

Minutes of Meeting of the Authority of **Broadcasting Authority of Ireland**

Date 24/06/2021 **Time:** 10.30am **Venue:** Conference Call

Attendance

Authority: Denis Wolinski (Chairperson of Meeting), Alan McDonnell, Grace Smith, Rosemary Day, Seán Ó Mórdha, Vivien McKechnie.

Apologies: Maeve McDonagh, Mary Curtis

Executive: *Celene Craig, Andrew Robinson (Secretary), Anne Louise O'Donovan (items 3.2, 3.3, 5.2, 5.3, 5.4), Ciarán Kissane (item 3.1), Clare Diamond (items 4.1, 7.1), Deborah Molloy Bergin (items 3.1, 3.4), Declan McLoughlin (item 5.5), Liam Boyle (items 3.2, 3.3), Stephanie Comey (item 3.4).*

1. Appointment of Chairperson of the Meeting

The Authority agreed that Denis Wolinski would chair the meeting.

2. Minutes of Previous Meeting and Matters Arising

2.1 Minutes of Authority Meeting 13th May 2021

The minutes of the meeting of the Authority of 13th May 2021 were approved by members. Matters arising were as follows:

a) Bauer Acquisition of Communicorp Radio services

The Deputy Chief Executive advised members that Minister Martin had approved the proposed acquisition of the Communicorp Radio services by Bauer on 13th May last. The Deputy Chief Executive noted that Bauer may be seeking to revise elements of their Sound Broadcasting Contracts with the BAI in the context of the wider changes proposed. The Authority would be informed if there were any significant issues arising in this regard.

b) Sound & Vision – Community Radio Funding Round update

The Deputy Chief Executive noted that 18 of the 22 contracts awarded under the community radio fund had now been signed.

2.2 Minutes of Authority Meeting 28th May 2021

The minutes of the meeting of the Authority of 28th May 2021 were approved by members.

3 Promoting Plurality & Diversity

3.1 Report on Ownership and Control of Media Businesses in Ireland (2018 – 2020): Presentation by Communications Chambers

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3.2 PSM: Annual Review of Performance and Public Funding 2020: Presentation by Mediatique

At the outset of the item, the Executive provided members with a brief overview of the statutory framework underpinning the annual review of performance commitments and adequacy of public

funding (“ARPPF”) for the public service broadcasters for 2020. The Executive noted that consultants Mediatique were engaged to undertake the annual review which assesses performance against the broadcasters’ Annual Statement of Performance Commitments, their respective public objects and their five-year strategies.

Members were provided with a copy of the draft report prepared by Mediatique. In addition to the matters above, the report also considered the wider economic and media environment, including the impact of COVID-19 on the audio-visual sector in Ireland – focusing on the impact on the PSBs in particular.

Two representatives from Mediatique then joined the meeting and provided members with a summary of the review process as well as an overview of the key findings and recommendations arising in respect of each of RTÉ and TG4. Following the presentation, the Authority discussed a range of matters with Mediatique, including the audience yield framework, advertising revenue, investment in the independent production sector, and the work programme of the Future of Media Commission.

Following discussion, the Authority noted that it would formally consider the conclusions and recommendations of the report, and any future funding recommendations for each of the PSBs, at its July 2021 meeting.

3.3 PSM: RTÉ Annual Statement of Performance Commitments 2021

Members considered the 2021 Annual Statement of Performance Commitments (ASPC) submitted by RTÉ. The ASPC had been submitted further to the requirement for a public service broadcaster to consult with the Minister and the BAI, prior to the publication of its statement of commitments. In considering RTÉ’s ASPC, the Authority had regard to an Executive analysis of the extent to which its statutory objects are adequately reflected in the document and an assessment of the degree to which the information provided assists the BAI in fulfilling its regulatory role.

Members noted that it is the role of the Authority to provide feedback on the content of the ASPC but that the Statement is ultimately approved by the RTÉ Board.

