

Board Meeting

Friday, 1st March 2024 at 10:30am
In person. Georges Quay House, Dublin

Present: Catherine Heaney, Catriona Curtis, Ian Power, Mary Doyle, Mary Dorgan, Mary Corcoran, Sarah Harte, Seán Sheridan, Stephen Lycett, John Saunders, Fiona Ward.

In attendance: Graham Long, Acting Chief Executive, Adrian O'Connor, Carmel Beirne, Rachel Downes, Enda Connolly (minutes), Gary Watters (Item 6).

Apologies: Brid O'Donovan, Teresa Blake, Claire Byrne, Seamus Smith.

Minutes

Item	Agenda Description
1.	Declaration of Interests
	The Chair invited Board members to declare any relevant interests. No relevant interests were declared.
2.	Board Business and Approval of Agenda
	Agenda was approved. The Chair welcomed Fiona Ward to her first Board meeting.
3.	Minutes of Previous Meeting
	The minutes of the meeting held on 15 th December 2023 were proposed by Seán Sheridan and seconded by Mary Corcoran.
4.	Reports of Acting Chief Executive and Chair
	Graham Long circulated a written CE Report in advance of the meeting that was taken as read. He then added additional information regarding the latest developments that have arisen since the report was circulated. These included: <ul style="list-style-type: none"> • SLIS is now following up on steps agreed at a meeting between SLIS, CIB and the DSP in relation to the Social Inclusion Voucher Scheme, which was briefly suspended by SLIS in February. CIB has released a tranche of funding for the scheme following confirmations received from SLIS. The Chair expressed her disappointment with the actions of SLIS in this matter.

	<ul style="list-style-type: none"> • The CIS companies are planning to celebrate the 50th anniversary of the network this year, including through local events and PR. The CIS are also developing a strategy collectively and intend to meet in Croke Park on 10 April for a consultation on the strategy. • The MABS companies are preparing for Global Money Week as part of their financial literacy remit. This will include a March 22nd launch of research produced by MABS Support. The research will be launched by Minister for Finance, Michael McGrath TD. • CIB has received approval from the DSP to proceed with procuring consultancy services in a number of areas including the development of a service user impact framework, development of a governance framework for digital support clinics in the CIS, and a digital strategy for CIB and the funded companies. A fourth request for approval to procure consultancy in respect of CIB's personnel and skills requirements relative to the strategy is for further discussion. The Board noted their appreciation of this support. • GL explained the purpose of the new CIB Strategic Plan 2023-2026 Reporting Template that was provided to the Board in advance of the meeting. It will be used as the primary tool for tracking and reporting on progress in implementing actions over the duration of the strategy. The Chair added that she saw this document as an important tool for both the Senior Management Team and by the Committees to focus their work. • GL also reported that Enda Connolly has decided to decline an extension to his acting role as Head of Division, Corporate Services, which includes acting as the Secretary to the Board. A recruitment competition for the acting role will be run in March.
5.	<p>Report from the Committees</p>
	<p>(a) Standards and Development Committee Seán Sheridan provided a report from the Standards and Development Committee that met on 24th January 2024 when they reviewed their work programme for the year. Areas discussed included CIB's service offer, the role of volunteers, how best to support the development of a digital strategy across the services and the need for a long-term investment plan for the services. A dedicated board-level steering group with resources was suggested to support the development of a digital strategy.</p> <p>(b) ICT, Digital and Data Committee Ian Power provided a report from the ICT, Digital and Data Committee that met on the 9th February 2024. They reviewed the Committee's work plan for the year and identified three priorities: the development of a stakeholder communications plan, developing an executive work plan and completion of the discovery phase of a digital strategy. The Chair of the Committee also attended a meeting of the Standards and Development Committee as progressing a digital service offering has considerable overlap with the work of that Committee. He suggested that a dedicated working group to support the development of a digital strategy is an option to consider.</p> <p>(c) Compliance and Reporting Committee</p>

