# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 19 January 2022 | 9.30am | 22 Great Victoria Street, Belfast (\*via Microsoft Teams)

**PRESENT:** Michael Wardlow\*, (*Chair*)

Chris Conway (*GCE*)

Patrick Anderson (*CFO*)

Gordon Milligan (*CHRO*)

Mike Brown (*MB*)

Tzvetelina Bogoina – Seenan\* (*TBS*)

Marie Mallon\* (*MM*)

Sharon O’Connor\* (*SO*)

Edward Wills\* (*EW*)

**IN ATTENDANCE:** Priscilla Rooney, *General Counsel & Company Secretary\** (*GC*)

**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.

**3993 WELCOME AND APOLOGIES**

The Chair wished the Board a happy new year and welcomed members to the meeting.

**3994 DECLARATION OF INTERESTS**

No interests were declared.

**3995 MINUTES & ACTION LIST**

The minutes of the previous meeting were formally approved, and actions noted as completed.

**3996 CHAIR & BOARD BUSINESS**

On behalf of the Board, the Chair congratulated MM on her recent Honours after receiving an OBE for services to Industrial and Employment Relations in Northern Ireland, particularly during Covid-19; and to Bronagh McDonnell for receiving a BEM for her services to Public Transport and to Community Engagement in Northern Ireland.

The Chair hoped future meetings would be back to face-to-face but would consider the position again prior to the next meeting.

The Board discussed the announcement of draft budget allocations for 2021/22. The Chair asked the Board to consider a response to the DfI budget equality screening in terms of societal and equality impact. The Board were supportive of this proposal.

**ACTION:** The Chair and GCE to prepare a draft response to the DfI Budget 2021/22 on behalf of the Board.

**3997 SAFETY**

The Board took the report as read and CHRO highlighted the following additional matters:

1. Bus collision resulted in injures to a pedestrian. The incident is being investigated.
2. Covid: The Board expressed their condolence to the family and colleagues of the NIR conductor who sadly passed away (covid related).

As regulations change, the Group continues to ensure that current good practice in relation to cleaning, mask wearing, and social distancing is maintained. The Board was reassured to learn that the trade unions continued to remain engaging and proactive with regards the pandemic.

**3998 GCE REPORT**

The Board took the report, KPI summary and Major Project summary as read, and the GCE highlighted the following:

1. Group Revenues: Ahead of budget for the period, mainly due to an increase in fare paying passengers, additional PSO and concessionary fares funding received.
2. Passenger journeys: Ahead of budget, but the impact of the post-Christmas restrictions remain uncertain at this stage.
3. Service Operations: While punctuality targets for Ulsterbus and Glider remained above target, services were impacted due to road congestion in Belfast and driver availability.
4. Infrastructure: Significant infrastructure works were carried out during the Christmas period, all of which completed on time and without any safety incidents.
5. Commercial Operations: The annual Stuff a Bus campaign raised over £100k for Saint Vincent de Paul and the Salvation Army charities.
6. Legal & Governance: GC provided the following highlights –
   1. PSA - the team is preparing to return the draft contract for consideration by DfI and an all-parties engagement meeting has been agreed to discuss the draft on 31 January.
   2. Board Effectiveness – the Board agreed that, given their recent appointment, the effectiveness review would be undertaken later in the year (c. April 2022).

**3999 CFO REPORT**

The Board took the paper as read and the CFO highlighted the following salient points:

1. Overview of Period 9: Group results were broadly in line with LBE 2; however results reflect the adverse impact which Omicron had on passenger numbers. The Group operating loss year to date is favourable to budget, due to passenger revenues continuing to exceed those projected in all Companies, along with additional unbudgeted PSO funding. Group revenues for the year to date are above budget due to additional bus and rail fare paying passengers, additional concession income, additional commercial revenues and additional PSO funding.
2. Capital Expenditure: The CFO highlighted that full utilization of the 2021/22 capital funding would be challenging but ongoing review and mitigations continue to ensure all critical milestones within the capital plan are met.

MB commented on the positive report and congratulated the team on the encouraging performance results. The Board discussed future growth plans post-Covid and the GCE proposed to present such plans in more detail at a future meeting.

**ACTION:** GCE to present ‘Building Back Better’ plans to the Board.

* *William McGookin joined the meeting and presented on The Future Ticketing System*

Following the presentation, the Board had an engaging Q&A session, thanking William and the providing their support and endorsement to the proposition and direction of the project.

**4000 CHRO REPORT**

The Board took the paper as read and the GCE highlighted the following salient points:

1. Salary negotiations – Further formal discussions with employee representative groups are planned for later in the month, which will be followed by a ballot of members.

The Board discussed the potential implications and employee representative relations.

1. Review of the future of work - The CHRO discussed the impact on employees of the introduction of new technology such as ticketing and modern fleet, in terms of future skills needs and changing working practices. The Group is engaging with employees and their union representatives in a positive way on such matters.
2. Succession planning – The annual reviews have taken place across management positions and the process for senior level executives will be considered by GRPC in the coming months.

The Board discussed the people and culture strategy and the new female network group, and invited CHRO to present further on this important area.

**ACTION:** CHRO to organise a presentation of the Group EDI Strategy to the Board.

**4001 DFI CORRESPONDENCE**

The Board took the correspondence as read, noting in particular, the confirmation that the Group fares would not be increased in the financial year.

**ACTION:** The Board will write to the Minister in relation to the decision not to increase fares.

GCE advised the Board that he would be attending the Infrastructure Committee the following week.

**4002 AD HOC PAPERS**

The Board noted the papers as read.

**4003 MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC meeting held on 21 December 2021 and the summary of BARC meeting held on 7 December 2021 were taken by the Board as read.

**4004 ANY OTHER BUSINESS**

None.

**4005 DATE OF NEXT MEETING**

16 February 2022.

SIGNED: Michael Wardlow DATE: 16 February 2022

Chair