# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 15 May 2024 | 9.30am | Boardroom, 22 Great Victoria Street, Belfast

## PRESENT: Michael Wardlow (Chair)

Chris Conway (*GCE*)

Marie Mallon (*MM*)

Sharon O’Connor (*SO*)

Mike Brown (*MB*)

Edward Wills (*EW*) (*via Microsoft Teams*)

**IN ATTENDANCE:** Ronan Doherty, *Acting Chief Financial Officer* (*CFO*)

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

Priscilla Rooney, *General Counsel & Company Secretary* (*GC*)

David Cowan, *Director of Commercial Operations* (DC)

John Glass, *Director of Infrastructure and Projects* (JG)

Ian Campbell, *Director of Service Operations* (IC)

**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.

**4317** **WELCOME AND APOLOGIES**

The Chair welcomed members and attendees to the meeting and noted no apologies.

**4318** **DECLARATIONS OF INTERESTS**

None.

**4319 MINUTES AND ACTION LIST**

The minutes from the 24 April 2024 meeting were approved. Action 4308(v) will remain open.

**4320** **SAFETY MOMENT**

EW shared a personal safety moment with the Board reflecting on the importance of positive mental health and wellbeing amongst staff. CPO added that this area was addressed at the annual Safety Conference and is a key priority for the business.

**4321 CHAIR & BOARD BUSINESS**

GCE presented a fly-through video of the work to date on Belfast Grand Central Station.

The Chair, SOC and MM attended the annual Safety Conference and congratulated the John Thompson and the Translink team on an excellent conference. Attendees enjoyed the opportunity to engage with staff and the Board discussed their individual experiences elsewhere in relation to road safety. SOC was impressed with the safety bus and suggested that it could be used as an opportunity to focus on anti-social behaviour.

The Chair confirmed to non-executive members that he had received the annual board appraisals from DfI and would proceed with completing these.

The Board took the opportunity to congratulate Ronan O’Doherty on his recent appointment to Chief Financial Officer.

GCE advised the Board that the annual budget had not yet been finalised by the Minister, but the Department had given an indication of the capital funding allocation to Translink.

**4322 SAFETY**

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

1. Safety Performance Indicators: There were 2 statutory reportable incidents in the period. There were no injuries however the investigation is ongoing, and findings and recommendations will be discussed at SOC. IC updated the Board on the recent assault of a train conductor early in the morning, who was supported by the PSNI safer transport team. The Board expressed their concern about anti-social behaviour towards staff generally and extended their best wishes to the conductor.
2. **ESG:** 9.8% reduction in total carbon emissions for the same period year to date versus 2018/19 baseline.

**4323 GCE REPORT**

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

1. Service Operations: IC commented on the strong performance across all divisions in the period, supported by the cross divisional teams focusing on improving operational performance. New bus and rail timetable changes are planned for May and June, to assist with the performance on Metro routes, whilst the rail timetable changes result from the closure of Great Victoria Street station. Footfall is expected to increase in Lanyon and Botanic stations as a result of the closure.
2. Infrastructure and Projects: JG updated the Board on the ongoing discussions with DfI on the capital plan. The Board expressed their concern for any gap in funding for works which were already committed or those which are safety critical but would continue to keep a watching brief.
3. Commercial Operations: Marketing focus on contactless ticketing across Ulsterbus and a region wide campaign highlighted this will commence over the summer months. The opening of the newly refurbished York Street station was supported by the attendance of the Minister for Infrastructure and further promoted by tv, radio and press coverage which emphasised the positive impact of such investment. The Board commended JG and the project team for the successful and timely opening.

**4324 CFO REPORT**

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

1. the final 23/24 financial position will be presented to the Board in June. Confirmation of resource and capital funding budget for 24/25 is still awaited from DfI.
2. Capital Expenditure: DfI funding was fully utilised in 2023/24.
3. Annual Treasury Management Report: Noted by the Board, the new policy on utility pricing for gas and electricity were highlighted.

**4325 CPCSO REPORT**

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

1. Employee Relations: Approximately two-thirds of the workforce accepted the proposed pay offer, and this agreed payment has been made to those relevant employees. Discussions will continue with the remaining employee representatives and bargaining groups, in an effort to reach agreement.
2. Management Development: The new Accelerate programme has been launched aimed at all line mangers. The aim is to provide the requisite knowledge and skills to enable staff to fulfil their responsibilities and ensure consistency of approach across the business.
3. Investors in People (IIP)– Translink has successfully achieved IIP accreditation across all business areas. The Board congratulated the team and MB noted that it was an ideal platform for continuous improvement.

**4326 DFI CORRESPONDENCE**

The DfI correspondence was taken as read.

**4327 AD HOC PAPERS**

The papers were noted.

**4328 MINUTES OF COMMITTEE MEETINGS**

Minutes of the meetings of the POC held on 23 April 2024 and summary of BARC held on 22 April were noted and taken as read. SOC highlighted the overall Internal Audit rating of Satisfactory for 2022/23

MB updated the Board on the POC meeting held on 14 May 2024, in particular:

* Strategic Outline Business Case (SOB) relating to Zero Emissions – Replacement/Refurbishment of 220 buses.

**4329** **AOB**

GC introduced Kerry Teahan, Procurement Partner from Carson McDowell, who joined the meeting and presented to the Board on the key elements of the new Procurement Act 2023 and the preparations being undertaken in Translink for the significant changes in October 2024.

**ACTION:** GC to provide the Board with an update on the Procurement Act preparations in Autumn.

**4330** **DATE OF NEXT MEETING**

19 June 2024.

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

Chair