# **THE HERITAGE COUNCIL**

## DRAFT REPORT OF MEETING

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**Via Zoom**

##### NBDC Taskforce Committee

##### April 28th  2022

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**PRESENT**

Geraldine Tallon – Chairperson

Michael Farrell

Donald Hobern

Andy Bleasdale

Virginia Teehan

Anne Barcoe

**APOLOGIES**

Dr. Martina Moloney

Dr. John Patrick Greene

1. **INTRODUCTION**The Chairperson welcomed everyone to the meeting and thanked them for the work undertaken since the last meeting on March 11th.
2. **Minutes of the last meeting ON MARCH 11TH**

The Minutes of the last meeting on March 11th were proposed by Michael Farrell, seconded by Donald Hobern and adopted.

**3. Matters Arising**

There were no matters arising.

**4.** **Transition Plan – presentation by hugh O’SULLIVAN, crowe consulting
Noted**: That prior to Hugh Sullivan from Crowe joining the meeting the committee discussed some relevant points of the transition plan that will need to be addressed quickly in relation to the continuity of services. The most concern lay in the IT area where specific expertise in relation to the systems some of which has been developed in house is required. The committee discussed whether a transfer of service for these staff or a service contract would be most suitable. It would be necessary for Crowe to identify how much of the IT work is bespoke to this company.

**Noted:** That Hugh Sullivan presented the draft transition interim plan under the following headings

* Introduction
* Due Diligence
* Compass Informatics Exit Strategy
* Business Continuity Planning
* Next Steps

**Noted:** That the following queries on the employment matters were discussed:

* What is the process for the transfer of permanent core employees to the new entity upon its establishment and what steps must the Heritage Council take now to ensure that this can be completed before the end of 2022?
* Our assumption is that for employees with fixed-term contracts expiring at end 2022 who will be ‘moving’ to the new entity, the only requirement is to offer them employment under the terms of a new contract (presumably matching the terms and conditions of the current contracts)?
* What is the process for transferring of pensions of these employees to the new entity, where applicable?
* What communications with the current employer in respect of the transfer process is advised?
* What communications with the employees is advised?

**Noted**: That H. Sullivan briefed the committee on the proposed transition timeline for the NBDC and in particular focused on the immediate actions from now until end of 2022 as follows:

* Establishment 2022 Q2, Q3 & Q4
* Formation of CLG
* Engage with Compass/Legal advisors
* Staff Transfer
* SLA
* CS/ICT support arrangements
* Public Communications and engagement

**Noted**: That the Chairperson thanked H. Sullivan for his presentation and his advice to the queries of the Committee. H. Sullivan responded to say that if any of the committee have any additional queries arising from the discussion to contact him directly, he will continue to liaise with V. Teehan to complete the Plan to ensure there is a comprehensive document finalised for presentation to the HC Board in June. V. Teehan added that if Board approval is secured in June it will then go to the government for decision, if successful we will then be in a position to speak with the staff of the NBDC.

**Agreed**: That H. Sullivan would set up communication with Emmet Whelan, Byrne Wallace to answer the queries and plan on how the responses would be integrated into the Transition Plan.

**Agreed**: That H. Sullivan would engage further with Compass Informatics in respect of their exit strategy and to gain further information on the IT specialists’ requirements.

 **5.** **UPDATE FROM THE LEGAL SUB-GROUP**

The Chair of the group M Farrell reported.

**Noted:** Thatthe NBDC Constitution and the Operating agreement are now nearly complete. Most of the items are standard in relation to the establishment of a CLG in the constitution. Some further discussion on some points is required with Gillian O’Shaughnessy from Byrne Wallace.

**Noted**: That some thought has been given to the board composition for the CLG and agreed that it is important to ensure a chairperson with experience in CLG management and expertise is critical for the first two years of the organisation.

**Agreed**: That when final draft documents are finalised by Byrne Wallace they will be forwarded to the legal dept in the government to see if they have any concerns, if they have it could be sent to C&AG ,

V. Teehan will arrange a meeting with Catriona Ryan to progress with this.

**6. TIMEFRAME OF WORK: MAY/JUNE/JULY 2022**

* Taskforce to review Transition document when finalised by Crowe
* V. Teehan will arrange a meeting with Catriona Ryan to discuss what will be necessary as part of government decision making and identify any gaps in the memo to government
* A special HC Board meeting will be scheduled in June to discuss and agree this single item.
* Consideration to be given to the recruitment of a CEO for the new company, the appropriate candidate would be required to be available by September 2022, there may also need to be a secondment arrangement for a period of 6 months.
* V. Teehan to liaise with Crowe on additional work in relation to help with implementation of transition plan and drafting of new contacts etc if agreement s secured.

**7. ANY OTHER BUSINESS AND DATE OF NEXT MEETING**

V. Teehan updated the committee on the detail of the upcoming National Biodiversity Conference which take place in Dublin on June 8th & 9th. The Heritage Council have been requested to provide speakers. The Minister will use this opportunity to announce the establishment of the Biodiversity Officer Programme.

The next meeting of the Taskforce will take place on June 2nd at 11am.