TOURISM IRELAND CLG MINUTES OF THE 201st MEETING OF THE BOARD OF DIRECTORS HELD AT GLENARM CASTLE, BALLYMENA, THURSDAY 5 DECEMBER 2024, 9.30-13.30

PRESENT:

Christopher Brooke (Chairman) Karen Sugrue Hennessy (vice-Chair)

Ruth Andrews Paul Gallagher Joe Dolan

John McGrillen

Kathryn Thomson

Katy Best (virtual) Laura McCorry Mary Mulvey

Stephen McNally Apologies: Harry Connolly

IN ATTENDANCE:

Alice Mansergh

Chief Executive

Shane Clarke

Director of Corporate Services, Policy & NI / Company Secretary

Siobhan McManamy Director of Markets and Partnerships

Neil Aulton Conor Marshall Head of Strategy & Insights Head of ICT & Data Protection

Alan Myles

Financial Controller

Lynda Quinn

Head of HR

Róisin McTague

Corporate Communications Senior Executive

1. APOLOGIES AND OPENING REMARKS

Apologies were received from Harry Connolly.

CONFLICTS OF INTEREST 2.

No conflicts of interest were declared.

MINUTES OF PREVIOUS BOARD MEETING ON FRIDAY 1st November 2024 3.

It was noted that the minutes of the meeting on 1st November 2024 were approved at a previous meeting. They will be uploaded to Tourism Ireland's corporate website.

ACTION: Shane Clarke

MINUTES OF PREVIOUS BOARD MEETING ON WEDNESDAY 13th 4. November 2024

The minutes of the meeting of 13th November 2024 were approved, pending a minor adjustment to wording. They will be uploaded to Tourism Ireland's corporate website. **ACTION:** Shane Clarke

MINUTES OF PREVIOUS BOARD MEETING ON THURSDAY 24th October 5.

The minutes of the meeting of 24th October 2024 were approved, pending a minor adjustment to wording. They will be uploaded to Tourism Ireland's corporate website. **ACTION:** Shane Clarke

6. MATTERS ARISING

It was noted that the actions arising from the Board meetings of 24th October 2024; 1st November 2024 and 13th November 2024 had been progressed.

A request was made to adjust elements of the Board Member learning journey template and add point of clarification regarding purpose.

ACTION: Shane Clarke

7. CEO REPORT

The CEO gave a comprehensive update on engagement, sustainability, tourism performance and marketing. It was noted that an update on slow tourism would follow in 2025.

It was agreed that further data on demand indicators would be circulated ahead of the next Board meeting.

ACTION: Alice Mansergh/Neil Aulton

8. SECRETARIAT MATTERS

8.1. Procurement Approvals

The Board considered and approved the award of contract for the provision of 3rd generation digital asset management system services to Orange Logic LLC. **ACTION:** Shane Clarke/Hannah Hughes

8.2. Management Accounts October 2024

The Board noted the contents of the draft accounts for October 2024. The CEO drew attention to funding sources of access campaigns.

8.3. Updates Board Governance Manual

Shane Clarke spoke to ongoing updates, highlighting the updated manual of financial procedures and code of conduct. A request was made to update the title for the purposes of clarity.

ACTION: Shane Clarke

8.4. Revisions to Bank Accounts

The Board considered and approved the opening of new short-term deposit accounts to maximise return on funding.

8.5. Draft Business Plan 2025 submission to NSMC

Shane Clarke spoke to the updated Business Plan 2025, as submitted to the NSMC, the contents of which was noted by Members.

8.6. Written Resolution (Dubai Power of Attorney)

The Board considered the written resolution and approved granting limited power of attorney to Aisling Louise McDermott, to comply with local legislative requirements in executing the Board's decision to close the UAE office.

8.7. Board Governance Declaration

The Board considered and approved the annual statement of compliance, pending an update to the year dated.

ACTION: Shane Clarke/Alan Myles

A request was made to provide the Board with a calendar of compliance requirements, to include an item on Board governance manual updates.

ACTION: Shane Clarke

8.8. Board Ways of Working

The Board confirmed approval of the paper on ways of working.

9. PERFORMANCE MONITORING

The contents of the paper on performance monitoring were noted.

10. EMPLOYEE SURVEY RESULTS

Lynda Quinn gave a presentation on the recent employee survey. An expansive discussion took place on the results and the Executive's plans to engage with areas for consideration. The Board noted next steps and looks forward to updates in due course.

11. SUSTAINABILITY: PROGRESS UPDATE

Neil Aulton gave a presentation on sustainability progress for 2024, noting Tourism Ireland's contribution to wider tourism policy on sustainability. The Board noted the contents and a comprehensive discussion ensued on work to date and plans for 2025 and the next corporate plan cycle. The Board commended the progress made on this matter.

12. GOVERNANCE COMPLIANCE

Alan Myles and Conor Marshall gave presentations on governance compliance in finance and ICT, respectively. The Board noted the contents of the presentations and engaged with the Executive on its views.

The Board thanked the presenters and voiced its support for the work undertaken to date.

Lynda Quinn, Alan Myles, Conor Marshall and Neil Aulton left the meeting.

13. ARAC MEETING

Stephen McNally gave an update on the proceedings of the ARAC meeting on the morning of 5th December 2024, noting the auditor had not observed any material risk within the company. He informed the meeting that the audit plan had been signed off and that the risk register had been approved by the committee. The risk register discussed at the ARAC meeting will be circulated to the Board post the meeting. **ACTION:** Shane Clarke/Alan Myles

14. AOB

Further discussion took place on overseas events, including attendance. Ruth Andrews gave an update on the business tourism event attended in Spain. It was agreed that her written report would be circulated following the meeting.

ACTION: Shane Clarke

The Chairman took the opportunity to wish the Board, Executive and staff best wishes for the upcoming Christmas and New Year.

Members received a briefing on Board effectiveness, delivered by an external trainer. Preparatory briefing material will be circulated ahead of the February Board meeting. **ACTION:** Shane Clarke

Co Sec. 19/2/25,

15. MEETING WITHOUT THE EXECUTIVE PRESENT No meeting without the Executive took place.

16. DATE OF NEXT MEETING
The next meeting is scheduled for Thursday 6th February 2024 in Kildare.

The meeting concluded at 13.42.

Signed:

CHRISTOPHER BROOKE - CHAIRMAN