

TOURISM IRELAND CLG
MINUTES OF THE 197th MEETING OF THE BOARD OF DIRECTORS
HELD AT RANGLES HOTEL, KILLARNEY,
THURSDAY 19th SEPTEMBER 2024, 9.30–12.30

PRESENT:

Christopher Brooke (Chairman)	Mary Mulvey
Karen Sugrue Hennessy (vice-Chair)	Joe Dolan
Ruth Andrews	Laura McCorry
Paul Gallagher	Harry Connolly (virtual)
John McGrillen	Kathryn Thomson
Katy Best	Stephen McNally

IN ATTENDANCE:

Alice Mansergh	Chief Executive
Shane Clarke	Director of Corporate Services, Policy & NI / Company Secretary
Aidan Power	Director of Marketing
Neil Aulton	Head of Strategy & Insights
Róisín McTague	Corporate Communications Senior Executive

1. APOLOGIES AND OPENING REMARKS

There were no apologies received.

2. CONFLICTS OF INTEREST

No conflicts of interest were declared.

**3. MINUTES OF PREVIOUS BOARD MEETING ON WEDNESDAY
31st July 2024**

The minutes of the previous meeting, held on Wednesday 31st July 2024, were approved. They will be published on Tourism Ireland's corporate website.

ACTION: Shane Clarke

**4. MINUTES OF PREVIOUS BOARD MEETING ON THURSDAY
5th September 2024**

The minutes of the previous meeting, held on Thursday 5th September 2024, were approved. They will be published on Tourism Ireland's corporate website.

ACTION: Shane Clarke

5. MATTERS ARISING

It was noted that the matters arising from the meeting on 31st July 2024 had been progressed.

6. MATTERS ARISING

Regarding the matters arising from the meeting on 5th September 2024, it was noted that minor feedback had been received from Sponsor Department on the revised business plan.

7. CEO REPORT & PLAN PERFORMANCE

The Board noted the contents of the paper circulated and the Plan on a Page update.

The CEO elaborated on the following:

- State of the season update, with reference to recently available data on Northern Ireland and Ireland.

A discussion took place around revenue, costs, accommodation distribution and attractions and experiences. Better spread of visitors across regions and seasons is desired, in conjunction with a good mix of visitation from all major markets. The mainland European review will help inform strategies to achieve better balance in overseas tourism.

Shane Clarke gave an update on upcoming ETA communications; additional information will be provided at the October Board meeting.

ACTION: Alice Mansergh / Shane Clarke

8. SECRETARIAT MATTERS

8.1. Procurement Approvals

Approval was deferred to agenda item 11, regarding the EU-level contract for provision of strategic and creative services. The Board noted the award of contract to Forvis Mazars for the provision of internal audit services.

8.2. Management Accounts July 2024

The Board noted the contents of the draft accounts. A request was made for adjustment to headings format. Shane Clarke drew the Board's attention to the funding risk paper. He advised a further update would be given at the October Board meeting.

ACTION: Shane Clarke

8.3. Updates Board Governance Manual

Shane Clarke gave an update on proposed substantive changes to the financial procedures manual. Approval was granted, with the updates to be incorporated in the revised financial procedures manual which will be completed for the next Board meeting. Thresholds for Board approval on spending will be circulated.

ACTION: Shane Clarke

8.4. Board Terms of Reference

The terms of reference, as approved on 2nd February 2024, were acknowledged, and confirmed as appropriate. Minor amendments were requested on the induction process and terminology, including clarity on Board resolutions.

ACTION: Shane Clarke

8.5. Proposed dates and locations for 2025

It was noted that work on the proposals is ongoing and dates will be tabled at the October Board meeting.

ACTION: Alice Mansergh

8.6. Organisational Capacity Review Terms of Reference

The terms of reference as proposed were approved. It was noted that the proposed terms of reference had been shared with Board and Sponsor Departments, concurrently. Final terms of reference will be circulated at the October Board meeting for approval.

