**Citizens Information Board**

**Board Meeting, Thursday, 10 February 2022**

By Videoconference

**Present:** Catherine Heaney, Seán Sheridan, John Saunders, Cearbhall O Meadhra, Mary Doyle, Nicola Walshe, Joan O’Connor, Mary Higgins, Tina Leonard, Ian Power

**Apologies:** Teresa Blake, Tim Duggan

**In attendance:** Fiona Coyne, Chief Executive, Graham Long (also taking minutes), Gary Watters (items 4 and 5); Susanna Britz, Mazars (item 4)

**Minutes**

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| **Item** | **Agenda Description** |
| **0** | **Board Business and Agenda for the Meeting** |
| 0.1 | The agenda for the March meeting was adopted by the Board.  Given the likely very full agenda, it was proposed that the March meeting of the Board would start at 9:30am.  It was also proposed that, pending the procurement of an online system, the papers for future meetings would be consolidated into a single document as far as possible. |
| **1** | **Declaration of Interests** |
| 1.1 | The Chair invited Board members to declare any relevant interests. No relevant interests were declared. |
| **2** | **Minutes of Previous Meeting** |
| 2.1 | The minutes of the Board meeting held on Wednesday, 15 December 2021 were circulated in advance of the meeting. The minutes were proposed by Cearbhall O Meadhra and seconded by Tina Leonard. |
| **3** | **Chief Executive and Chair’s Report** |
| 3.1 | The Chair noted the new narrative format for the Chief Executive’s report.  Fiona Coyne spoke to a number of areas set out in the Chief Executive’s report, beginning with the internal reorganisation currently underway. The aim of the reorganisation is to change how CIB is structured, taking into account developments since the last reorganisation and early indications from the Periodic Critical Review process. Four new divisions will be established, with key areas of change to include compliance and reporting, standards, digital and data, communications and evidence of performance. Staff feedback and engagement has been sought on the reorganisation, which is being led by Rachel Downes. It is planned to have the reorganisation complete in Q2 2022.  CIB is also looking to return to offices shortly, with the intention to begin with a voluntary return from the end of February and a full return from 19 April. Staff members are also being surveyed in relation to blended working, with very high levels of engagement on the survey. CIB’s blended working policy will be dependent on the blended working policy framework due to be published by the Department of Public Expenditure and Reform in Q1 2022.  In relation to the CIB strategy, procurement work is currently underway for an environment scan or forecasting report, with provisional findings due at the meeting of the Board in March. A second procurement competition will be required to commission the consultation and drafting of the strategy, with a draft anticipated in Q3 2022.  A Business Plan for 2022 was circulated to the Board in advance of the meeting and included a review of the previous strategy actions. The Chair asked that the document be updated with more narrative comment on actions achieved and not achieved and re-circulated to the Board for information. With those amendments, the Board approved the Business Plan.  Fiona Coyne described the new data hub now live on the ciboard.ie website. The data hub provides a range of caller data which will be regularly updated. Fiona thanked the Social Policy and Research team and Sarah Togher in particular for their work on the data hub.  The Chair noted that there has been no update on the Periodic Critical Review as yet but that the steering group will be convening soon. Possible meetings for the review of the PCR were discussed, and it was agreed that a note would issue to the Department of Social Protection with the upcoming dates for the Strategy and Governance Committee and the Board. The Chair also noted that the advert for Board vacancies had been sent to the Public Appointments Service but there has been no indication as yet on the timeline for advertisement. |
| **4** | **Presentation from Mazars on Board Oversight of Service Delivery Company (SDC) Grants** |
| 4.1 | Susanna Britz from Mazars presented on a report on the current and proposed measures for the oversight of Service Delivery Company (SDC) grants. The report was commissioned following CIB’s non-compliance with Circular 13/14 in allowing the SDCs to retain and spend surplus funding. Susanna noted that the proposed new measures include a quarterly report to the Board on variances in the SDCs and that the new allocations sub-group will oversee the process. Four recommendations are made in the report, including that a materiality threshold for variances be included and that the different groups involved in oversight need clarity on their roles. It was noted that, subject to the implementation of the proposed measures and recommendations, the Board would have reasonable oversight of the SDC grant process.  The Board asked that a number of points be included in the report, including that a variance level would be explored, that Board oversight of the management letter from the Comptroller and Auditor General be acknowledged, that it is noted that the allocations sub-group has been established and that the CIB structure is being changed through a reorganisation process. A revised version of the report should be sent to the Finance, Audit and Risk Committee and then to the next Board meeting. The final report could be sent to the DSP and/or DPER ahead of the estimates process for Budget 2023.  It was agreed that the allocations sub-group of the Finance, Audit and Risk Committee would continue until the end of 2022 and that, if possible, Mazars would be asked to undertake a follow-up report in Q4 2022.  It was asked that other audit reports from Mazars be shared with the Board, preferably through an online Board papers system. |
