

Raidió Teilifís Éireann

Minutes of a meeting of the Board of RTÉ in the Imperial Hotel, Cork and on Teams on the 15.05.25 at 8:45am

Present: Terence O'Rourke (Chair) (TOR)
Kevin Bakhurst (DG) (KB)
Susan Ahern (SA)
Aideen Howard (AH)
Terri Moloney (TM)
Neasa Hardiman (NH)
Noreen O'Kelly (NOK)
Shirley Bradshaw (SB)
David Harvey (DHA)
Jonathan Ruane (JR)

In Attendance: Richard Waghorn (Dir of Technology & Operations) (RW) (5, 10)
Mari Hurley (CFO) (MH) (5, 8)
Eimear Cusack (Dir of HR) (Teams) (EC) (5)
Gavin Deans (Dir of Commercial) (GD) (8)
Emer Chapman (Group Pensions Manager) (Teams) (ECH) (8)
Adrian Lynch (Deputy DG) (AL) (9)
Niamh O'Connor (Head of Content Transformation) (NOC) (9)
Grace Berkery (Head of Corporate Strategy) (Teams) (GB) (9)
Troy Bannon (Head of Property & Services) (TB) (10,11)
Robert Shortt (Company Secretary)

1. RTÉ Cork Studios

The members of the Board visited the RTÉ Cork Studios. The members returned to the Imperial Hotel.

2. Agenda and Declarations of Interest

The Agenda was agreed. There were no declarations of interest.

3. Minutes, Matters Arising and Action Tracker.

The minutes of the meeting of 27.03.25 were approved with the correction of a typo. The minutes of the meeting of 24.04.25 were approved.

The follow-up information required on the proposed fleet management contract was brought to the attention of the Board. The contract was approved.

Progress on the Action Tracker was noted.

KB requested that the 2fm strategy item would be postponed to September when the Audio Strategy would be brought forward for presentation to the Board. ACTION

There were no other matters arising.

4. DG Report and LT Minutes

KB provided an outline of recent meetings with the Chairs of PAC and the Media JOC.

Pay talks with the TUG had been referred to the IRT with a hearing scheduled for 21.05.25.

The VEP had been open for three weeks with 186 applications received to date.

[REDACTED]. The GAAGO sale was still subject to some queries from NewERA and CnaM.

[REDACTED]

The Board discussed the EBU position with regard to the participation of Israel in the Eurovision song contest and the statement made by the DG.

[REDACTED]

The DG and the Board expressed their appreciation for the contribution of Joe Duffy to the organization and commended the recent coverage of the Papal funeral and conclave.

5. ERP

MH, RW and EC joined the meeting.

RW provided a short synopsis of the project. MH provided the background to its financial treatment.

Impairments had been recorded from 2019 with half a million euro recorded in that year as depreciation; this was subsequently clarified to have been operational expenditure. Impairments of €1.8m were recorded in 2020 and €1.1m in 2021. The auditors had recommended that the write downs be described as impairments during their audit work

in those years and there was detailed information on this. In total, €2.3m had been written off in relation to the HR system and €1.3m in relation to the Finance system.

MH said further work was required to establish if all the control functions in the ERP system operated fully.

The discussion moved on to include the ongoing negotiations with the successful tenderer on the new HR system.

SA questioned if the new HR system contract which had been drawn up was fit for purpose. SA recalled that in 2023 assurances were given that a similar situation would not reoccur and that further reassurance on that was required.

The Board expressed the view that lessons needed to have been learned.

TM said her view was that the tender for the new HR system was comprehensive and that it was providing the organisation with protection as negotiations continued.

KB said the Board would be provided with the current capital projects update database, which was regularly reviewed by the LT. ACTION.

RW said good processes were in place and that overruns of just 1% of total costs had arisen in the implementation of over 100 projects. RW agreed to provide a written update to the Board on the new HR system for its July meeting. ACTION.

A question over a reference to a [REDACTED] damages clause which applied to the old ERP contract was raised and whether such a clause was standard. It was agreed that the information would be provided. ACTION.

The Board then discussed accountability and how the ERP had three executive sponsors and consultants had also been employed. The new HR system had one sponsor: the Director of HR and a project manager from the Technology division.

The Board also considered the extent to which information on the ERP project should have been disclosed. TOR asked that the paper under preparation for RTÉ's appearance before the Media JOC would be shared with the Board. ACTION.

It was also decided that the ARC would examine the new HR system project and the matter would return to the Board in July. ACTION.

The Board also requested clarity on the issue of statutory provisions regarding the accounting treatment of commissions in the IPU accounts. ACTION.

TM requested that information on legal claims be shared with the wider Board. ACTION.

It was clarified that the Channel Management System, highlighted in the list of €500k + projects was delivered, albeit over budget.

RW, EC and MH left the meeting. The Board took a short break.

6. Committees & Subsidiaries

REMCO: TOR informed the Board that the REMCO had approved the verification of the earnings of the ten highest paid presenters and recommended that this would be approved by the wider Board as part of its consideration of the AR24.