Members noted the BAI and RTÉ have an agreed framework for setting out commitments which meets the regulatory needs of the BAI. The framework requires the PSBs to set out how their proposed commitments are in keeping with their respective Five-Year Strategic Plans; or where there is to be deviation from the Strategy, to provide explanation for same.

The Authority noted that the 2021 ASPC was broadly aligned with RTÉ’s Five-year Strategy for 2018- 2022 and its Revised Strategy of 2019 - covering the period of 2020-2024. Members noted that RTÉ’s commitments and targets were, in general, measurable, practicable and strategic in

nature. RTÉ's 2021 ASPC lists six commitments divided across three sections: Audience; Content; and Sustainability, consistent with the format of the 2020 and 2019 ASPC.

Audience:

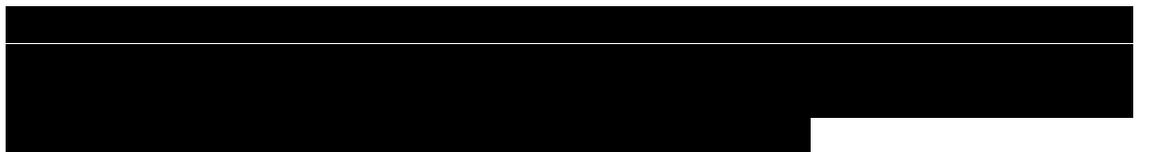
The Authority noted RTÉ's two-pronged approach to reaching Irish audiences: service and protecting linear audiences and adopting a digital-first mindset to commissioning and programme making. Members noted that RTÉ has reaffirmed its previously stated overall objective to put the audience at the core of its decision making.

In terms of Audience-related metrics, the Authority noted RTÉ's targets mostly demonstrate a determination to maintain levels of performance. It also noted RTÉ's aim to continue to develop and improve their online services, notably via metrics targeting weekly reach for online/mobile.

Content:

The Authority noted RTÉ's commitment to providing Irish audiences with trusted News and Current affairs programming, alongside the continued rollout of RTÉ's *Truth Matters* campaign, focused on tackling disinformation amongst younger audiences. It noted that RTÉ's targets in this area, as with previous years, centre largely on public perceptions of RTÉ's portfolio of services.

The Authority noted that RTÉ will also be covering a busy summer of sport, with the deferred Euro 2020 finals and the Tokyo Olympics taking place, alongside a similarly busy national schedule of GAA championships.



In terms of Diversity and Inclusion, the Authority strongly commended RTÉ's continued delivery of a number of initiatives in 2021, including a Diversity in Content steering group, a database of "different voices", diversity monitoring, further training and education of staff and a refreshed approach to commissioning.

Sustainability:



[REDACTED]

[REDACTED]

The Authority also noted RTÉ's ongoing work in the area of Environmental Sustainability and agreed that the broadcaster's respective actions and performance could be reflected in future commitments and targets.

Following discussion, the Authority expressed its satisfaction that RTÉ's commitments as set out in the ASPC were sufficiently high-level and strategic in focus, and broadly in line with the objectives of RTÉ's Five Year Strategy (2018-2022) and its recent Revised Strategy (2020-2024). It agreed that the performance commitments had been correlated against RTÉ's statutory objects, its current Statement of Strategy, and its Public Service Statement, and will facilitate an assessment of the broadcaster's performance for 2021 and assist the BAI in fulfilling its regulatory role in this regard.

The Authority was satisfied that feedback would be provided to RTÉ on that basis.

3.4 Diversity Initiatives 2021: X-Pollinator Elevator Proposal

Members considered an Executive Note setting out a proposal for funding of the third iteration of the X-Pollinator initiative. Members noted that X-Pollinator is a cross-disciplinary professional development and networking initiative, taking positive actions to rapidly address the gender imbalance in the Irish film industry and was previously funded under the BAI's Innovation Fund.

