# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 20 October 2021 | 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 (*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.

**3966 WELCOME AND APOLOGIES**

The Chair welcomed new Board members to their first meeting and noted no apologies.

**RESOLUTION:** The Chair introduced a Board Resolution approving the Appointment of new Directors to Subsidiary Companies.

**DECISION:** The Board passed the Resolution.

**3967 DECLARATION OF INTERESTS**

No interests were declared.

**3968 MINUTES & ACTION LIST**

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

**3969 CHAIR & BOARD BUSINESS**

The Chair and board discussed the recent Covid guidance from the NI Executive. MB commented that it would be useful for members to be kept updated with local Translink media stories from time to time.

**3970 INTRODUCTIONS TO TRANSLINK**

* **Presentation on Introduction to Translink** *- Philip O’Neill, David Cowan, Ian Campbell and John Glass joined the meeting and joined GCE, CFO, CHRO and GC in presenting to the Board an overview of Translink and its operations.*

Following the presentation, the Board had an engaging Q&A session, with particular focus on Translink’s financial model and funding challenges.

**3971 SAFETY REPORT**

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

1. Staff Injury – GCE updated the Board on two assaults on employees due to anti-social behaviour. The Board extended their best wishes to those involved and commended them on the excellent work which they undertake in providing a front-line services.
2. Climate Action – The Group’s Lets Change Together Campaign and Climate Positive animation were launched in the lead up to COP 26, where GCE and representatives from the Group will present to attendees.

**3972 GCE REPORT**

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

1. Passenger Journeys: Whilst currently passenger journeys are ahead of budget for the year to date, the outlook remains uncertain given Covid-19 restrictions.
2. Commercial Operations: The successful delivery of transport to the Balmoral Show in September received positive support. Plans are underway to introduce ‘Nightmover’ services to support the customers travelling later in the evening during the run up to Christmas.
3. Legal & Governance: Board members are invited to complete a range of compliance-based e-learning modules as part of the Group’s ongoing risk mitigation and training.

**3973 FINANCE REPORT**

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

1. Overview of Period 6: The CFO explained the Group trading position summary table, setting out the period 6 trading position versus the same period last year, and the first full year forecast (LBE1). The CFO was encouraged by the Group’s trading performance for the half year, which was favourable to budget, due to passenger revenues continuing to exceed those projected and savings, which continue to accrue in operating and engineering cost lines and overheads.
2. Capital Expenditure: Recent confirmation from DfI confirmed the Group’s total capital funding for 2021/22.

The Board participated in a general discussion on Translink’s key financial matters, challenges, and the impact of Covid on the Group.

**3974 HR & CORPORATE SERVICES REPORT**

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

1. Talent and Succession: The Executive Teams are focusing on the strategic succession planning and critical resourcing. Whilst the external recruitment market remains challenging Translink has a good brand which continues to attract talent.
2. EDI – Women in Business has awarded Translink with a Bronze Diversity mark, which recognises the Group’s ambition to grow and develop female workforce.

The Board was supportive of Translink’s EDI strategy and progress, the Chair noting that this was a very important area. The Board indicated their desire to see the Group continue to progress equality, diversity, and inclusion across operations and in senior management.

CHRO proposed that he would present the EDI strategy to the Board at a future meeting.

**3975 DFI CORRESPONDENCE**

The Board noted the DfI correspondence as read.

**3976 MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC meeting held on 14 September 2021 and the summary of the BARC meeting held on 22 September 2021 were taken by the Board as read.

**3977 ANY OTHER BUSINESS**

GCE confirmed that the Minister for Infrastructure and DfI colleagues would be joining the Board next month following the NITHC Board meeting.

**3978 DATE OF NEXT MEETING**

17 November 2021.

SIGNED: Michael Wardlow DATE: 17/11/21

 Chair