# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 23 August 2023 | 9.30am | Board room, 3rd Floor, 22 Great Victoria Street

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

 Chris Conway (*GCE*)

 Patrick Anderson (*CFO*)

Edward Wills (*EW*) (*via teams*)

Mike Brown (*MB*)

Marie Mallon (*MM*)

Sharon O’Connor (*SO*)

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

**APOLOGIES:**  Gordon Milligan (*GDCE*)

**IN ATTENDANCE:** Shauna McAuley, Acting General Counsel & Company Secretary(*GC*)

 Jacqui Kennedy, Chief People and Corporate Services Officer (*CPCSO*)

 Ronan Doherty, Head of Group Finance (*RD*)

**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.

**4206** **WELCOME AND APOLOGIES**

The Chair welcomed members to the meeting and noted an apology from GDCE.

**4207** **DECLARATIONS OF INTERESTS**

None.

**4208 MINUTES AND ACTION LIST**

The minutes from the 21 June 2023 Board meeting were formally approved and actions noted as complete.

**4209** **SAFETY MOMENT**

A safety moment was shared by MM on the importance of human behaviours in engendering a culture of safety with key themes of teamwork, good communication and ensuring a collegiate environment.

**4210 CHAIR AND BOARD BUSINESS**

The Chair welcomed Ronan O’Doherty (ROD) to the Board meeting as Acting CFO.

The Chair indicated that he had also received TBS’s resignation from the Board effective of 31st August 2023.. The Chair and the Board members congratulated TBS on her new role and expressed their gratitude for her input to the Board during her tenure and in particular her promotion of diversity and inclusion.

The Chair advised the Board members that a Board Apprentice had been appointed for 2023. The Chair sought volunteers to act as Boardroom ‘buddies’ for the new apprentice. MM and CPCSO agreed to act in the role.

The GCE updated the Board on recent correspondence with DfI, his concerns regarding the 2023/24 budget and the implications for Translink and the Board. It was agreed that further discussions would take place with DfI in September to discuss budgetary pressures. The Chair also proposed a Board workshop following the meeting with DfI, if required, to discuss the challenges.

**4211 CUSTOMER SATISFACTION SURVEY RESULTS**

David Cowan, Director of Commercial Operations presented to the Board, the results of Quarter 1 face-to-face passenger surveys which had been conducted throughout the network. A number of areas were highlighted for improvement and steps are being taken, where possible, to improve customer experience in those areas.

**4212 SAFETY**

The report was taken as read with the GCE highlighting the following salient points:

1. A safety campaign has been commenced this week with a focus on reducing injury.

The Board discussed in detail the nature of the injuries and use of PPE by employees. The GCE noted that the incidents were being investigated and any lessons learned would be reported back. Health and safety representatives have also been asked to reinforce the use of PPE and safe working practices.

1. The GCE highlighted a number of significant incidents which occurred during the period including:
	* 1. an assault on a Glider CRPO.
		2. member of the public has sustained significant injuries having stepped off the pavement into the side of passing bus.
		3. a wheel loss incident at low speed on a Belfast Metro service. A fleet check is currently being carried out as a precautionary measure.
		4. A low risk SPAD, also occurred just outside the period, standard driver procedures were followed. The installation of a protection warning system is planned for the junction in the future.
2. A safety tour schedule was highlighted to the Board and comments sought. It was noted that the safety tours were focused and would be spread over the twelve-month period to ensure any seasonal issues can be noted.

**4213 GCE REPORT**

The Board took the paper, KPIs, and Major Project Summary as read with the following matters highlighted:

1. Due to the inclement summer weather, group passenger journeys did not have the anticipated increase during the period.
2. Punctuality and reliability of services continue to show an improving trend although a number of lightning strikes did cause infrastructure issues and resulting delays. The Group are currently reviewing the lightning protection on the network.
3. Despite receiving confirmation of capital funding, DfI have alerted Translink to further potential cuts. The Board recognised the challenges that this would bring given the level of spend already committed. Consideration is being given to changes and savings which can be made to already established contracts.
4. Work is ongoing in relation to the equalisation of fares across the NIR network with a view to implementation in late 2023.
5. In light of recent high profile data breaches reported in the media, Translink are carrying out a review of its relevant policies and procedures. A key aspect will be continuing to ensure the security of Translink’s data.

**4214 CFO REPORT**

The CFO’s report was taken as read with the following highlighted:

1. The Group’s operating loss for period 4 is adverse to budget. This is largely due to a reduction in DfI funding, offset by improved passenger revenues and savings against budget on passenger revenues and operating costs.
2. Although the initial capital funding allocation has been confirmed by DfI, a further reduction has been sought and this is currently the subject of discussion.

**4215 CPCSO REPORT**

The CPCSO report was taken as read with the following significant matters noted:

1. There has been engagement with the Unions in relation to pay with a further meeting being held w/c 28th August 2023.
2. A positive response was received to the Investors in People employee survey with 35% of all staff completing the survey. The data from the survey is currently being collated.
3. Colleagues, family and friends attended Belfast’s annual pride event with positive feedback received from attendees and colleagues.
4. A provincewide recruitment campaign has been launched to promote opportunities within Ulsterbus and Metro.
5. Recruitment has been commenced to fill the positions of Chief Financial Officer and Head of HR Services with the posts likely to be advertised during September.

The Board members discussed the roll out of unconscious bias training. Consideration is being given to facilitating this, having noted that a useful training session had already taken place with Translink executives. The CPCSO agreed to update the WIT network regarding the ongoing work in this area.

A discussion took place regarding the driver training programmes being facilitated by local councils. It was noted that Translink had already engaged with councils in relation to those programmes and would consider them as part of the recruitment opportunities going forward.

**4216 DFI CORRESPONDENCE**

The DfI correspondence was taken as read.

**4217 ADHOC PAPERS**

TBS, reviewed the results arising from the recent Board Effectiveness Survey which overall showed largely consistent views on each question by the Directors (Executive and Non-Executive). The overall response to almost all questions was positive or very positive. Accordingly, TBS focused on the comments, suggestions for change or improvement. A key theme arising from the Survey was ensuring the Board had the relevant experience to undertake their role and be a challenge as well as a support function. The Board members were keen to have more structured learning and development opportunities.

**ACTION:** It was agreed that MM and CPCSO would liaise and bring forward a proposal for Board development.

**4218 MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC of 20 June 2023 and Foyle Stakeholders meeting of 21st June 2023 were taken as read with the following matters highlighted for specific mention arising from the POC of August 2023:

1. Approval of updated Outline Business Case regarding Ballast Rehabilitation Project.

Approval of a DAC regarding maintenance support for finance reporting as incumbent supplier.

**4219 AOB**

The Chair highlighted several upcoming events which Translink are participating in including the upcoming One Young World Global Conference and Investor Conference.

**4220 DATE OF NEXT MEETING**

20th September 2023

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

 Chair

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