**Citizens Information Board**

**Board Meeting, Thursday, 24 March 2022**

By Videoconference

**Present:** Catherine Heaney, Seán Sheridan, Cearbhall O Meadhra, Mary Doyle, Nicola Walshe, Mary Higgins, Tina Leonard, Ian Power, Teresa Blake

**Apologies:** Joan O’Connor, John Saunders, Tim Duggan

**In attendance:** Fiona Coyne, Chief Executive, Graham Long (also taking minutes), Gary Watters (items 5.2 and 6); Kevin Hannigan, KHSK (item 4)

**Minutes**

|  |  |
| --- | --- |
| **Item** | **Agenda Description** |
| **0** | **Board Business and Agenda for the Meeting** |
| 0.1 | The agenda for the March meeting was adopted by the Board. |
| **1** | **Declaration of Interests** |
| 1.1 | The Chair invited Board members to declare any relevant interests. Nicola Walshe noted that, as a staff member of the Citizens Information Board, she is affected by the current reorganisation and feels that this represents a conflict of interest.  The Board agreed that the agenda could continue as planned and that action would only be required in relation to the declaration if a point were to be reached where discussion would be inhibited by the Board member’s participation. |
| **2** | **Minutes of Previous Meeting** |
| 2.1 | The minutes of the Board meeting held on Thursday, 10 February 2022 were circulated in advance of the meeting. With a minor amendment, the minutes were proposed by Mary Doyle and seconded by Ian Power. The consolidation of the Board pack into a single PDF document was easier to navigate for some Board members and more difficult for others. A transition to an online Board papers system would be preferable. |
| **3** | **Chief Executive and Chair’s Report** |
| 3.1 | Fiona Coyne spoke to a number of areas set out in the Chief Executive’s report, beginning with the internal reorganisation currently underway. Fiona noted that all staff had had an opportunity to take part in a survey on the reorganisation and that approximately 50% of staff members had completed it. Two town hall sessions had taken place on the reorganisation and the communications group continued to meet. Issues had been raised by staff and union representatives including on the timelines for the process and on the job descriptions. It is hoped to have the reorganisation complete in Q2 as delays will have a knock-on effect on, for example, communication with the Service Delivery Companies and the development of Service Level Agreements. The need for the reorganisation is clearly identified in the draft findings of the Periodic Critical Review. As part of the reorganisation, a number of changes are planned at Principal Officer level for which the Board’s agreement was sought. This includes the assignment of Graham Long to the role of Head of Division, Corporate Services, the assignment of Rachel Downes to the role of Head of Division, Standards and Development and the assignment of Adrian O’Connor to the role of Head of Division, ICT, Digital and Data. In addition, the Board’s agreement was sought to recruit the new role of Head of Division, Compliance and Reporting.  Fiona noted that Government of Ireland branding has now been applied to most CIB material including the website and stationery.  On the surplus issue, the opening balance in 20 of CIB’s 21 funded companies has been returned, with the amount outstanding currently at less than €15,000.  Fiona described the joint project between CIS and the DSP to support Ukrainian refugees, which is currently operating from three offices, in Cork, Dublin and Limerick, with a further office planned in Rosslare. Fiona commended the CIB and CIS staff who responded very quickly to this urgent request. In addition, the Digital Content team in CIB has started a new section on citizensinformation.ie dedicated to providing information to Ukrainian refugees.  The Board discussed the Chief Executive’s report, with questions asked in relation to the points of contact for Service Delivery Companies under the new structure and the management of risks. It was noted that the reorganisation is seeking to reduce silos in the organisation and to ensure feedback and feed-through across the divisions. Metrics will help to ensure a more cohesive understanding of how the organisation operates. It will be important to establish training needs and to have clear, consistent communication channels. The reorganisation provides early capacity to deliver on the PCR recommendations and likely priorities of the strategy. It was suggested that the Finance, Audit and Risk Committee would consider the risks arising from the reorganisation.  The changes proposed at Principal Officer level were agreed by the Board. The Board extended their appreciation to the staff of CIB and the CIS for their swift response to Ukrainian refugees arriving in Ireland.  The Chair asked Ian Power to provide an update on the Periodic Critical Review process. Ian noted that a draft of the report had been received and a meeting of the working group was held on 22 March. The overall view is that the report is fair and balanced. Two areas were raised in particular by CIB at the working group meeting: the need to review CIB’s legislation and the view of CIB that advocacy is a key development in information provision. Comments on the report are due to be provided by CIB next week.  The Chair thanked Ian for his participation in the process and asked for the Board’s approval to arrange a special meeting to discuss the PCR once it is received. This was agreed by the Board. |
| **4** | **Presentation from Kevin Hannigan, KHSK, on an environment scan report** |
