# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 18 May 2022 | 9.30am | 22 Great Victoria Street, Belfast

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

 Chris Conway (*GCE*)

Patrick Anderson (*CFO*)

Gordon Milligan (*CHRO*)

Mike Brown (*MB*)

Tzvetelina Bogoina – Seenan[[1]](#footnote-2) (*TBS*)

Marie Mallon (*MM*)[[2]](#footnote-3)

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.

**4045 WELCOME AND APOLOGIES**

The Chair welcomed members to the meeting. No apologies were noted.

**4046 DECLARATIONS OF INTERESTS**

None.

**4047 MINUTES & ACTION LIST**

The minutes of the previous meeting were formally approved. The Board to consider the timing of completion of minute 4037 (iii). CHRO to liaise with Chair and GCE in relation to timing of Cyber presentation (4041)

**4048 CHAIR & BOARD BUSINESS**

On behalf of the Board the Chair expressed appreciation to CHRO and the team for carefully and diligently managing the potential industrial action. CHRO reassured the Board that the team would continue to use every opportunity to maintain good employee relations and continuity of services.

The Board welcomed the opportunity to meet with the Minister, the new Permanent Secretary and the Senior Officials from DfI at the next Board meeting (June). The Chair voiced his desire to look strategically at the Partnership Agreement and working collaboratively with the Department.

**4048 SAFETY**

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

1. Significant/Noteworthy: Two security alerts in the period resulted in major delays.
2. Safe Return to Work: The Group Hybrid Working Policy continues to receive positive feedback from both employees and management. The Board supported the need for a flexible approach from the organisation in implementing this new policy. MM congratulated CHRO and the team on their approach and facilitation of the policy. The Board engaged in general discussion and a Q&A session on this new way of working.

MB thanked CHRO and John Thompsons on an excellent Safety Conference, commenting that the speakers were very impactful and impressive.

**4049 GCE REPORT**

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

1. Passenger journeys: Group passenger journeys were positive above budget for the period - this is 80% of pre-Covid levels, with the leisure market playing a significant part in the figures.
2. Infrastructure and Projects: 100% capital expenditure was achieved for year 2021/22. The Group awaits approval from DfI and DoF of the capital budget to allow them to proceed. The Board expressed their concern at not having this approved at this time.
3. Commercial Operations: Initial high-level results from the first part of the Group spring monitoring of customer perception were generally positive, with a 90% customer satisfaction score.
4. Major Capital Projects – MB assured the Board that POC was pleased with the progress of all major projects particularly the Belfast Transport Hub and Future Ticketing Project.

**4050 CFO REPORT**

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

1. Period 1 2022/23 – Due to year end close, Period 1 and 2 accounts would be reported on in the June Board meeting in the usual way.
2. Period 12: The Group operating profit for the year is better than the most recent in-year forecast due to receipt of additional funding from DfI and better than expected trading performance across the Group.

The Period 12 results will form the basis of the Group’s statutory accounts, which will be presented to BARC and the Board for approval in June.

1. Capital Expenditure: The CFO highlighted that the Group’s capital allocation was fully utilised. The Board commended the impressive work and efforts made by the team in achieving full spend of the capital grant.

**4051 CHRO REPORT**

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

1. Employee Relations - CHRO provided the Board with an update on the recent negotiations with the unions and the ongoing challenges. Following a revised offer, the unions have withdrawn the proposed industrial action and will ballot their members.

**4052 DFI CORRESPONDENCE**

None.

**4053 AD HOC PAPERS**

* *Paula Logue joined the meeting and presented on the Group Equality, Diversity and Inclusion Strategy*

Following the presentation, the Board had a detailed and invovled Q&A session. The Board thanked Paula for an excellent presentation and for her significant work in this area. The Board were reassured by the amount of work ongoing by the Group and offered any support that the Group required.

**ACTION**: CHRO to arrange meeting with the Chair and the Equality team.

Paula Logue left the meeting.

**4054 MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC meeting held on 26 April 2022 were taken by the Board as read.

**4055 ANY OTHER BUSINESS**

The Chair sought confirmation that the meeting with DfI and the Minister was going ahead as planned in June.

**ACTION:** GCE to confirm Ministerial meeting going ahead.

**4056 DATE OF NEXT MEETING**

15 June 2022

**SIGNED:** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ DATE: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Chair

1. Senior Independent Director [↑](#footnote-ref-2)
2. Attended meeting via Microsoft Teams [↑](#footnote-ref-3)