

NI Water Ltd
("the Company")

Minutes of a Meeting of the Board of Directors (the "Board")
on Tuesday 25th November 2025 @ 1pm
EY Offices, Belfast

Present:	Jo Aston	Chair
	Maurice Bullick	Non Executive Director
	Danny McSorley	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	Director of Finance, Regulation and Commercial
	Stephanie McCullagh	Director of Customer and Operations
In attendance:	Tzvetelina Bogoina	Director of Infrastructure Delivery
	Gary Curran	Director of Engineering & Sustainability
	Rose Kelly	Director of People & Learning
	Damien O'Mullan	Director of Transformation & Innovation
	Aisling McHugh	Acting Company Secretary
	Evelyn McCappin	Admin
	Trevor Hutchinson	Head of Health and Safety (Item 3.1)
	Helen Devlin	Head of HR Operations (Item 3.2)
	Paul Davison	Head of Wastewater Strategy (5.1)
	Anthony Lynn	Head of Communications (Item 5.2)
	Tom Kelly	External Communications Advisor (Item 5.2)
	Pete Semple	Chief Information Officer (Item 5.4)
	Andrea Rushby	Head of Information Security (Item 5.4)

The Chair opened by thanking everyone for the PC28 Workshop. An update on the meeting with the Minister was provided. It was noted that the Shareholder meeting on 12 November was productive, with good engagement on the matters discussed.

1. Apologies / Conflicts of Interest

- No conflicts of interest declared.

2. Minutes and Actions from Previous Meeting

- The draft minutes of the meeting on 23rd October 2025 were approved
- Actions from the last meeting were noted.

3.1 Health and Safety Report

Incident Report:

- 0 NIW RIDDOR
- 2 Contractor RIDDORS

Work Programme: 343 items increased from 336 items, on target:

- 73 closed
- 92 in progress
- 178 not started

Incident Update Inc:1002

Discussion on the safety of concrete slabs at various sites:

- Work is underway to identify the scale of the issue across the asset base and plan for remediation. A safety alert has been issued company wide.

3.2 Attendance and Wellbeing Update

- Attendance figures remain below target for 2025/26; while non-frontline areas are on track, frontline results continue to lower overall performance.
- Stress-related sickness is the main issue, with long-term absences significantly driving figures upward.
- The Health & Wellbeing strategy is progressing, with substantial work underway including engagement with a dedicated focus group.
- In response to a question from the Chair, long-term sickness was defined as absences of 20 working days or more, often linked to personal circumstances such as bereavement, domestic issues, or depression.

4. Main Board Report

The CEO highlighted the following matters:

- Infrastructure Committee meeting to be held 26 November 2025, The Committee will examine the impact of a constrained budget on NI Water and the impact that is having in relation to the connections to the wastewater network. The Board noted the Committee's examination of this important subject area.
- Staff engagement sessions have been taking place at 8 hubs across NI Water.
- Stakeholder engagement – a significant amount of activity has been on going, the CEO was a panellist at the Belfast Chamber Economic Forum. As part of Winter readiness, the Joint Utility Group met to launch the shared winter campaign. The newly appointed president of ICE will host a roundtable in December.
- NI Water won the Sustainability and ESG Award in Ireland for the Annual Report & Accounts 2024/45.

People:

- Pay Remit was discussed.
- Continued engagement with NIPSA who have recently undertaken a series of meetings with members to discuss the collective bargaining unit and other disputed issues.

- On 7 November, NIPSA requested mediation to reach a resolution on a number of legal matters. We have stated our willingness to engage in mediation.
- The Board noted the importance of communication, and it was agreed that a video message from the CEO will be circulated to staff.

Operational Review:

- Supply Interruptions are on target.
- Water quality targets are being met.
- Wastewater targets in relation to pollution incidents has failed.
- Wastewater compliance targets have failed in the unannounced sampling programme and are forecast to fail under the announced regime.
- Bathing water quality is good. A Bathing Water Review will be launched shortly by DEARA and this is likely to have an impact on operational costs.
- It was noted that an update on storm overflows would be provided at December Board meeting.

