# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 15 March 2023 | 9.30am | 3rd floor Boardroom, 22 Great Victoria Street, Belfast

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

 Chris Conway (*GCE*)

Patrick Anderson (*CFO*)

Edward Wills (*EW*)

Mike Brown (*MB*)

Marie Mallon (*MM*)

Sharon O’Connor (*SO*)

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

**IN ATTENDANCE:** Shauna McAuley, Acting *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.

**4148** **WELCOME AND APOLOGIES**

The Chair welcomed members to the meeting and noted an apology from Gordon Milligan (*CHRO*).

**4149** **DECLARATIONS OF INTERESTS**

None.

**4150 MINUTES & ACTION LIST**

The minutes of the previous meeting were formally approved.

Following on from TBS’ good work this month with SIB who lead on TEO's Strategy to End Violence Against Women and Girls, it was noted that the Group’s Female Network (WIT) had been approached and a date is to be agreed for a meeting with the Board to discuss violence against women.

GCE also advised that the new Domestic Violence and Abuse policy will be shared with the Board and uploaded to Sharepoint when finalised.

**ACTION:** CHRO to organise a meeting with nominees from WIT and a sub-group of the Board.

**ACTION:** CHRO to share new Domestic Violence and Abuse policy with the Board when finalised.

**4151 SAFETY MOMENT**

Recognising the tragic passing of a pedestrian following a fatal collision at Donegal Square West in recent weeks, the GCE shared a safety moment focusing on pedestrian safety. It was noted that an internal investigation into the incident remains ongoing. The Board thanked the GCE for highlighting the safety issues particularly around road crossings and the work being carried out internally to raise awareness of pedestrian safety. The Board also expressed their sympathy to the family and friends of the pedestrian on his tragic passing.

**4152 CHAIR & BOARD BUSINESS**

Arising from the responses to the Board Effective Survey, the Chair advised members that training would take place after the Board meeting to enable Board members to collaborate and discuss the out workings of the survey.

The Chair also discussed his attendance at Ulster in Bloom on behalf of Translink, noting the talent of the participants and the community spirit and environmental responsibilities which the event engenders.

**4153 SAFETY**

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

1. Safety Performance Indictors: Vehicle collisions are continuing to trend around the target figure. Occurrences of SPADs have reached the target figure. Major injuries are showing a positive reduction in comparison to recent years. Passenger injuries are showing a reduction over the past quarter, reversing an upward trend in the previous quarter.
2. Statutory Notifications: There were two statutory reportable incidents in the period. Including an embankment slippage on the line near Poyntzpass, caused by badger activity which resulted in a temporary speed restriction being put in place.
3. Significant/Noteworthy Events: The Play It Safe campaign has been initiated, delivering a series of important safety messages to promote responsible behaviour when using or around public transport. This campaign is aimed at young people with the support of the IFA and GAA. The Board considered the involvement of the IFA and GAA a great incentive to gain the interest of younger people.
4. The agenda for the Safety Conference, planned for the 18th May, is being developed with an emphasis on safety culture and behaviour.

The Chair noted the positive nature of the Group towards safety and self-disclosure noting that safety is at the heart of the Group.

Separately, EW noted proposed changes to CPC training and assessments which he has opposed on the basis that it dilutes the robustness of the training.

**ACTION:** CHRO to circulate Agenda in advance of the safety conference to EW for comment.

**ACTION:** CHRO to invite the Board to the Safety Conference.

**4154 GCE REPORT**

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

1. Enterprise service has witnessed an increase in passengers of around 20% above pre covid levels.
2. The 2023 fare revision has been successfully rolled out following an extensive stakeholder engagement exercise and using a range of media to prepare customers for the change. The opportunity was also taken to, as far as possible, simplify the fare offerings.
3. Period 11 saw the Group meet, and in certain circumstances, exceed service delivery targets. It was noted that the Group had received a noticeable increase in FOI requests pertaining to service delivery queries.

**ACTION:** GCE to provide a detailed review of operational targets, complaints, trends and social media feedback at June board.

**4155 CFO REPORT**

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

1. Period 11 Group Trading Position: The Group’s operating loss in Period 11 for the year to date is favorable compared to original budget primarily due to additional fare paying revenues. The Group remains on track to meet its LBE 2 projection.
2. Capital Expenditure: Remains unchanged since last month. The fortnightly Critical spend meetings continue to be held and are being supplemented by focused project meetings with the Project Teams, Project Management Office and Project Finance.
3. 2023/24 Budget: The finance team have been working closely with DfI on the budget but as yet, the Group has not yet been notified by DfI of its funding baseline for 2023/24. The CFO highlighted that a significant gap exists between the Group’s current funding requirement for 2023/24 and that presented by DfI in their recent meetings with DoF and NIO. The Board acknowledged the constructive work undertaken by the Group and DfI in working towards a budget. The Board discussed the challenging economic situation and emphasized the need to manage costs and revenues. The Board requested sight of the steps being taken by the Executive team in this regard, including analysis of commercial revenue streams, labour costs, overhead costs and energy costs.

**ACTION:** CFO to present the core elements of the proposed 2023/24 budget to the Board at an extraordinary Board meeting to be convened prior to the scheduled April Board meeting. In advance of then, the GCE and CFO are to give further consideration to the steps which can be taken by the Group to meet the funding challenges. This should include consideration of the Group’s cashflow, including the timing of supplier payments and discussions with DfI regarding the timing of significant capital grant receipts and front ending of any baseline revenue funding for 2023/24. Consideration should also be given to any adverse implications arising on the Group’s supply chain from any such actions.

**ACTION:** CFO to present LBE3 projected 2022/23 outturn to the April Board meeting in advance of the presentation of the final accounts in June.CFO to include Cashflow statement in next CFO report.

**4156 CHRO REPORT**

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

1. Employee Engagement: March saw the return of a highly successful in person Leadership Conference.
2. Employee Relations: The GCE highlighted the various wellbeing activities which have taken place in the past month focusing on the financial and mental wellbeing of staff members in what are challenging times.

**4157** **CORRESPONDENCE**

The CFO noted the additional funding received from DfI this month for rail PSO.

**4158 AD HOC PAPERS**

The Board Strategy Day feedback was taken as read.

**ACTION:** It was agreed that the executives would consider this and other feedback and represent it in the strategic plans going forward.

**4159**  **MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC were taken as read with the following matters highlighted for mention:

1. A near miss on the Bangor line which continues to be investigated.
2. Intense dialogue has been ongoing with DfI in relation to the Weavers’ Cross project with a view to providing independent assurances to DfI. The POC were supportive of this constructive approach and indicated their support to obtain approval for the project from DfI in advance of the end of the tender validity period in April 2023.

**4160 AOB**

The GCE discussed strategic events planning for the peak summertime, entertainment events and travel between Belfast and Derry/Londonderry.

**ACTION:** GCE to share management plan with the Board for events and peak summertime travel.

**4161 DATE OF NEXT MEETING**

26th April 2023.



**SIGNED:** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ DATE: \_\_\_\_29/4/2023\_\_\_\_\_\_\_\_\_\_\_

 Chair

1. Senior Independent Director [↑](#footnote-ref-2)