| **5** | **Finance Matters** |
| 5.1 | Risk Management |
| 5.1.1 | There was no update on risk management other than that the revised risk register will be presented to the meeting of the Board in March. |
| 5.2 | Management Letter from the Comptroller and Auditor General |
| 5.2.1 | The management letter from the C&AG was circulated in advance of the meeting. It includes four audit findings, two of which are rated as medium and two of which are rated as low. The medium findings are the non-compliance with Circular 13/14 in relation to surplus funding in the SDCs and the completion of a lease in Kilkenny without Ministerial approval.  The Board agreed that the management letter should be forwarded to the Department of Social Protection for their information. |
| 5.3 | Outturn for 2021 |
| 5.3.1 | The excess of income over expenditure at the end of 2021 was €1.732m, after the drawdown in December was reduced by €934,408. Larger variances included contingency funds, Abhaile, ICT and building repairs and maintenance. Income received during 2021 was reduced as a result of the return of surplus funding from the SDCs. The SDCs carried forward surplus funding of €2.277m into 2022, with particular underspends related to COVID-19 and vacancies carried during the implementation of a staffing strategy.  The Board asked that an agenda item in June be dedicated to budget strategy for 2023. |
| **6** | **Board and Committees** |
| 6.1 | A draft schedule of Board agenda items was circulated in advance of the meeting, with the suggestion that the meeting in June could be held off-site and in-person. This was agreed by the Board.  A survey was recently circulated to committee members on the operation of the committees. It was agreed that the current committee structure would continue pending the new strategy, at which point it is proposed that the committees will reflect the pillars of the strategy. The rotating Chair of the Social Policy and Research Committee will also continue, pending receipt of the Periodic Critical Review. In the meantime, it was agreed that the temporary sub-groups would continue, and the terms of reference for the sub-groups (currently the communications and allocations sub-groups) were approved. A sub-group will be established to oversee the development of the strategy later in the year. It was noted that a sub-group may also be required to oversee ICT developments in CIB. The need for sub-groups will be lessened when the committees are aligned with the strategic priorities. |
| **7** | **Committee Reports** |
| 7.1 | Finance, Audit and Risk Committee |
| 7.1.1 | The Committee met on 19 January 2022 and discussed CIB’s charity status, two internal audit reports, the outturn for 2021, the Annual Financial Statements for 2021, and delays in some of the mitigation measures proposed for ICT cybersecurity risks. The Committee agreed to convene a meeting of the allocations sub-group on 2 February 2022. A note of the meeting was circulated to the Board. |
| 7.2 | Sub-Groups |
| 7.2.1 | The allocations sub-group of the Finance, Audit and Risk Committee met on 2 February 2022. The sub-group examined the surplus of €2.277m carried forward from 2021 in to 2022 by the SDCs, along with the process for setting and monitoring budgets for the SDCs. The sub-group felt that the measures described represented a coherent and robust process. A note of the meeting was circulated to the Board. |
| 7.2.2 | The communications sub-group of the Board met on 3 February 2022. The sub-group discussed CIB’s transition to Government of Ireland branding, including the timeline and implementation plan. A note on the transition was circulated to the Board. |
| **8** | **AOB** |
| 8.1 | No other business was raised. |
| **9** | **Closed Session** |
| 9.1 | CEO Review |
| 9.1.1 | Joan O’Connor led the verbal repot to Board, in closed session, on the PMDS evaluation for 2021; and the PMDS and SMART goal-setting for 2022.  Board was satisfied with the performance, and supported the recommendation of the Chair and Joan to sign off on the PMDS 2021 review, as well as the CEO’s goals for 2022. The board commended Fiona on her work as both the Acting CEO, and the initiative she has shown in the early months in the CEO role.  The Chair thanked Joan for her support in the review process. |
| 9.2 | Board Self-Evaluation and Governance |
| 9.2.1 | The Chair apologised for her oversight in not reaching this item under item 6.  The Chair noted the low response from board members, and indicated that there was not a sufficient baseline to create a report for consideration by board. The self-evaluation form will be recirculated to board members. Reflection on the review will be factored into the governance training, estimated for June. A full assessment, and changed approach will apply in 2022.  The Chair reminded members of individual responsibilities regarding the return of declarations, as required annually under the Code of Practice. |
| **10** | **Date of the Next Meeting** |
| 10.1 | The next meeting of the Board will take place on Thursday, 24 March 2022. |