

NI Water Ltd
("the Company")

Minutes of a Meeting of the Board of Directors (the "Board")
on Tuesday 22nd February 2022 @ 11.00 am
Microsoft Teams

Present: Len O'Hagan Chairman
Peter McNaney Non-Executive Director
Belinda Oldfield Non-Executive Director
Paddy Larkin Non-Executive Director
Marie-Therese McGivern Non-Executive Director
Sara Venning Chief Executive
Ronan Larkin Director of Finance, Regulation & Commercial
Paul Harper Director of Asset Delivery
Des Nevin Director of Customer and Operations

In attendance: Mark Ellesmere General Counsel & Company Secretary
Rose Kelly Director of People & Learning
Alistair Jinks Director of Business Services
Cathy Uprichard Head of Safety, Health & Environment (**Item 2**)
Paula Graham Head of Learning and Engagement (**Item 4**)
Ciaran Crozier Head of PPP (**Item 5.i.**)

Apologies: Maurice Bullick Non Executive Director

There were no conflicts of interest declared at the beginning of the meeting.

1. Minutes and Actions from Previous Meetings

- Amendments to the draft minutes of 25th January 2022 were requested and these would be incorporated and recirculated to Members for consideration / approval post the meeting.
- All outstanding actions were closed.

2. Health and Safety Report

- Members were briefed on plans for the replacement of the current Head of Safety, Health and Environment who was leaving the Company for another role. *The Head of Safety, Health and Environment then joined the meeting.*
- The update report was noted with one contractor fatality in month, details of which were unclear as the HSENI investigation continues. The Company continues to support the HSENI investigation in so far as it can do so.
- There were 2 other KPI reportable incidents in period one involving NI Water, the other involving NI Water Alpha, details of which were included in the report.
- Progress in relation to the top 5 compliance projects under the Health and Safety Action Plan was welcomed.

3. Main Board Report

Significant matters in month.

The CEO provided an update on the following matters:

- **Climate Workshop** - the EC participated in a recent workshop around Climate Strategy, Climate Reporting and Power of Water - subject to further refinement this will be brought forward through the Risk Committee and Board for consideration.
- **Hybrid Working** - in light of the recent relaxation of covid restrictions the hybrid working pilot project within the Company is due to commence in early April for a period of 12 months.
- **Resignation of First Minister** - It is understood that the proposed 3 year budget consultation will now not proceed, notwithstanding this the PC21 FD is regarded as a Ministerial commitment and it is the Company's intention to deliver the requirements of the PC21 work programme going forward.
- **Domestic Subsidy** - legislation was passed recently in the Assembly to extend the period for which domestic subsidy can be paid to the Company until March 2027.
- **Committee for Infrastructure** - the CEO and Director of FR&C attended a recent Committee meeting with a focus on the impact of rising energy costs and the role of Government as the sole Shareholder of the Company.

People

- Engagement continues with Dfl in relation to the pay remit and the next stage of the Corporate Values project has commenced.

Customer

- Positive progress against in year targets with the exception of Net Promoter Score (this will be a theme for next month's meeting).

Quality and Compliance

- Drinking water quality and wastewater compliance on target in period, a number of funding/collaboration opportunities were highlighted in relation to the green economy.

Finance

- The Group financial position in period was noted and key financial targets remain on track for delivery at year end.
- Customer tariffs 22/23 - the Company's proposed tariff regime had recently been approved by the UR and there would now be further engagement with Dfl, the Minister and business customers impacted as a result of tariff increases.
- The Director of FR&C provided a verbal update on recent engagement with NIAO in relation to its review of the governance and funding of the Company.

4. Apprenticeship Strategy

- Members welcomed the update and the significant progress made in this area by the Company.
- It was noted that there were significant additional hidden benefits arising from the strategy and there were a number of pathways for entry level talent to progress within the organisation as part of the succession planning process.

5. Approvals

5.1 Alpha Contract Restructuring Proposal

- Having discussed the matter, including other potential options, the Board approved the approach proposed within the paper.

5.2 Tax Strategy for 2021/22

- Approved based upon the information provided within the paper.

5.3 D&O Insurance

- Approved subject to written confirmation that the NI Water Group Cyber Insurance Policy will cover cyber claims against Directors and Offices to the same level as the expiring cover.

5.4 C1127 UKWIR Subscription

- Approved based upon the information provided within the paper.

5.5 JI232 Water Rehabilitation Integrated Partnership Framework

- Approved based upon the information provided within the paper.

6. Power of Water - Creating a Sustainable Economy for Northern Ireland

- The update on the Power of Water programme was welcomed including the timetable to develop a delivery plan, discussions between DfE and the NIO around demonstrator funding for electrolyzers as well as proposed further engagement with key stakeholders in relation to the Power of Water programme.
- It was noted that the new Permanent Secretary, DoF would be a key stakeholder in this matter.

7. Risk Committee Minutes - 25th January 2022

- The Chair of the Risk Committee highlighted the following matters from the last meeting of the Committee on 25th January 2022.
 - Health and Safety – completion of survey activity and a focus now on action completion to close the compliance gap, restructuring and resourcing of the Health and Safety Team and ensuring that appropriate budget is allocated to the programme.
 - The Committee also received updates in relation to HR, cyber resilience and reputational risk.
- The Chair reinforced that Health and Safety must continue to be properly resourced and remains a top priority for the Company.

8. Forward Look

- The forward look was noted including proposals for a “Clean Water Tutorial” for Members at the July meeting on 26th.

9. Any Other Business

- No items raised under AOB.