Members noted that the X-Pollinator Elevator project seeks to identify and support twenty diverse and emerging female and non-binary writers and directors, based in Ireland. It is proposed that the participants will take part in a six-week online programme consisting of writing and directing sessions, script development, pitching and round-table clinic-style sessions. The initiative will culminate in a hybrid pitching and networking event, taking place at the Cork International Film Festival in November 2021.

Following discussion, the Authority was satisfied to approve funding of €12,500 for the proposal. In making the award, the Authority considered the potential for the training elements of this initiative to be made more broadly available to interested parties, particularly in the current environment where they are likely to take place online. It was agreed that the Executive would further engage with the event organisers on this matter.

3.5 Ratification of Contract Awards Committee recommendations: Section 71 – SIS Media Limited (SIS Horseracing (Europe))

At the outset of the discussion, members noted that Rosemary Day and Seán Ó Mordha were the Authority representatives on the Contract Awards Committee and so would be recusing themselves from discussion and decision on the recommendation. As a result, the Authority would be inquorate and would not be in a position to ratify the recommendation of the Contract Awards Committee.

In line with the procedures for decision-making between meetings of the BAI, the Authority agreed to delegate consideration of the Contract Awards Committee recommendation to a sub-group of Board Members, consisting of Denis Wolinski, Grace Smith and Vivien McKechnie. It noted that a separate meeting of the sub-group would shortly take place with an update provided to the Authority at its July 2021 meeting.

4. Leadership in Change

4.1 BAI Transition and Organisational Change: June 2021 Briefing

Members considered an Executive note which provided an update on the BAI's Transition and Organisational Change activities undertaken in the last month. Members noted that the Authority would be provided with monthly updates, addressing three key workstreams as follows:

- an Organisational Change Management Programme for BAI Staff which would involve significant communication and engagement with staff;
- stakeholder engagement with key internal and external stakeholders, including the Authority and Statutory Committees, the Department, and other key external stakeholders such as broadcasters, producers, regulators and new regulates; and
- progress of BAI's other Strategic priorities which will focus principally on Governance, Diversity and Gender, and Sectoral Sustainability.

Members noted the Executive updates on matters including the developments in the OSMR legislative process, implementation of the BAI's Change Management Programme for Staff, and engagement with the Department and other key stakeholders. It also noted the update on resources and the staff recruitment processes which will commence on the appointment of the BAI Chief Executive.

Reference was also made to the BAI's other strategic priorities, including three additional submissions to the Future of Media Commission on the issues of archiving, diversity, and Irish language content.

Following discussion, the Authority expressed satisfaction with progress over the previous month and commended the Executive on its work in the implementation of the change management process to date.

The Authority noted the ongoing resource challenges and its potential effect on staff well-being and requested an update on this matter as part of the next monthly briefing.

5. Achieving Excellence & Accountability

5.1 Annual Report of the FAR Chairperson to Authority

The Chairperson of the Finance, Audit and Risk ("FAR") Committee presented her annual report to the Authority as required under the Committee's Terms of Reference.

The FAR Chairperson's report to the Authority detailed the activities of the Committee during 2020, having regard to the approved Terms of Reference. The purpose of the report is to demonstrate compliance with internal control requirements as described in the Code of Practice for the Governance of State Bodies 2016. The report informs the annual review by the Authority of the BAI's system of internal control, including the effectiveness of its financial, operational and compliance controls, as well as its risk management practices and activities. The report also informs the BAI Statement on Internal Control as set out in the BAI's draft Financial Statements 2020 and as referenced in the Chairperson's Report to the Minister in respect of the Authority's implementation of the Code, in accordance with paragraph 1.8 of the Code.

Having considered the report, the Authority agreed to the following:

- i. The Authority was satisfied that the work of the Finance, Audit and Risk Committee was being implemented in accordance with the Terms of Reference set by the Authority.
- ii. The Authority was satisfied with the work and operations of the Committee, as set out in the Report of the Chairperson of the Finance, Audit and Risk Committee.
- iii. The Authority was satisfied that it has taken steps to ensure an appropriate control environment by:
 - Clearly defining management responsibilities; and
 - Establishing formal procedures for reporting significant control failures and ensuring corrective action.