Financial Performance:

- The financial highlights were noted, NIW submitted £5m RDEL & £10m CDEL bids on 28 October as part of the DfI internal December Monitoring Round commissioned. The Department has been advised that bids should be read in conjunction with October revised Operating Plan & budget 2025/26.
- Borrowings are on target and Cash Balances are lower than forecast.
- Total income remains stable due to higher consumption during the dry weather in the earlier part of 2025/26.
- Future Corporate Systems – Phase 2 implementation programme timeline to be confirmed by the systems integration partners. It was confirmed that the system should only “go live” once functionality had been confirmed via robust testing. The Board noted there may be cost implications.
- Risk Management – a verbal update was provided on the last Risk Committee meeting. It was noted that Keith Scott has been appointed Chief Risk and Reporting Officer.
- It was noted that a Corporate Risk map review meeting has taken place and Risk KPI's will be introduced going forward. It was noted that the Cyber Risk rating would be reviewed in Jun '26 following implementation of actions identified by internal audit.

5. Specific Items

5.1 Sludge Strategy Overview Update

- PPP sludge disposal contract ends in 2032.
- It is proposed that the options for incineration post 2032 be considered alongside new technology solutions for sludge disposal. A phased approach to investment is being proposed with further substantial investment needed post PC28.
- The solution will be a move to greener technology: anaerobic digestion and advanced thermal conversion.
- Main risks: cost and deadline challenges, and new technology application including asset sweating and pioneering new processes.
- Business case in progress; Board review set for early 2026.

5.2 Communications Strategy Update

- A detailed update on the Communications Strategy was provided.
- It was acknowledged that the strategy would support the organisation positioning as it moves towards PC28.
- It identified the priorities, and it will enable us to be more proactive in our communication.
- A detailed plan for stakeholder engagement was included.
- The Board recognised that its role is to support stakeholder engagement and the comms team will provide supportive key messages.

5.3 Funding and Governance Update

- The CEO gave a brief overview of the paper.
- The 2025/26 CDEL allocation is £361.3m—the Board noted that whilst this was 90% of NI Water's initial capital bid, it represented a 35% reduction from the PC21 Mid-Term Review due to the inability to bid for large multi-year investments. A £10m bid for additional CDEL has been submitted to support regulated schemes.
- Underfunding is impacting compliance monitoring, maintenance, staff wellbeing, and audit actions, with compromises being made in day-to-day operations. The resulting pressure on staff was discussed.
- Progress in relation to recommendations from the PWC report was discussed and it was agreed to provide an update on how these recommendations have been addressed.
- An update was provided on correspondence with the UR including the response to the F.6A.1 enquiry.
- SORPI withdrawal by NIEA remains under review, with NI Water advocating for a phased approach aligned to sustainable funding; further workshops and engagement planned. Further clarity from Department in relation to timescales has been sought, however, the Department will not discuss SORPI with NI Water.

5.4 Cyber Update

- The Chair welcomed the paper and noted its importance in keeping cyber security a Board-level priority.
- It was agreed that the Chair of the Risk Committee would be the Board level individual accountable for Cyber Security.
- A summary of the letter NIW received addressed to all CEOs was provided, confirming that the Company is already aligned with most of the recommended actions.
- The Board were advised of compulsory online cyber training, and it was agreed to further explore whether courses should be undertaken collectively or individually.
- Updates were given on the Security Operations Centre (SOC) and reporting tools, which provide comprehensive oversight of system health; no concerns were identified.
- The Chair found it reassuring that the Company remains ahead of the curve in cyber resilience, which is encouraging for future preparedness.

6. Approvals

6.1 Approval of extension of the CBC2 Contract

- Approved based on the information provided within the paper.

6.2 Extension of X069 – Oracle e-Business Suite Managed Service Support

- Approved based on the information provided within the paper.

6.3 Approval for DAC – LIMS System Upgrade 2025/26

- Approved based on the information provided within the paper.

6.4 Approval for Csols DAC uplift

- Approved based on the information provided within the paper.

6.5 DAC approval paper for Benenden

- Approved based on the information provided within the paper.

6.6 Approval of Financial and Procurement Delegations (FR009)

- Approved based on the information provided within the paper.

6.7 Subsidy Assurance Statement paper for the first half year of 2025/25

- Approved based on the information provided within the paper. However, it was noted that NIW does not receive the budgetary cover that reflects the level of subsidy received and has been unable to fulfil its obligations under the Regulatory Commitments. Finance team will prepare a statement to accompany the Assurance Statement.

7. McCloud Communication Approach

- Paper was taken as read and open for discussion.

8. Forward Look

- The forward look was discussed.

9. AOB

- January Board meeting will be held in the Antrim Learning Centre.
- Companies House required new Identification checks for all members.
- The Chair closed the meeting.