

NORTHERN IRELAND TRANSPORT HOLDING COMPANY

Minutes of the Board Meeting held on Wednesday 21st June at 9.30am at Chamber of Commerce House, Belfast

PRESENT:

- F Hewitt (Chairman)**
- T Depledge (AD, Senior Independent Director)**
- P Anderson (CFO)**
- C Conway (GCE)**
- H McCartan (HM)**
- B Mitchell (BM)**
- P O'Neill (COO)**
- A Reavey (AR)**
- M Sweeney (MS)**

IN ATTENDANCE: **J P Irvine (General Counsel & Company Secretary)**

APOLOGIES: **G Milligan (CCSHR Officer)**

GROUP STATEMENT

The Directors of the Northern Ireland Transport Holding Company are also the Directors of all other companies within the Group. As such they are mindful of their responsibilities and statutory duties to each. These minutes record the business of the Group meeting at which matters, factors and decisions relating to individual companies were raised and addressed.

3417 WELCOME

The Chairman opened the meeting and noted one apology.

3418 DECLARATION OF INTERESTS

No additional interests were declared in relation to today's meeting.

3419 MINUTES & ACTION LIST

The minutes of the previous meeting were formally approved. Actions from the meeting had been followed up.

3420 CHAIRMAN & BOARD BUSINESS

- (i) Ulster In Bloom – The Chairman attended this year's launch noted the high standard of the competition.
- (ii) Meeting with External Auditor – The Chairman reported on a very positive meeting with the lead auditor.

3421 APPROVAL OF ANNUAL REPORT & ACCOUNTS

Responding to an invitation from the Board Chairman, the Chair of the Board Audit & Risk Committee opened this item with an overview of the Committee's review and scrutiny of the annual report and accounts in recent weeks. He invited the Chief

Financial Officer to provide his views and recommendations to the Board on these and related items.

Overview – the CFO guided members through his Executive Summary paper which provided a useful path through the seventeen components of the suite of materials.

Decision: After taking into consideration members' comments, the Board unanimously approved the annual report and accounts which comprises:

- **Group annual report and accounts**
- **Trading subsidiary accounts for NITHC, NIR, Ulsterbus and Citybus**
- **Non-Trading subsidiaries Flexibus Limited, NIR Networks Limited, Translink (NI) Limited**
- **Letters of representation in support of financial statements**
- **Pension and compensation payments**
- **Hi Park rental statements**

3422 SAFETY PERFORMANCE REPORT

- (i) Car Park Safety - the Board were informed about a recent incident at one of the Company's car parks. The COO commended the sensitive handling of the matter by the Car Parks Manager on duty.
- (ii) Minor injuries – The Board noted a decrease overall in minor injuries which compares favourably to the same period last year.
- (iii) Collisions – The COO reported on minor Metro collisions of late. Causation was being investigated.
- (iv) SPAD – The COO reported a SPAD in the period which was being investigated.
- (v) Trespass –The heightened activity from management in response to the changing profile of trespass instances was fully supported by the Board.
- (vi) 3rd Party Contractors –oted that interplay of 3rd parties on key sites requires careful contract management and is part of the safety management system.

3423 GCE REPORT

The Board took the report as read, and invited the GCE to comment on the following:

- (i) Product Initiatives – North Coast tourist opportunities were discussed and commended
- (ii) Capital Projects – The GCE updated the Board on all major projects.
- (iii) HR data on absence management The CCSHR Officer will address the Board on updated measures being taken around absenteeism.
- (iv) IT/Cyber Risks – Relating to the “wannacry” recent incident which affected the National Health Service.

- (v) Organisational news – The GCE confirmed that the General Manager for Bus was leaving the Company.

3424 FINANCE REPORT

In light of the annual report and accounts, the CFO took his periodic financial report as read.

3425 DEPARTMENTAL CORRESPONDENCE

Correspondence dated 9 June 2017 and 31 May 2017 from the Department for Infrastructure was noted, as was a letter from the Department of Education to the Department for Infrastructure regarding the Integrated Passenger Transport project and the interlinks between home to school transport and public transport.

3426 MAJOR PROJECTS TRACKER

Board members welcomed the clarification to the entry regarding the close-out date for BRT vehicles.

3427 COMMITTEE BUSINESS

A short report from the meeting of the GRPC on 14 June and the minutes from the Project Oversight Committee from 16 May were noted.

3428 ANY OTHER BUSINESS

- (i) Synopsis of Financial Viability Strategy Workshops

The GCE provided an overview of key themes and scenario-modelling he had presented to the Department in a workshop format. The Board recorded its appreciation for the material presented.

Action: The GCE to continue to assist the Department with its own assessment of future viability options, and to confirm the Permanent Secretary's attendance at an imminent Board meeting.

- (ii) Appointment of External Auditors

The Board approved the appointment of the new statutory auditor as a result of the recent procurement exercise.

3429 DATE OF NEXT MEETING

The next meeting will be held on Wednesday 19th July.

SIGNED: _____ DATE: _____