ARC: NOK informed the Board of the Committee's work in reviewing the annual financial statements, the AR24, the Statement of Going Concern, the Chair's Comprehensive Report, the Code of Practice Checklist and the Statement of the Effectiveness of the System of Internal Control, all of which the ARC recommended be approved by the Board. The ARC had also reviewed the process of verification of the earnings of the ten highest paid presenters. The engagement with the external auditors had been satisfactory. [REDACTED]

Audience Council: SA informed the Board of a meeting of the Audience Council on 14.04 and how work was progressing on its report concerning diversity and culture in RTÉ programming for presentation to the Board in June.

Strategy Committee: JR remarked that good progress had been made in the delivery of the Strategy with more detail to be provided later in the meeting.

Digital Committee: JR outlined progress on the Waves Project and the early indications of the benefits offered by Triton. [REDACTED]

2rn & CE DAC: DH informed the Board of the approval of the 2rn annual accounts [REDACTED]. The CE DAC accounts had also been approved.

Programme Committee: AH told the Board about its review of Access services and the review currently underway of the RTÉ Journalism and Content Guidelines to reflect updated CnM codes.

7. Governance

7.1 The Board approved the Chair's Comprehensive Report to the Minister 2024

7.2 The Board approved the Code of Practice Checklist 2024.

7.3 The Board approved the Statement on the Effectiveness of the System of Internal Control 2024 which NOK noted had been before the ARC twice and had incorporated amendments made by the Committee.

7.4 The Board noted the Attestation Letters provided by Management.

8. Finance

MH and GD joined the meeting.

8.1 Approval of Annual Report 2024 MH outlined a view from the auditors regarding an accrual on two outstanding industrial relations claims [REDACTED] and it was agreed that a specific representation would be given by RTÉ in this regard.

The Board approved the AR24 and agreed to delegate final approval of any subsequent non-material changes to TOR and NOK.

NOK requested that the AR would be completed by 30 April next year and this was agreed.

8.2 Financial & Commercial Q12025 Update

MH also informed the Board of provisions in relation to Scope and work underway on a new business plan model. Issues regarding the costs of administering the company's pension plans, aired at ARC, were discussed by the Board.

GD updated the Board on commercial activity. [REDACTED]

GD left the meeting.

8.3 RTÉ Superannuation Pension Increase Request

ECH joined the meeting and outlined the request from the trustees of the RTÉ Superannuation Scheme for a 4% pension increase backdated to 01.01.25 and the tests prescribed for the approval of the Board's support for such a request.

The Board considered the proposal. JR asked if its approval would have a knock-on effect on wage negotiations.

MH explained that in her view it was different as the scheme was well funded and its pensioner members had not received the benefits of increases in the State pension to more fully reflect increases in the cost of living in recent years.

MH acknowledged that the wording of the tests for Board support needed to be reviewed to be clearer about the effects of inflation, which was forecast to be just over 2% this year.

ECH clarified that the decision to grant the increase would be DPENDR's.

The Board agreed to approve the recommendation.

ECH left the meeting.

MH gave more details on the accounting treatment of IPU spending.

[REDACTED]

[REDACTED]

MH left the meeting.

9.0 Strategy

AL, NOC and GB joined the meeting.

The details of VEP applications, upcoming retirements and possible production adjustments were discussed. The importance of training was emphasised.

NOK requested a RAG (Red, Amber, Green) rating system on progress on the main initiatives in the Strategy to be presented quarterly and this was agreed. ACTION.

AL, NOC and GB left the meeting.

10. Cork and Donnybrook Site Update

RW and TB joined the meeting.

RW brought the Board through the presentation on the potential sites identified in Cork.



There was discussion regarding other possible locations and the utilisation of other RTÉ regional locations. A detailed paper for the Board would be delivered in September. ACTION.

The Board was also informed of detailed work underway on the Donnybrook site with Scott Tallon Walker now contracted as advisors.

11. Climate Action Roadmap Q125 Update

The Board noted the progress on the Roadmap. TB informed the Board of additional requirements regarding air travel usage and the higher burden of compliance.

NOK requested that the next update would measure progress compared to the previous quarter and this was agreed. ACTION.

RW and TB left the meeting.

12. Financial Approvals

12.1 The CIMS Pre-Tender Approval was approved.

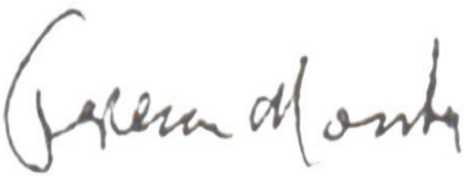
12.2 The TG4 URC Production Contract was approved.

13. Board Matters

It was noted that the RTÉ Values statement would return to the Board alongside further work on the Cultural Framework.

14. Board Reflection

TOR thanked Board members for their attendance in Cork and engagement with stakeholders. There being no more business to conduct, the meeting ended.

Signed: 

Terence O'Rourke, Chair RTÉ Board