| 4.1 | Following a procurement process, Kevin Hannigan was commissioned to draft an environment scan report on long-term trends likely to affect CIB and the Service Delivery Companies. This report is currently in development and Kevin joined the meeting to discuss his preliminary findings.  Kevin Hannigan set out that digitalisation will be a key service delivery development for CIB but that information requires interpretation and advice. Measuring CIB’s activities will also be critical. Migrants will continue to be an important audience for information, but the definition of migrants may change as remote working expands. Inflation and higher interest rates are likely to be prevalent in the coming period, while change is possible in Ireland’s political landscape as well as that of the wider world. At the same time, Ireland’s demographics are changing and wealth creation will become more difficult. CIB will need to be flexible and responsive to changes but is in a unique position as a generalist organisation. The report will have a 10-year horizon and it is apparent that there is great uncertainty ahead.  The Chair invited Board members to identify issues that they felt might need further exploration and digitalisation and communications were particularly identified. |
| **5** | **Committee Reports** |
| 5.1 | Strategy and Governance Committee |
| 5.1.1 | A note of the Committee meeting was circulated in advance of the Board meeting.  The Committee met on 2 March 2022 and received an update on the digital strategy. The overall strategy and PCR process were discussed by the Committee. Proposed changes to the CIB Code of Practice and Code of Business Conduct were reviewed and it was agreed that Senan Turnbull would meet with Graham Long to progress some additional amendments. The Committee discussed the Public Appointments Service process for new Board members and considered its terms of reference and workplan. An update was provided on CIB’s charity status, with the Committee agreeing that it would be useful for CIB to engage with other State bodies on the charities register to examine possible options to exit the register. A further update was provided at the Board meeting on CIB’s proposed submission to the Charities Regulator’s consultation on the classification of charities.  A discussion followed on the re-appointment of Board members and the upcoming competition to appoint new Board members. The CIB Executive agreed to follow up with the DSP on whether short-term re-appointments made in 2021 would exclude existing Board members from applying to the competition. |
| 5.2 | Finance, Audit and Risk Committee |
| 5.2.1 | The Committee met on 9 March 2022. Mazars presented on an internal audit report on internal controls in CIB and three internal audit reports on Service Delivery Companies, each of which included an audit opinion of “reasonable assurance”. Mazars also presented on an internal audit report on CIB’s data protection arrangements, which included an audit opinion of “limited assurance”. The high-priority findings were related to the details included in CIB’s Register of Processing Activities (ROPA) and to the retention of data. It was agreed that the report would be highlighted at Board level. The revised report on CIB’s oversight of the grants in the SDCs was also referenced, in particular the management comments added following the Board meeting of 10 February 2022.  The risk register was presented to the FAR Committee, with a number of amendments to be made following discussion. A new risk is to be added in relation to the situation in the Ukraine.  The budget monitoring report for February 2022 showed an excess of income over expenditure of €725,156, with the key drivers in CIS and ICT. The surplus carried forward by the Service Delivery Companies was also discussed, along with the amount recouped to date.  The Annual Financial Statements were presented and were approved for circulation to the Board with some minor amendments. The internal control questionnaires from managers were reviewed. The non-competitive and non-compliant procurement reports were approved by the Committee, as was a request to award a contract for the provision of PCs and laptops. Presentations were made on ICT cyber security and on data protection, in particular the steps being taken to address the findings in the Mazars report.  A note of the meeting was circulated to the Board. |
| **6** | **Finance Matters** |
| 6.1 | Annual Financial Statements |
| 6.1.1 | With some minor amendments, the draft Annual Financial Statements for 2021 were approved to be sent to the Comptroller and Auditor General. |
| 6.2 | Risk Management |
| 6.2.1 | The revised Risk Register was presented to the Board, with a new risk added in relation to the situation in the Ukraine, along with amendments to the ratings of a number of risks including the risk related to the WAN and Telephony project and the risk related to funding shortages.  The Board approved the revised risk register. |
| 6.3 | Internal Controls Review |
| 6.3.1 | The Board reviewed the Mazars audit on internal controls and the Internal Controls Questionnaire from managers. It was noted that the Mazars audit included an audit opinion of “reasonable assurance”. |
| 6.4 | Procurement |
| 6.4.1 | A request to award a contract for the provision of desktop and laptop computers was approved by the Board. |
| **7** | **AOB** |
| 7.1 | The next meeting of the Board will likely be on the Periodic Critical Review, followed by a meeting in Cavan at which it is hoped the Minister will attend. |
| **8** | **Date of the Next Meeting** |
| 8.1 | The date for the special meeting of the Board on the PCR has yet to be confirmed, with the next full meeting to take place on Thursday, 2 June 2022. |