- iv. The Authority was satisfied that it had established processes to identify and evaluate business risks by:
- Identifying the nature, extent and financial implication of risks facing the body, including the extent and categories which it regards as acceptable;
 - Assessing the likelihood of identified risks occurring; and
 - Assessing the Authority's ability to manage and mitigate the risks that do occur.
- v. The Authority was satisfied that the system of internal control in place was based on a framework of regular management information, administrative procedures including segregation of duties, and a system of delegation and accountability. In particular, the Authority was satisfied that this system of internal control included:
- A comprehensive budgeting system with an annual budget which was reviewed and agreed by the Authority;
 - Regular reviews by the Authority of periodic and annual financial reports, which indicated financial performance against forecasts;
 - Setting targets to measure financial and other performance; and
 - Clearly defined capital investment control guidelines.

Taking all of the above into account, the Authority was satisfied that there was an effective system of internal control in the BAI.

On behalf of the Committee, the FAR Chairperson recorded her thanks to the Executive staff for the support provided in facilitating the Committee in the execution of its duties.

On behalf of the Authority, the Chairperson recorded its appreciation of the significant and important work undertaken by the FAR Committee, on an on-going basis, on behalf of the organisation.

5.2 Audited 2020 BAI and BF Financial Statements and Letters of Representation / Supplementary Note re Signing of 2020 Financial Statements

Members considered the draft Financial Statements for the BAI & the Broadcast Fund (BF) for the financial period 2020. The Authority also considered the draft Letters of Representation to the OCAG, as recommended by the FAR Committee, and the proposed signing arrangements for the BAI and BF Financial Statements as set out in the supplementary Executive Note. An update on engagement with the Office of the Comptroller and Auditor General ('OCAG') was also outlined in the accompanying Executive Note.

The Authority noted that a number of minor changes to the draft BAI & BF Financial Statements, detailed in the Executive notes, were recommended to the Authority for inclusion in the final respective Financial Statements. It also noted that the BAI was awaiting the final comments of the OCAG which were due imminently.

The Authority noted the proposed signatories to the BAI and BF Financial Statements 2020 as set out in the supplementary note as being the Chairperson of the Authority (as nominated), the Chairperson of the FAR Committee and the Deputy CEO, as appropriate. The Authority noted that the wording of the Report of the Chairperson of the Authority to the Minister, which would accompany the audited accounts, had been amended to reflect the arrangements regarding the nominated Chairperson.

The Authority also noted that the BAI provides the Department of Tourism, Culture, Arts, Gaeltacht, Sport and Media with an annual checklist on BAI governance practices and procedures to provide assurance on BAI compliance with the Code of Practice for the Governance of State Bodies 2016 ("the Code"). This was currently being finalised by the BAI Executive.

Following discussion, the Authority was satisfied to approve the draft BAI and BF Financial Statements 2020, as presented. It noted that there may be some minor wording amendments arising from the OCAG final review and that these would be approved by the nominated Chairperson.

The Authority approved the proposed signatories to the BAI and BF Financial Statements 2020 as set out above. The Authority was satisfied to approve the draft Letters of Representation, for signature by the nominated Chairperson and the Deputy Chief Executive.

Finally, the Authority was also satisfied that the Annual Financial Statements and Letters of Representation could be signed using an electronic signature in the format agreed with the OCAG.

5.4 NTMA Loan Facility

Members considered an Executive note which sought Authority approval for a new BAI borrowing facility for a period of one year, for an amount of up to €1 million, pursuant to section 35 of the Broadcasting Act 2009.

