

NI Water Ltd  
("the Company")

Minutes of a Meeting of the Board of Directors (the "Board")  
on Tuesday 27<sup>th</sup> February 2024 @ 11.00 am  
IOC Conference Room, Westland House

**Present:**

Len O'Hagan	Chair
Peter McNaney	Non Executive Director
Paddy Larkin	Non Executive Director
Marie-Therese McGivern	Non Executive Director
Belinda Oldfield	Non Executive Director
Sara Venning	Chief Executive
Ronan Larkin	Finance, Regulation and Commercial Director
Stephanie McCullagh	Director of Customer and Operations

**In attendance:**

Mark Ellesmere	General Counsel & Company Secretary
Gary Curran	Director of Engineering and Sustainability
Tzvetelina Bogoina	Director of Infrastructure Delivery
Trevor Hutchinson	Head of Health and Safety ( <b>Item 2</b> )
Helen Devlin	Head of HR Operations ( <b>Item 2.2</b> )
Ciaran Crozier	Head of PPP ( <b>Item 5</b> )

**Apologies:**

Maurice Bullick	Non Executive Director
Rose Kelly	Director of People & Learning
Alistair Jinks	Director of Business Services

There were no Conflicts of Interest declared at the beginning of the meeting.

## 1. Minutes and Actions from Previous Meeting

- The draft minutes of the meeting on 23<sup>rd</sup> January 2024 were approved, no actions arising.

### 2.1 Health and Safety Report

- There was one NI Water RIDDOR incident and no contractor RIDDOR incidents in period.
- A figure in the slide on leading and lagging indicators was verbally updated.
- Members noted that all members of the Health and Safety Team are now in post with some new recruits bringing specialist experience in specific areas such as legionella, dangerous goods and incident investigation.

### 2.2 Attendance and Wellbeing Quarterly Update

- The update report was noted and the likely achievement of the annual attendance target was welcomed.

- Members were provided with a verbal update on the pay offer made to L4-7 colleagues on 14<sup>th</sup> February 2024.

### **3. Budget Update**

- The CEO summarised the correspondence and engagement outlined within the paper since the last meeting including the most recent correspondence issued on behalf of the Board that morning to Dfl and the UR as well as correspondence from the UR dated 26<sup>th</sup> February in relation to the Directors' Certificate under the licence.
- The Minister has agreed to meet with the CEO and Director of Finance, Regulation and Commercial; details of the Company's funding requirements for ISNI had been confirmed recently to Dfl and Dfl was aware of the Company's approach to the 24/25 operating plan and budget.
- The proposed workshop on governance, led by Dfl, had been moved to April.
- It was confirmed that the 23/24 RDEL and CDEL allocations from Dfl were likely to be met at year end.
- Members received an update presentation on CDEL since the last meeting outlining the impact of adhering to a 23/24 CDEL allocation of £321m on both the 22/23 and the 24/25 capital delivery plans.
- The impact of the in-year reduction on efficiency, cost and delay was explained and discussed in detail. A number of key ongoing risks were also highlighted including the requirement for Dfl to approve 15 business cases for projects above £10m (under current financial delegations) in 24/25 as well as the lack of certainty of budget allocations for 24/25. A number of options and potential mitigating actions were discussed including support for Dfl in the business case approval process.
- The Board agreed the proposed approach to the CDEL requirement for 24/25.

#### **3.3 24/25 Operating Plan and Budget**

- Having considered the matter in detail and, taking into consideration the previous discussion on CDEL, the Board approved the 24/25 Operating Plan and Budget for submission to Dfl subject to minor amendment. It was agreed that the Minister (and Senior Officials as appropriate) be invited to the next Board meeting.

### **4. Main Board Report**

- The update report was noted and taken by exception.
- The CEO highlighted a recent strategy refresh undertaken by the Executive Committee in the context of planning for PC27. Broadly speaking, the current strategy remains fit for purpose.
- Mid Term Review – the UR has indicated that this may take longer than originally anticipated.
- Water Senior Stakeholder Group – this forum will meet again on the 4<sup>th</sup> March.
- Loan Note Instrument – it was agreed that this item be escalated at the next Shareholder meeting in terms of Dfl's plans to address it.

## **5. PPP Exceptions Report**

- The update report was noted and the two items for approval in relation to the Omega and Alpha PPPs were approved based upon the information provided within the paper.

## **6. Approvals**

### **6.1.1 C686 – Extraordinary Extension – CBC2**

- Approved based upon the information provided within the paper.

### **6.1.2 C1106 – High Volume Call Handling**

- Approved based upon the information provided within the paper.

### **6.2 C1193 – Interactive Voice Response**

- Approved based upon the information provided within the paper.

### **6.3 Publication of Group Tax Strategy for 2023/24**

- Approved based upon the information provided within the paper.

### **6.4 Dfl's Consultation on Options for Revenue Raising**

- Approved based upon the information provided within the paper.

### **6.5 Directors and Officers Insurance Approval**

- Approved based upon the information provided within the paper.

## **7. Risk Committee Update – 20<sup>th</sup> February 2024**

- The Chair of the Risk Committee provided a summary of the most recent meeting of the Committee on 20<sup>th</sup> February 2024 at which Members received updates on health & safety, cyber risk and reputation and branding.
- A paper in relation to the Risk Landscape and Emerging Risks was noted.
- A risk appetite workshop for the Board is being planned in and around Q2 24/25.

## **8. Forward Look**

- The forward look was noted.

## **9. Any Other Business**

- There were no items under AOB.