

DRAFT

TOURISM IRELAND CLG
MINUTES OF THE 187TH MEETING OF THE BOARD OF DIRECTORS
HELD AT THE CITY HOTEL DERRY, LONDONDERRY
THURSDAY 15TH JUNE 2023 09.30 – 12.30p.m.

PRESENT:

Christopher Brooke	(Chairman)
Noirín Hegarty	Ruth Andrews
Katy Best	Harry Connolly
Stephen McNally	Joe Dolan
Mary Mulvey	Kathryn Thomson
John McGrillen	Laura McCorry

IN ATTENDANCE:

Siobhan McManamy	Interim Chief Executive
Shane Clarke	Director of Corporate Services, Policy & Northern Ireland/Company Secretary
Elmagh Killeen	Acting Director of Markets (Agenda item 8)
Julie Wakley	Head of Great Britain (Agenda item 8)
Alan Myles	Head of Finance (Agenda item 9)
Audrey McNevin	Corporate Services, Policy & Northern Ireland

1. APOLOGIES AND OPENING REMARKS

There were no apologies.

2. CONFLICTS OF INTEREST

No conflicts of interest were declared.

3. MINUTES OF PREVIOUS MEETING HELD ON THURSDAY 27th April 2023

The minutes of the previous meeting were approved as a true and accurate record. They were signed by the Chairman and will be published on Tourism Ireland's corporate website. **ACTION:** Shane Clarke

4. MATTERS ARISING

It was noted that matters arising from the previous meeting on 27th April 2023 had been actioned.

Shane Clarke updated the Board on the current status of discussions regarding the introduction of the UK ETA. He noted involvement in the recent engagement with the communications team at the UK Home Office. Certain issues require clarification on the appropriate direction to be taken. This matter is on the agenda for the upcoming O&L meeting with sponsor departments. An update will be provided at the July Board meeting.

ACTION: Shane Clarke

5. **I/CEO REPORT**

The Board confirmed they had reviewed the contents of the I/CEO report and they were satisfied with the update. The I/CEO elaborated on progress relating to Business Tourism.

The I/CEO noted that the Q1 performance indicators were substantially on track; any deviations from plan were expected to be corrected over the course of the full year.

It was noted that the staff survey would be conducted in September; this would be a valuable benchmark.

6.0 **SECRETARIAT MATTERS**

6.1 **Revisions to Bank Accounts**

The Board approved the following:

- The addition of Ms Alice Mansergh, CEO designate, to replace Mr Niall Gibbons as account signatory on all Tourism Ireland bank accounts, with effect from 18th September 2023.

6.2 **Procurement**

The Board noted the process currently in place to ensure compliance on the granting of the necessary approvals for the awarding and initiation of procurement processes. They confirmed that the approvals sought and awarded were in order.

- Award EU Level Contract for the provision of exhibition stand design, build, support and related services to:
 - Genesis 3D Design Ltd for Lot 1 services – trade events in Great Britain
 - Elevations Exhibition and Design Ltd for Lot 2 – trade events in Mainland Europe / other locations (including ILTM and IGTM)
- Award EU Level Contract for the provision of General Sales Agency (GSA) service in the Austrian market AVIAREPS Ges.m.b.H. (Vienna)
- Award of EU Level Contract for the provision of global PR strategy development services was deferred (subject to confirmation with the I/CEO).
ACTION: Louise Finnegan / Siobhan McManamy
- To initiate EU Level procurement process for the provision of finance system services.
- To initiate EU Level procurement process for the provision of research and strategic insights services for advertising effectiveness.
- To note cost criterion weighting variation – EU Level procurement process for the provision of public relations consultancy services in the Great Britain market.

6.3 **Management Accounts**

These were noted. There was a discussion on the status of the drawdown of funds from DfE. The Chairman will include this item for discussion at his upcoming meeting with the DfE Permanent Secretary.

ACTION: Chairman / Shane Clarke

6.4 **Draft Statutory Accounts 2022**

Shane Clarke advised on the current status of the external audit. He advised that draft statutory accounts 2022 were in line with management accounts 2022, as previously advised.

He sought and was granted approval for the draft statutory accounts 2022, subject to additional comment and observation from the Comptroller and Auditor General's office.

It was anticipated that final statutory accounts and Annual Report 2022 will be brought to the July Board meeting for approval.