Members noted that the Department of Tourism, Culture, Arts, Gaeltacht, Sport and Media had recently approved the borrowing facility as requested by the BAI in December 2020. Since the borrowing facility was last approved by the Authority in November 2020, the Chairperson's term of office had ceased, and the BAI Chief Executive had retired. Accordingly, the Authority was being asked again to approve the resolution in respect of the borrowing facility with the NTMA, and to ratify the amended NTMA Customer Mandate.

The Authority was satisfied to proceed with the approval of a new borrowing facility pursuant to Section 35 of the Broadcasting Act 2009, for a period of one year, for an amount of up to €1m.

It was also satisfied to approve the resolution in respect of the borrowing facility with the NTMA, and to authorise the nominated Chairperson, Denis Wolinski, to sign the resolution in the required format.

5.5 Schedule of Matters Reserved for Decision of the Authority and Statutory Committees

Members were presented with an Executive Note setting out the *Schedule of Matters Reserved for Decision of the Authority and Statutory Committees*. Members noted that the document is tabled annually, providing the Authority with an opportunity to review in order to ensure the document remains adequate for the effective functioning of the Authority and Committees.

Following discussion, the Authority was broadly satisfied that both documents were operating effectively and remained fit for purpose. However, a query arose in respect sustainability matters and whether the ongoing work of the BAI in this area was adequately reflected in the document.

Following discussion, the Authority agreed that the Executive would further engage with Authority Member Alan McDonnell on this matter, with an update to be provided at the next Authority meeting.

5.6 Risk Update

This is a standing agenda item. Members were presented with a general update on risk as outlined in the Corporate Risk Register. Members noted that the Corporate Risk Register identifies the principal risks and uncertainties facing the organisation at this time. Matters for discussion included risks concerning resources, upcoming legislation, the BAI lease, and cyber security.

Members noted that that the FAR Committee had recently received a presentation from the Executive on the issue of Cyber Security. It agreed that it would be useful for the Authority to also receive such a presentation and requested that the Executive schedule a briefing within the coming months.

6. For Information

6.1 Correspondence from Minister Martin regarding the 2019 BAI Annual Review of Performance and Public Funding (ARPPF) of Public Service Broadcasters

Members were provided with a copy of correspondence from Minister Martin in response to the BAI's 2019 Annual Review of Performance and Public Funding (ARPPF) of RTÉ and TG4.

6.2 BAI attendance at meeting of Joint Committee on the Irish Language, Gaeltacht and the Irish-speaking Community

Members were provided with a copy of the BAI's submission to the Joint Committee on the Irish Language, Gaeltacht and the Irish-speaking Community, on the subject of 'Craoltóireact na Gaeilge'. Members noted that the BAI, represented by Chief Executive Michael O'Keeffe and Fionnuala Murphy, attended a meeting of the Committee on 19th May last, where the BAI's submission was well received by those in attendance.

The Authority commended the Executive for its engagement with the Joint Committee on this matter and on the quality of the BAI's presentation in this regard.

6.3 Report (Q1 2021) to the Minister on the Impact of COVID-19 on Commercial Radio Advertising Revenues

Members were provided with a copy of the seventh BAI report to the Minister for Tourism, Culture, Arts, Gaeltacht, Sport and Media on the Impact of COVID-19 on Commercial Radio Sector Revenue which covered Q1 of 2021. The Report quantified the financial impacts on independent radio stations arising from Covid-19 and is designed to provide an evidence base to inform any decisions by the Minister on further funding supports in 2021.

6.4 Future of Media Commission: BAI submissions on Diversity and Archiving

Members were provided with copies of two supplemental BAI submissions to inform the work of the Future of Media Commission on issues concerning Diversity and Archiving.

7. Any Other Business

7.1 Contract matters (*Executive attendees were Andrew Robinson and Clare Diamond*)

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7.2 Next meeting

The next meeting of the Authority will be held at 10.30am on Thursday 22nd July by conference call.

Denis Wolinski
Chairperson of Meeting
22nd July 2021