RAIDIÓ TEILIFÍS ÉIREANN

Minutes of the Meeting of the Board of RTÉ held on Thursday 23 March 2023 Hybrid at RTÉ and via Teams

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

Apologies: Ian Kehoe

- In Attendance: Paula Mullooly, Group Secretary Geraldine O'Leary, Group Head of Commercial Richard Collins, Chief Financial Officer Peadar Faherty, Head of Internal Audit Vivienne Flood, Head of Public Affairs Troy Bannon, Head of Property & Services Richard Waghorn, Chief Technology Officer
- 1. Minutes of Meeting of 3 February 2023 The Minutes were approved.
- 2. Matters Arising from the Minutes None.
- 3. Declarations of Interest None.
- 4. DG Report

<u>Marketplace</u>

The DG noted that the market is volatile here and in the UK and the challenge is around visibility on what is coming down the track.

In relation to audience performance the 25-44 audience share has increased and held post Covid which is an important metric for RTÉ. Streams continue to increase and time spent going up. There is a shift from linear to on-demand. The Six Nations was shared with Virgin and when TV, Radio, Streams and out of home/pub were taken into account the French match had a cumulative viewing of 1.2m. Drama is doing well. DWTS had a strong season and streams were up. There is a cross functional team looking at the JNLRs. The Board discussed the Radio One figures.

Content

In relation to content and audiences there will be a new Claire Byrne Quiz Show. The visit of the US President will be a huge endeavour and there is anticipated visit from **Control Control**. There are big state commemorations in relation to the GFA in April and end of Civil War in May. The Board discussed the departure of Ryan Tubridy from the LLS and the future of the show.

Corporate Affairs

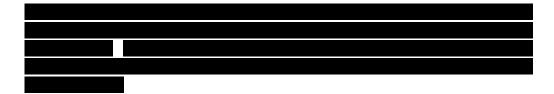
From a corporate affairs perspective LW is to be closed on 14 April and the campaign will start at the end of March. A lot of work is being done in relation to the Official Languages Act and RnaG. The Report of the Technical Group on the LF has to go to Government. Interim funding preparation is under way. In relation to cyber security the RTÉ task force is working away and training is going on. In relation to the FOMC implementation plan there will be a meeting with the Department/CnaM.

In relation to people the organisation is trying to put in place events to get people together. EAP is being relaunched. A women's network is being set up. Overall, there is more employee engagement. SA asked about staff surveys and DF noted that it was some time since the last one so it is probably time to do one again. Intern applications opened and over and probably need to do one again. The intern applications have opened and over 600 people registered and attended webinars in English and Irish on the programme. The DG also pointed to an initiative with RTÉ, Virgin, IADT and the Creative Futures Academy which is providing training and a work placement in Virgin or RTÉ. The DG noted that in relation to safety, abuse is being directed at staff out in the field and on campus and protocols are being updated and RTÉ is participating in the Media Engagement Group with the Gardaí.

The DG referred to the Lineker tweet and the fall out in the UK and referred to RTÉ's journalism guidelines. The Board discussed the issue.

5. Commercial

(Geraldine O'Leary joined the meeting)



6. Finance (Richard Collins) (Richard Collins joined the meeting)

RC brought the Board through the 2022 year end accounts, going through the evolution of the Income Statement and noting the changes in various provisions. He noted that the bottom line had not moved and the auditors are still finalising aspects of the accounts.



discussed the financial position including special events, public funding and banking facilities.

<u>RTÉSA</u>

RC updated the Board in relation to ERP and the RTÉSA.

The Board agreed to the response to the correspondence from the RTÉSA Retired Members Association.

Key judgement papers (for approval)

RC noted that there were two judgment papers before the Board for approval. He summarised the papers and noted that there had been a presentation to the Audit and Risk Committee on the papers who had recommended their acceptance to the Board

- IASI Going Concern
- IAS19 DB Pension Scheme Assumptions

A resolution was put to the Board to approve the key judgment papers IAS1 on Going Concern and IAS19 on the DB Pension Scheme Assumptions.

Proposed: Anne O'Leary Seconded: Robert Shortt

IPU Annual Report 2022 (for approval)

The IPU Accounts for 2022 were put before the Board for approval. The Audit and Risk Committee had reviewed the accounts and recommended their approval to the Board. A resolution was put to the Board that the IPU 2022 Accounts would be approved by the Board.

Proposed: Anne O'Leary Seconded: Robert Shortt

7. Internal Audit - Matters reserved for Board decision (Peadar Faherty joined the meeting)

PF noted the requirement under the Code of Practice to have a schedule of matters specifically reserved for its decision. The Executive manage day to day business and the Board reserves certain matters. PF noted that a lot of work was done in this a few years ago and noted that the documents are important and a reminder for the Board. Accordingly, any changes this time are minor. AH queried whether the RTÉSA comes within the schedule and PF noted that point 9 reference the appointment of the Chair of Trustees and it would also come into financials and budget. The DG noted that Connor Murphy deals with sports rights on behalf of the Board.