Items relating to Board governance were discussed as part of Agenda item 7.

7. **BOARD EFFECTIVENESS – Action Plan**

Shane Clarke provided an update on next steps arising from the Board effectiveness exercise conducted in conjunction with Deloitte. The Board confirmed that they had found the exercise to be effective. They considered the action plan circulated with the papers and were satisfied with the proposed actions, noting that progress will be reviewed at forthcoming Board meetings.

The following items for action were considered:

Risk appetite statement: It was agreed that a revised risk appetite statement would be considered by ARAC and a recommendation brought to the Board.

Board terms of reference: Following the review of the risk appetite statement, an updated Board terms of reference will be considered and brought to the Board for review and agreement.

Annual Agenda: Subject to the inclusion of a people and values session and noting of 2023 sustainability and ROMI meetings held, the updated annual agenda was approved.

Board governance manual tracker: The Board noted and approved. It was confirmed that all subcommittees will review their terms of reference.

Board Minutes: Ensure that the minutes provide optimal insight to the matters discussed and for action.

ACTION: Shane Clarke

Following the discussion, Shane Clarke confirmed:

The Board effectiveness action plan would be shared with sponsor departments.

ACTION: Shane Clarke

8. ROMI meeting:

The Chair of the ROMI committee provided an update on the proceedings of the earlier meeting.

A revised approach to finalising BPIs / CPIs was discussed.

The ROMI is to reconsider its terms of reference.

The committee will complete a report on achievements to date and this will be available to the Chairman of the Board before 3rd July.

ACTION: Siobhan McManamy / ROMI Committee Chair

The Committee are satisfied with the work that has been completed to date and wished to record their thanks to Siobhan McManamy, Louise Finnegan and Aisling McDermott.

Elmagh Killeen and Julie Wakley joined the meeting.

9. Presentation – GB Update

The Acting Director of Markets gave an overview and introduced the GB update presentation.

The Head of Tourism Ireland in Great Britain provided an in-depth review of 2023 marketing activity. Specific areas covered included:

- Campaigns deployed and planned
- Opportunities and challenges
- NI EAGS activity
- Progress against strategic priorities

The Board discussed points raised, noting the clear evidence of return on investment for co-operative activity.

The Board noted the very comprehensive and insightful review.

Elmagh Killeen and Julie Wakley left the meeting.

Alan Myles joined the meeting.

10. ARAC COMMITTEE

The Financial Controller provided an overview of the risk management and risk register process. He noted that the risk register circulated is a living document and is presented at all ARAC meetings. The Board discussed the contents, noting the earlier discussion on the UK ETA. No amendments to the register were requested.

The Chair of the ARAC Committee provided an update on proceedings of the earlier ARAC meeting to the Board noting:

- the discussion on risk appetite
- the satisfactory internal audit reports presented
- the continuing work on GDPR compliance framework
- intention to review the risk register biannually with the full board

Alan Myles left the meeting.

11. ANY OTHER BUSINESS

The Chairman noted his appreciation to the I/CEO and the Company Secretary for their support in this transition period.

The Chairman acknowledged the success of the industry reception and roundtable discussion the previous evening. The Board asked that consideration be given to flexing the format of engagement with industry.

ACTION: Shane Clarke / Chairman

A follow-up letter of appreciation be sent to the industry who attended.

ACTION: Shane Clarke / Audrey McNevin

12. DATE OF NEXT MEETING

The next meeting is scheduled for Thursday 27th July, to take place in Dublin.

Kathryn Thomson sends her apologies. Alice Mansergh to attend the lunch following the Board Meeting.

ACTION: Chairman / Shane Clarke

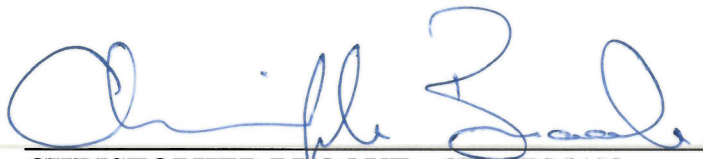
Siobhan McManamy, Shane Clarke and Audrey McNevin left the meeting.

13. MEETING WITHOUT THE EXECUTIVE

A number of matters were discussed by the Board.

The meeting concluded at 1.00p.m.

Signed:



CHRISTOPHER BROOKE - CHAIRMAN