

NORTHERN IRELAND TRANSPORT HOLDING COMPANY

Minutes of the Board Meeting held on Wednesday 16th May 2018 at 9.30am at Chamber of Commerce House, Belfast

PRESENT: F Hewitt (Chairman)
T Depledge (AD, Senior Independent Director)
P Anderson (CFO)
P O'Neill (COO)
H McCartan (HM)
M Sweeney (MS)

IN ATTENDANCE: Gordon Milligan (CCSHR Officer)
Priscilla Rooney (General Counsel)

APOLOGIES: C Conway (GCE)
A Reavey (AR)
B Mitchell (BM)

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.

3523 WELCOME

The Chairman welcomed members to the meeting and noted three apologies.

3524 DECLARATION OF INTERESTS

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

3525 MINUTES & ACTION LIST

The minutes of the previous meeting were formally approved. Matters and actions arising were discussed and noted.

3526 CHAIRMAN & BOARD BUSINESS

The Chairman spoke on his meeting (accompanied by the GCE) with Frank Allen, the Chairman of Irish Rail. The meeting provided for discussion on the future strategy of the Enterprise service and how it should operate. It was considered that both Boards should have a joint session to assist in development of rail services on this important economic corridor.

The Chairman confirmed his intention to write to Frank Allen to reopen discussion about commercial arrangement, specifically the allocation of revenue of the Enterprise

rail tickets. AD, suggested that it would also be worthwhile clarifying and setting out again the rationale in perhaps more explicit terms. The Chairman acknowledged that the Board's thoughts, ideas and input are always welcomed.

Frank Allen has accepted an invitation to speak to Bus & Rail Week launch.

3527 SAFETY PERFORMANCE REPORT

The COO presented the following headlines from his detailed safety report:

- (i) Minor Injuries: positive results showing a decrease in the first period, March-April 2018.
- (ii) CCSHR Officer commented that this increase may be in part as a result of the significant number of new drivers employed.
- (iii) Statutory Reportable Incidents: noted positive downturn.
- (iv) Crime: COO confirmed a working alliance with PSNI continues to see reduction in the crime rates. MS and HM commended the positive impact of working with PSNI. CCSHR Officer added that the alliance has a positive impact on employees as they feel assured they are getting the support they need.

The CCSHR Officer spoke to the new Safety, Health and Environmental policy which was supported by AD. The CCSHR Officer confirmed that the health and safety committee recommended that the Board's support and endorsement was sought before launching the policy at the annual Safety Conference in June 2018.

HM queried whether this was a new policy or a revision. CCSHR Officer confirmed it was a revision and followed a review. The policy now integrates an environmental policy. AD added that the senior executive team had accomplished what the Company had set out to achieve with the new policy.

The Chairman commented favourably stating that the revised policy was better personalised, well written and overall an excellent production.

Decision: The Board approved the Safety, Health and Environmental policy.

3528 GCE REPORT

The CCSHR Officer summarised the GCE report into a number of key highlights:

- (i) Passenger journey numbers were above budget.
- (ii) Customer service on Metro and Ulsterbus was impacted significantly by roadworks and infrastructure improvement schemes, including the installation of new BRT halts.
- (iii) Operations: The COO confirmed progression with the restructuring within the Operations division, which followed the presentation to the Board in November 2017.
- (iv) Commercial Operations: Preparation for the Glider launch continues. The Chairman requested that the Board have a journey in the Glider, prior to launch, to fully understand the passenger experience. CCSHR Officer proposed that this journey take place immediately following the July board meeting.

- (v) Major Capital Projects: - Belfast Transport Hub – COO summarised the recent High Court ruling in the Arc 21 judicial review case and highlighted the potential adverse implications of the ruling on the planning process for the Belfast Transport Hub.
- (v) Human Resources: The CCSHR Officer advised of the imminent ‘State of the Nation’ leadership event, which approximately 290 MPT employees attend. It is an opportunity for the senior leadership team to discuss year end results, performance, growth and strategy work and key deliverables. The Chairman confirmed his attendance and concluded that last year was a very good event, which was engaging and boosted team work and morale within the Company.
- (vi) Legal & Governance: GC confirmed significant preparation and good progress had been made to ensure compliance in advance of the GDPR deadline of 25 May 2018 and this would be an ongoing process with particular focus on historical hard copy data.

3529 FINANCE REPORT

The CFO spoke to highlights in his report:

The Chairman and HM congratulated CFO for the favourable Profit Before Tax results.

The CFO added that the draft Annual Report and Accounts is well advanced and will be issued in draft to Board members before the next Board meeting.

3530 DFI CORRESPONDENCE

Dfi correspondence noted.

3531 AD-HOC MATTERS FOR DISCUSSION/APPROVAL

Ad-hoc papers noted.

- (i) 2017-2018 End of Year Assurance Statement – CFO confirmed it had been circulated to BM who had approved it prior to the meeting.

The CCSHR Officer and HM concurred with the encouraging findings contained within the report and thanked AD for his efforts.

3532 MAJOR PROJECTS KPI TRACKER

The Major Projects Tracker was noted by the Board.

3533 MINUTES OF COMMITTEE MEETINGS

The minutes of the Project Oversight Committee (POC) meeting held on 17th April 2018, and the minutes for the Board Audit and Risk Committee meeting held on 11 April 2018 and the report for the Group Remuneration and Pensions Committee 16 May 2018 were noted.

MS provided a brief overview of matters discussed at the POC including confirmation of planning approval for the NW Transport Hub and the intention to appoint a contractor.

3534 ANY OTHER BUSINESS

None noted.

3535 DATE OF NEXT MEETING

20 June 2018

SIGNED: _____ DATE: _____