# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 17 November 2021 | 9.30am | 22 Great Victoria Street, Belfast

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

 Chris Conway (*GCE*)

Patrick Anderson (*CFO*)

Mike Brown (*MB*)

Tzvetelina Bogoina – Seenan (*TBS*)

Marie Mallon (*MM*)

Sharon O’Connor[[1]](#footnote-2) (*SO*)

Edward Wills (*EW*)

**APOLOGIES:** Gordon Milligan (*CHRO*)

**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.

**3979 WELCOME AND APOLOGIES**

The Chair welcomed members to the meeting and noted one apology.

**3980 DECLARATION OF INTERESTS**

No interests were declared.

**3981 MINUTES & ACTION LIST**

The minutes of the previous meeting were formally approved.

**3982 CHAIR & BOARD BUSINESS**

On behalf of the Board, the Chair thanked the bus drivers, their families, and colleagues for their professionalism in handling some very difficult and challenging incidents during the recent civil unrest. The Board were impressed by the leadership shown by Translink and the positive industrial relations with employee representative groups. The Board considered the indirect impact of the incidents on customers and were reassured that the Group continues to work collaboratively with the PSNI and local community groups.

The Board also extended congratulations to the team on their win in the Communications category at the UK Bus Awards.

**DECISION:** The Board appointed TBS as the Senior Independent Director.

**ACTION:** GC to provide TBS with an overview of the roles and responsibilities of an SID and agree any additional training requirements with TBS.

**3983 SAFETY**

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

1. Statutory Reportable Events: A near miss collision was identified by a train driver at a user works crossing. Updated working procedures and processes have been implemented. MB was encouraged by the culture of reporting of safety incidents in the organisation.
2. Noteworthy: A bus collision occurred when a car crossed the lane of the oncoming bus. There were no injuries on board the bus.

**3984 GCE REPORT**

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

1. Infrastructure: ORR completed their audit on level crossings and reported positively on Translink’s management of the crossings.
2. Legal & Governance: GC provided the following highlights –
	1. Partnership Agreement –It is expected that the Agreement will be finalised early 2022. Both the Chair and MM were keen that it reflected the original intention of proportionate autonomy.
3. Major Capital Projects: The Group received approval of the FBC for the Belfast Transport Hub from DfI and the Board expressed their congratulations and commended the ongoing hard work of the team on this transformative project. MB also asked the Board to consider the wider positive impact of the project in terms of the economic and social benefits.

PA updated the Board on the launch of the contactless ticketing pilot scheme and initial feedback from both drivers and customers was positive.

**3985 CFO REPORT**

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

1. Overview of Period 7: 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 savings which continue to accrue in operating and engineering cost lines and overheads. Group operating costs year to date are less than budget, due primarily to labour savings in Metro and NIR, and the unbudgeted profit on the sale of buses.
2. Capital Expenditure: The CFO highlighted that full utilization of the 2021/22 capital funding would be challenging but ongoing review and mitigations were being implemented.

SO referenced the lack of allocation received in the October bids and the related funding and liquidity issues which the Group could face early in 2022. The CFO confirmed that this concern was set out in letters to DfI and the Minister in November.

**3986 CHRO REPORT**

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

1. Annual Cost of Living – Salary negotiations are ongoing with the employee representative groups. This has included discussion on the substantial increased cost of living (evidenced by recent inflationary rise of 4.9%) and competitive labour market, and as a result employee unions have sought for a higher salary increase than currently within budget.

The Board had a detailed discussion on cost implications, potential industrial actions and employee representative relations.

**DECISION:** The Board approved the proposed increase to budget.

**3988 DFI CORRESPONDENCE**

The Board noted the DfI correspondence as read, particularly referencing the Interim Treasury Management Report which was also noted at the POC meeting.

**3989 AD HOC PAPERS**

The Board noted the papers as read.

**3990 MINUTES OF COMMITTEE MEETINGS**

The minutes of the POC meeting held on 19 October 2021. MB (Chair of POC) asked the Board to note the approval by POC of the following Economic Appraisals:

* Ballast Cleaning Machinery Project; and
* Lagan Junction to Yorkgate Track renewal.

The summary of the GRPC meeting held on 17 November 2021 were taken by the Board as read. MM (Chair of GRPC) proposed an amendment to the membership of the GRPC Terms of Reference.

**DECISION:** The Board approved the amended GRPC Terms of Reference.

**3991 ANY OTHER BUSINESS**

The Board took a tour and presentation of the Belfast Transport Hub site following the Board meeting.

**3992 DATE OF NEXT MEETING**

19 January 2022.

SIGNED: Michael Wardlow DATE: 19/01/22

 Chair

1. attended via Teams [↑](#footnote-ref-2)