8. Climate Change Framework

(Vivienne Flood, Troy Bannon and Richard Waghorn joined the meeting)

The team brought the Board through the climate action roadmap which is a comprehensive document outlining the obligations and achievements, the governance structure, the role of green broadcaster group, and how staff will be kept informed. The roadmap outlines initiatives undertaken and ongoing. VF noted that it is aligned with the New Era framework and the Roadmap on Climate Sustainability. It was noted that delivery will require investment and resource and the team will be plotting out the course over coming months. On an ongoing basis the Board will need to have oversight. The team will update board periodically and provide dashboard updates. The team also noted that over last few years RTÉ has been punching above its weight in this area with meaningful reductions – not carbon off setting. CM asked if RTÉ is on target. TB noted that there are changing targets and goal posts. RTÉ had being doing very well but it will have to adapt to changing targets. It had been making great ground but targets becoming very onerous. The DG noted that RTÉ had overachieved in relation to the 2020 targets.

It was approved that the Board approve the Climate Action Roadmap and New Era framework.

Proposed: Daire Hickey Seconded: Susan Ahern

It was agreed that the matter should come to the Board for review three times per year.

9. Committees

Audit and Risk (Ian Kehoe)

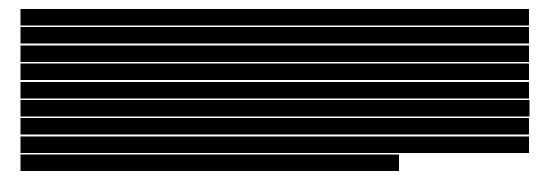
AOL updated the Board on the Audit and Risk meeting.

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noted that the Committee had gone through provisions, judgment papers, the annual report, and the IPU annual report. The Committee had reviewed internal audit matters with PF. There was a private meeting with Deloitte in

relation to finance with no material changes to the audit but they were clarifying a couple of invoices. In relation to going concern Deloitte confirmed that it was in order to proceed on that basis. AOL noted that while 2024 is fine she is worried about end of 2025. AOL noted the risk presentation and pointed out that cyber risk is now at the top. She noted that Rory Coveney had raised the issue of risk around RTÉ Commitments. The Committee also received Legal and Data Protection updates.

Digital Committee (Jonathan Ruane)



Programme Committee (PJ Mathews)

PJM noted that the Committee had met with Paul Maguire of RTÉ Investigates. The Unit established 10 years ago after MtoP. PJM stated that the story is one of remarkable turnaround. The Unit is a centre of excellence for investigative journalism. It is a case study for impact across the metrics.

Programmes have resulted in investigations by gardai, regulatory changes, policy changes. They have a real impact in the world and this is combined with amazing viewing figures and an appointment to view. The stories feed into other parts of the organisations and impact on the news cycle across the organisation. The opportunities are that a lot of stories are coming their way but there are constraints from resources. There are ambitions in relation to online and social media. The challenges are around resources and expertise. These programmes are resource intensive and demanding on staff. There are issues around staff retention and succession planning. Many of the team are at the top of their grade. PJM noted that the Unit has a high public impact and is making a change in the world. It is pushing boundaries on editorial but with checks and balances in place. This is the kind of activity where viewers say RTÉ is worth the licence fee. PJM stated that in his view this story needs more prominence.

Fair Trading Committee (Daire Hickey)

DH noted that the Fair Trading Committee had met and there were no complaints to report.

Audience Council (Susan Ahern)

SA noted the ongoing work being done by the Council in relation to the preparation of their report into 18-24 year olds. The AC will take learnings

from their survey and present to Board in May. The AC is also liaising with audience insights in the work they are doing.

Strategy Committee

The Strategy Committee met the previous day to kick off engagement re timelines and process. There is a lot of work going on at the moment. There will be meetings in April and May with a document for July Board. There is a lot to look at and figure out - Finance and Regulatory, Commercial, Funding.

10. RTÉ Public Service Statement 2022 and Commitments

The Group Secretary noted that this is provided to the Board for information and feedback. It was agreed that feedback would be channelled through the Programme Committee which is now chaired by AH.

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Proposed: Seconded:	Daire Hickey Susan Ahern		

12. RTÉ Group Life Scheme

The Group Secretary outlined the proposed changes to the RTÉ Death in Service Benefit Plan. The Board resolved to approve the proposed changes and to the execution of an amending Deed to implement the proposed changes.

Proposed: David Harvey Seconded: Robert Short

13. Any Other Business

None.

The Board then held a meeting in the absence of the Executive.

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Signed:

Chair

Next Meeting: 27 April 2023