

Raidió Teilifís Éireann
Minutes of the Meeting of the Board of RTÉ
held on Wednesday 28 January 2026 at 10am at RTÉ and via Teams

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

In Attendance: Eimear Cusack (Dir of HR) (EC) (Items 5 & 8)
Mari Hurley (CFO) (MH) (Item 6)
Gavin Deans (Dir of Commercial) (GD) (Item 6)
Adrian Lynch (Deputy DG) (Item 7)
Grace Berkery (Head of Corporate Strategy) (GB) (Item 7)
Eleanor O'Shaughnessy (CRCO) (EOS) (Item 8)
Steve Carson (Dir of Video) (SC) (Items 9.6 & 9.7)
Declan McBennett (Head of Sport) (DMB) (Items 9.6 & 9.7)
Robert Shortt (Company Secretary) (RS)

Apologies: Neasa Hardiman

1. Declarations of Interest, Agenda

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

2. Board Minutes, Action Tracker and Matters Arising

The Board minutes of the meeting of 27.11.25 were approved with an amendment. [REDACTED]

[REDACTED]
[REDACTED] ACTION.

It was noted that the Action Tracker request on systems vulnerable to cyber attacks would be covered in an upcoming IA report. Action was urged on both plans for Cork and a detailed organisational chart.

It was requested that the FoI 2025 Annual Report would also be included in the Board's March meeting agenda in case of any queries.

The Board requested that the staff member with the pension issue should receive a comprehensive response.

3. DG Report

KB briefed the Board on RTÉ's appearance at the Joint Oireachtas Committee on Arts, Media, Communications, Culture and Sport in December. Both KB and TOR informed the Board of a positive meeting they jointly had with the Minister, Patrick O'Donovan TD, earlier in January. Long-term funding, the future of the Donnybrook site and continued progress in closing out the EAC recommendations were all discussed.

KB informed the board of a meeting with SIPTU members in RTÉ and wider staff engagement. KB said the final outcome of the 2025 VEP was 67 acceptances and 30 role suppressions which had resulted in 97 people leaving the organisation. Work was ongoing to reassess the new roles planned for 2026.

The Board was updated regarding the departure of the CFO whose position had already been advertised. KB said MH would remain on until completion of the 2025 financial accounts and audit process.

The Board also discussed the candidate for CPO whose appointment was before REMCO for approval.

The issue of LT-level positions and market salary expectations was discussed.

KB told the Board that any proceeds arising from the sale of 2m's stake in Vizor Technologies would be used to fund regional production, as set out under Goal 3 of the Strategy. TOR added that the Minister had been informed of this at their recent meeting and had responded positively. Board members expressed their support for this approach.

4. Committees & Subsidiaries Reports

4.1 Audit & Risk

NOK set out the proceedings of the recent meeting of the ARC which included a report on technical changes to the Annual Report on segmental reporting and a Barter and Contra Accounts Report 2025 which would receive further assurance from the Director of Commercial. Issues around the calculation of year end headcount were explained. Two IA reports on HR Procedures and Procurement were received and were generally satisfactory, with exceptions. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

NOK relayed an update received on the HR system project and its designation as ‘amber’ arising from difficulties in hiring people to backfill roles.

The Board was also informed of concerns the ARC had regarding the resourcing of roles under the CRCO. KB said salaries needed to be benchmarked against the market and there would be no delay.

NOK suggested that it be noted that the Board would formally request the ARC to examine the organisation’s budgets and financial management to comply with its own terms of reference and adhere to EAC Recommendation 5.20. **ACTION.**

4.2 REMCO

TOR updated the Board regarding the REMCO meeting of 4th December at which [REDACTED] [REDACTED] contracts were approved and salary scales realigned. The business case for the SPRC process was also finalised. Queries from NewERA were being dealt with as part of that process.

4.3 & 4.5 Strategy & Digital Committees

Neither the Strategy Committee nor the Digital Committee held a meeting since the November board meeting.

4.6 Programme Committee

AH updated the board on its meeting in January. The meeting dealt with the programme commissions before the board. The committee also met the new Head of Editorial Standards and discussed the draft updated Editorial and Content Guidelines.

The board briefly discussed the possible format of the requested annual report on high risk programmes.

4.7 Audience Council

SA updated the board on a meeting of the Audience Council in January. One member had resigned but it had been decided not to replace them as this Council’s mandate would

end in July. SA advised that recruiting a new Audience Council would take time and uncertainty remained regarding proposals set out in the General Scheme.

The Audience Council continued to work on its report.

