan Tubridy had no involvement in these adjustments.

■ outlined the work done and noted that the review of materials was comprehensive and exhaustive. ■ stated that he was satisfied with the information that they reviewed and obtained and acknowledged the significant support of the RTÉ IT Department.

The Board discussed the detail of the report with ■

CM asked ■ for his assessment of the culture of the Organisation. ■ stated that his impression was that:

- There are silos and Finance did not inform the ARC of these details of high earners.
- Finance did not ask about any legal implication of changes in terminology.
- The organization was handling the pressures of cost cuts and dealing with external stakeholders in relation to this.

RS noted that there is no worked out method to arrive at the deductions and that, if trying to retrospectively account for services, the write off should have been over 5 years and not 3 years.

The Board agree the next steps:

1. Chair to brief the Minister after Board meeting;
2. Issue the Report to the Minister and the draft press release
3. On 13 August at 11am publish the Report and Press Release
4. Potential plan for the Chair to do the News At One.

The Chair has reviewed past press releases and noted that it was not until the 2015 figures that the phrase “the directors of RTÉ are responsible for these numbers” emerged. It was not possible to determine how this phrase came into use.

JR asked KB about the current position with RT. KB stated that negotiations were ongoing and he would bring the draft contract to RemCo tomorrow. The matter could then be discussed by the Board.

The meeting concluded.

A handwritten signature in black ink, appearing to read "Mr. Raghda". The signature is stylized with a large, looped 'R' and a distinct 'd'.

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

## RAIDIÓ TEILIFÍS ÉIREANN

Minutes of the Meeting of the Board of RTÉ  
held on Thursday 17 August 2023

Present: Siún Ní Raghallaigh (Chair)  
Robert Short  
David Harvey  
Susan Ahern  
PJ Mathews  
Connor Murphy  
Anne O'Leary  
Jonathan Ruane  
Aideen Howard  
Ian Kehoe  
Daire Hickey  
Kevin Bakhurst

In Attendance: Paula Mullooly, Group Secretary  
[REDACTED], Arthur Cox

The Chair asked the DG to update the Board.

The DG thanked the Remuneration Committee for the discussion yesterday in relation to RT's contract but noted that things had moved on. The DG noted that he had entered into negotiations with RT and the main terms were agreed which is why he had brought it to the Remuneration Committee. However, subsequent to that meeting RT's team had reverted with proposed changes to the contract and RT had issued a statement in response to GT2. The DG stated that as a result of these he had formed the view that it would not be possible to conclude a contract with RT. The DG was of the view that, in his view, the tone and content of the statement issued indicated that RT was questioning the basis for the necessary restatement of fees and therefore any trust between the parties had broken down.

RS stated that he completely supported the decision of the DG and noted his unhappiness with the statement issued by RT.

The Chair noted that it was a difficult decision but that she fully supported the decision of the DG.

JR congratulated the DG on taking the difficult decision.

PJM asked if the decision is effective immediately. The DG noted that a decision needs to be made and RTÉ needs to move forward.

KB outlined legal matters and the Board discussed these.

AOL, AH, Daire Hickey and CM confirmed that they agreed with the decision and noted that it was an important part of re-building trust.

David Harvey noted that it is the DG's decision as editor in chief and no one is bigger than the organisation.

The Chair indicated that she would brief the Minister.

The meeting concluded.

A handwritten signature in black ink, appearing to read "J. M. R. [unclear]".

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

## RAIDIÓ TEILIFÍS ÉIREANN

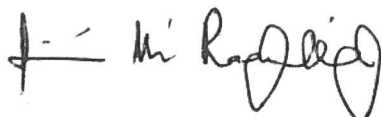
Minutes of the Meeting of the Board of RTÉ  
held on Thursday 24 August 2023 at 6pm via Zoom

Present: Siún Ní Raghallaigh (Chair)  
Robert Shortt  
David Harvey  
Susan Ahern  
PJ Mathews  
Connor Murphy  
Anne O'Leary  
Jonathan Ruane  
Aideen Howard  
Ian Kehoe  
Daire Hickey  
Kevin Bakhurst, Director General

In Attendance: Paula Mullooly, Group Secretary

The Chair updated the Board on the meeting with the Minister. The Board discussed the various issues.

The meeting concluded.



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