ACTION: Shane Clarke

8.7. Offices – Shanghai and London

Administrative office commitments in Shanghai, entered into by the Company Secretary, were noted. The extension of the London office lease at no less favourable terms, including a two-year break clause, was approved. It was requested that detail of the London lease be circulated.

ACTION: Shane Clarke

8.8. Annual Report 2023

The Annual Report 2023 was approved. An AGM will be called as part of the October Board meeting, pending the final C&AG approval of statutory accounts 2023.

ACTION: Shane Clarke

9. DRAFT BUSINESS PLAN 2025

The Board reviewed and discussed the plan. Observations on slow tourism, journey to peace and other points were noted for reflection in the next iteration. The Board approved the direction of travel. The draft Business Plan 2025 will be an agenda item for final approval at the October Board meeting.

ACTION: Alice Mansergh / Neil Aulton

10. ST PATRICK'S DAY

Aidan Power gave an update on planning for St Patrick's Day 2025. Board Members noted with enthusiasm the collaborative aspects of the planning.

11. APPROVAL TO AWARD EU-LEVEL CONTRACT FOR STRATEGIC & CONTENT SERVICES

Aidan Power gave an update on the recent creative tender process and advised the winning tender is Grey London. The Board discussed this and confirmed that proper process had been followed in granting approval. An invite will be extended to the incoming agency for the December Board meeting.

ACTION: Shane Clarke / Aidan Power

It was requested that in all future tender documents for the Board, the incumbent be highlighted.

ACTION: Shane Clarke / Hannah Hughes

12. UPDATE ON FINANCIAL PROCEDURES & BUDGETARY OVERSIGHT, RESPONSIBILITY & DECISION-MAKING

Shane Clarke gave an update on budgeting process as related to corporate services. Aidan Power gave an update on media planning and spoke to the recent appointment of Head of Global Media & Digital on a three-year contract. The Board considered the material presented and expressed satisfaction with the process. Separately, a HR overview incorporating retention rates, career breaks, sick leaves and new hires will be included in the December Board meeting.

ACTION: Shane Clarke

13. SENTIMENT TRACKER UPDATE

Neil Aulton gave an update on recent sentiment tracker research, noting caveats. There was a request by the Board to review trends over time when presenting the sentiment tracker.

Aidan Power and Neil Aulton left the meeting.

14. ARAC UPDATE

Stephen McNally gave an update on proceedings of the ARAC meetings of 16th September and 19th September. On 16th September, Deloitte presented its final internal audit report, which was satisfactory. On 19th September, Forvis Mazars presented its audit approach. The committee reviewed the risk register. Observations were shared with the Executive for follow-up. A refreshed risk register will be brought to the next ARAC Committee meeting. Stephen McNally requested that Board Members submit their three key macro risks to Shane Clarke in advance of the October Board meeting.

ACTION: Board Members / Shane Clarke

15. ROMI UPDATE

Ruth Andrews gave an update on the ROMI Board Committee meeting on 12th September 2024. Neil Aulton provided a summary of the model used in research. It was noted that ROMI research would again be conducted during the life of the next corporate plan. The Board expressed its satisfaction with the model.

16. AOB

Shane Clarke indicated that a virtual training session for the Board on governance would likely take place in November. Sponsor Departments will be invited to inform the content of the training, to supplement the content suggestions articulated by the Board in Quarter 1.

17. MEETING WITHOUT THE EXECUTIVE PRESENT

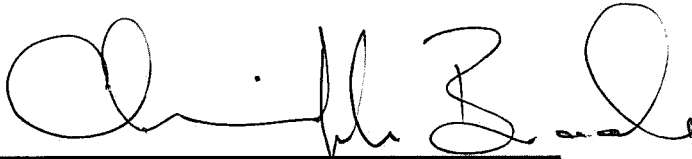
A meeting took place without the Executive present.

18. DATE OF NEXT MEETING

The next meeting is scheduled for Thursday 24th October 2024 in Galway.

ACTION: Shane Clarke

Signed:



CHRISTOPHER BROOKE - CHAIRMAN