4.8 Subsidiaries

DH updated the Board on the meetings of 2rn in December at which new lending facilities had been approved and the sale of the company's investment in Vizor had been approved. There had been no meeting of RTÉ CE DAC since the November board meeting.

5. HR Report to the Board

(EC joined the meeting and presented the Q4 2025 HR Report to the board)

A reconciliation report to capture the effect of Scope on the number of new employees was requested. ACTION.

Arising from the Arts Council report, it was asked if there was a dedicated PM to oversee the implementation of the new HR system. EC said the Head of Project Management was its project manager but was not solely dedicated to the project.

Upcoming training on engagement between managers and employees was outlined. SB suggested that similar training would be beneficial for staff.

The 2025 gender pay gap report was discussed and the factor played by overtime grades was highlighted.

The Board was informed of some recent disciplinary cases.

(EC left the meeting)

SOS BEAG

6. Finance

6.1 Financial & Commercial Update

(MH and GD joined the meeting)

MH provided additional details on financial performance in December with [REDACTED] EBITDA recorded in the month and expected year-end EBITDA of [REDACTED]. A report to

show underlying performance in 2025, excluding once-offs and provisions would be provided for the next board meeting.

Both the GAAGO and Vizor deals were still awaiting Ministerial consent.

[REDACTED]

(GD and MH left the meeting)

7. RTÉ CnaM 2026 Commitments

(GB and AL joined the meeting)

GB outlined some of the new metrics in the draft 2026 Commitments. The challenges in defining metrics around DEI and other areas were discussed.

Clarification was requested on whether the organisation's climate reporting recorded CO2 emissions. **ACTION**. It was also suggested that assigning those accountable for various metrics would be valuable.

GB advised that the metrics might change depending on the final Broadcasting (Amendment) Bill arising from the General Scheme (2025). KB added that there was a constructive relationship with CnaM and engagement on the final metrics would continue. GB invited board members to provide any further feedback directly.

AL provided clarity on a new understanding reached with the Department in relation to Sec 116 of the Broadcasting Act (2009) regarding commissioned spending through the IPU. Any spending of [REDACTED] or above on certain drama co-productions would now be considered a commissioned spend.

AL advised that further detail was expected when the forthcoming Broadcasting (Amendment) Bill was published.

AH complemented the work on the draft 2026 Commitments, which tracked the Strategy closely.

(GB and AL left the meeting)

8. EAC Progress Report

(EOS and EC joined the meeting)

The evolution of the EAC reporting to a thematic review was discussed. It was hoped to close out all recommendations by Q3 2026. If resourcing was not in place to fulfill some recommendations, a clear plan for implementation would be.

EOS said assurance would continue to be provided on the implementation of the EAC recommendations.

(EOS and EC left the meeting)

9. Financial Approvals & Commissions

9.1 Outside Broadcasting Services 2026

A request was made to have the amounts spent over the first two years and the amounts envisaged to be spent in 2026 to be presented in a tabular format. **ACTION.**

The proposal was approved.

9.2 TAM Ireland Audience Measurement Services

Further information was requested on the cost breakdown of the three contracts proposed and additional information on the cost share agreement with TAM Ireland. **ACTION.**

The proposal was approved.

9.3 [REDACTED]

[REDACTED]

[REDACTED]

9.4 [REDACTED]

[REDACTED]

[REDACTED]

9.5 [REDACTED]

[REDACTED]

9.6 Champions League

(SC and DMB joined the meeting)

[REDACTED]

[REDACTED]

[REDACTED]

9.7 Men's Rugby World Cup

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10. Board Matters

10.1 Appointment of Brian MacNeice to ARC and Strategy Committee

The appointments were approved.

TOR added that following one-to-one meetings with board members, there would be no additional changes to the membership of committees or subsidiaries until new board members were appointed. This was expected to happen later in the year.

10.2 Appointment of Trustees to RTÉ pension schemes

It was proposed that Greg O'Sullivan be appointed as Trustee of both the RTÉ "50/50" Risk-Sharing Pension Scheme and the RTÉ Defined Contribution Scheme commencing 1 February 2026 for a period of three years.

It was proposed that Jim Foley be appointed as Trustee of the RTÉ Superannuation Scheme commencing 1 February 2026 for a period of three years.

The appointments were approved.

10.3 RTÉ Board Workplan 2026

The Board discussed aspects of the Board Workplan 2026. RS invited board members to contact him directly concerning planned training sessions.

II. Board Reflection

The board acknowledged and complimented the GPO event and the output on the day and on the App which marked the start of the RTÉ 100 centenary.

TM suggested that a grading system for financial approvals might be considered.

There being no more business to conduct; the meeting ended.



Signed:

Chair