# **NORTHERN IRELAND TRANSPORT HOLDING COMPANY**

## Minutes of the Board Meeting

## 24 April 2024 | 9.30am | Boardroom, 22 Great Victoria Street, Belfast

## PRESENT: Michael Wardlow (Chair)

Chris Conway (*GCE*)(*part*)

Marie Mallon (*MM*)

Sharon O’Connor (*SO*)

Mike Brown (*MB*)

Edward Wills (*EW*)

**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.

**4304** **WELCOME AND APOLOGIES**

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

**4305** **DECLARATIONS OF INTERESTS**

None.

**4306 MINUTES AND ACTION LIST**

The minutes from the 20 March 2024 meeting were approved and actions completed.

**4307** **SAFETY MOMENT**

MB shared a personal safety moment with the Board reflecting on the potential serious (and in the example given, fatal) dangers of not following safety processes and procedures.

**4308 SAFETY**

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

1. Safety Performance Indicators: There was an increase in major injuries in the period. Campaigns have been rolled out over multiple platforms to highlight safety issues whilst using the network.
2. SPAD: There was a reduction in SPAD’s for the year 2023/24.
3. Leadership and Culture: A strategic safety programme has been delivered to 24 senior leaders in Translink. Inital feedback has been positive
4. Safety Conference: Taking place on 2 May, to include speakers from PSNI and across Translink, focusing on the theme of ‘Driving Positive Safety Culture’.

**ACTION:** CPO to provide summary of key highlights from Safety Conference to the Board.

1. **ESG:** 10.1% reduction in total carbon emissions year to date versus 2018/19 baseline.

**ACTION:** GCE to provide summary of Climate Positive Strategy in terms of how it translates to Translink business on a practical level and examples of this across the business.

The Board discussed future ESG statutory reporting obligation. SOC noted the work which the BARC had commissioned with internal audit on ESG. DC advised members that the new Translink app will include a feature on carbon savings.

**4309 GCE REPORT**

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

1. Financials: Latest year end estimated loss of c.£13.9m, primarily due to increase in-year DfI revenue funding and offset by the impact of strike days and weather impacts.
2. 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. He also cautioned that the imminent road works related to the Belfast Grand Central station may impact adversely on Metro performance in the coming months. The Board discussed how the Group was working to seek to minimise disruption and impact on performance. The Board drilled into how bus performance targets, how these were measured and were assured by the proposed plans that were in place to improve customer experience.
3. Infrastructure and Projects: JG assured the Board that the capital expenditure was fully aligned with DfI funding for 2023/24. Capital funding for 2024/25 was still awaited from DfI and may result in review and reprioritising of capital plan.
4. Commercial Operations: Marketing focus on contactless ticketing across Ulsterbus. The digital team have been progressing online seat reservation for the Enterprise and working closely with Irish Rail.
5. Legal & Governance: Board noted the draft Accounting Officer Annual Assurance Statement. GC updated the Board on the new Procurement Act, the potential impact on Translink and the ongoing preparation being undertaken. GC highlighted the open letter from the ICO to all public bodies in terms of meeting obligations under the FOI Act. Highlighting the positive feedback from internal audit on Translink’s information request processes and adherence to statutory deadlines.
6. Major Projects: Refurbishment of York Street station scheduled to open on 29 April, subject to safety certification from DfI. The Board commended Translink teams for the excellent work done to deliver the newly refurbished station.

**4310 CFO REPORT**

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

1. LBE 3: A final full year forecast for 2023/24 has been prepared subsequent to the usual reporting on period 11 (which will come to the Board next month). The LBE 3 generated an operating loss of £13.9m against an operating loss of £27.2m generated at LBE 2. This was substanitally as a result of in year DfI funding and offset by strike days and weather impacts. Since the preparation of the report a further £9.2m in-year funding has been awarded by DfI. Budget allocation for year 2024/25 is still awaited.
2. Cash Position: This currently sits slightly below the Group minimum cash threshold as set out in the Group Treasury Management Policy.
3. Capital Expenditure: DfI funding has increased from the orignal £270.7m to £275.4m and Group spend is inline with budget.

**4311 CPCSO REPORT**

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

1. Employee Relations: Approximately a quarter 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. EDI: Establishment of a strategic partnership with the NOW Group, which will expand on Translink’s JAM card partnership.

**4312 DFI CORRESPONDENCE**

The DfI correspondence was taken as read.

The Board discussed the letter to the Minister for Infrastructure in relation to the Irish Language. GCE advised the Board that he was undertaking stakeholder engagement with a number of interested groups, in order to hear their views on the matter. The Board was content with this approach and noted the Group policy on Minority Languages.

**4313 AD HOC PAPERS**

The papers were noted and GCE highlighted the anticipated disruption of the road network around the city centre over the coming months as construction works intensity at Belfast Grand Central Station.

**4314 MINUTES OF COMMITTEE MEETINGS**

Minutes of the meetings of the POC held on 19 March 2024 was noted and taken as read.

MB updated the Board on the POC meeting held on 23 April 2024, in particular:

* Strategic Outline Business Case (SOB) relating to revised costs for Lisburn West Park and Ride. MB explained that the additional costs were primarily as a result of construction inflation, materials cost increases, new fire regulations work required to hold planning permission and additional site investigation. The investment allowed for potential for significant passenger growth. The Board discussed the proposal and significance of the project.

**4315** **AOB**

Papers were noted as read. The Board reviewed the Agenda for the Bi-Annual Ministerial Accountability meeting.

**4316** **DATE OF NEXT MEETING**

15 May 2024.

  
**SIGNED:** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ **DATE**: \_5/6/24\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Chair