	<p>John Saunders provided a report from the Compliance and Reporting Committee who met on 16th February 2024. He reported that the Committee discussed performance matters, the transfer of pensions to master trusts and areas of potential shortcoming in local financial control in the SDCs. It was noted that while CIB has clear financial and operational policies in place, their implementation in some SDCs may not always be adequate. Carmel Beirne provided an update on the use of credit cards in the SDCs and an approach to reviewing expenditure was discussed by the Board.</p> <p>(d) Governance Committee Catherine Heaney reported on behalf of the Governance Committee that the annual Board and Committee evaluation process has been completed. These will be brought to the 22nd March Board meeting for discussion. It is planned that strategic budgeting and the preparation of business cases for the DSP will be the main focus of discussion at that meeting. She also informed the Board that, along with the Acting CEO, she will be attending a meeting with the Sec. Gen of the Department for pre-budget discussions.</p> <p>(e) Finance, Audit and Risk Committee Mary Doyle provided a report from the Finance, Audit and Risk Committee that met on 31st January 2024. Lorcan O’Connor has resigned and the Board expressed its thanks for his contribution to the Committee. Fiona Ward has joined as a Board members and Declan Norgrove was approved as an external member. Alex Hoare (external member) has agreed to remain on the Committee. They have prepared their work programme for the year, prominent among which will be addressing a number of recurring themes that have been emerging in internal audit reports of the SDCs.</p>
<p>6.</p>	<p>Finance Matters</p>
	<p>(a) Risk Management The board reviewed the updated risk register. It was noted that a fraud risk management workshop has been organised for all CIB managers as a prelude to developing appropriate organisational policies in this area.</p> <p>(b) Outturn for 2023 The financial Outturn for 2023 was reviewed. Total expenditure for the year amounted to €58,687,899. Total income for the year amounted to €59,464,771. The excess of Income over Expenditure amounted to €776,872.</p> <p>(c) The Comptroller and Auditor General’s Management Letter The letter to CIB in respect of the 2022 accounts was presented to the Board. Appreciation was expressed to the C&AG for accepting CIB’s invitation to the attend the FAR Committee meeting of 31st January 2024.</p> <p>(d) Budget Profile 2024 The Board reviewed and approved CIB’s Budget Profile for 2024. It estimates Total Expenditure for the year of €61,713,432 and Total Income amounting to €61,713,432.</p> <p>(e) Budget Monitoring Report The Board reviewed the Budget Monitoring Report for January 2024. GW reported that it</p>

	<p>contained nothing significant to note at this early point in the year.</p> <p>(f) Procurement The board reviewed and approved a request to award a contract for Internal Audit Services for CIB and its Service Delivery Companies to ASM(B) Limited. This is a 2-year contract with an option to extend for up to another 2 years and was awarded following an open procurement. Expected annual spend is €200,000 per annum totalling €800,00 over the full term of the contract. The Chair expressed her appreciation to the members of the FAR Committee for progressing this important contract.</p>
7.	Terms of Office for Board Members in Service Delivery Companies
	<p>The Board discussed issues emerging in some of the CIS and MABS SDCs where a shortfall in the number of members on their Boards of Directors may cause governance issues. This issue is emerging as many members are reaching the current maximum term of 6 years (currently specified in their company Constitutions) following their original appointment to the boards in 2018 as part of the restructuring of the MABS and CIS networks. While many SDC board have been engaged successfully in succession planning, some companies may encounter difficulties.</p> <p>The Board agreed that SDCs may formally request to change their constitutions to extend their directors' terms to 7 years. Such requests to the CIB Executive must be accompanied by an acceptable rationale before they can be approved.</p>
8.	Closed Session
	<p>The Chair provided a read out on the Acting CEO appraisal, undertaken in December with Bríd O'Donovan.</p> <p>The Chair provided an update on the business case regarding the CEO upgrade. Pending the outcome of communications with the Minister on this matter, the board agreed to resubmit the case for a deputy CEO post.</p> <p>The Board further agreed to take steps to instigate a recruitment campaign, and it will review the CEO job description on 22nd March, ahead of seeking approval to implement a recruitment campaign from DSP.</p> <p>Assuming a no further progress on the business case for an upgraded CEO post, the Board agreed that there was now a business risk around staff retention at a SMT level, and this would need to be reflected in the risk register.</p> <p>The Board briefly discussed the away-day meeting in Mullingar and agreed that any site visit to a service delivery company should not inconvenience the company and should aim to take place before or after the Board meeting to minimise disruption.</p>
9.	Dates of Next Meeting
	22 nd March 2024. This will be an all-day meeting held in the Annebrook House Hotel in Mullingar.