

NI Water Ltd
("the Company")

Minutes of a Meeting of the Board of Directors (the "Board")
on Tuesday 25th May 2021 @ 9.00 am

Present:	Len O'Hagan	Chairman
	Peter McNaney	Non Executive Director
	Belinda Oldfield	Non Executive Director
	Paddy Larkin	Non Executive Director
	Maurice Bullick	Non Executive Director
	Marie-Therese McGivern	Non Executive Director
	Sara Venning	Chief Executive
	Ronan Larkin	Finance & Regulation Director
	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
	Cathy Uprichard	Head of Safety, Health and Environment (Item 2)
	Chris Thompson	Deloitte (Item 3)
	Eileen Healey	Deloitte (Item 3)
	Nicola Brennan	Head of Internal Audit (Item 3)
	Caroline McGale	Head of Regulation & Business Reporting (Item 4)
	Paula Graham	Head of Learning and Engagement (Item 6)
	Stephanie McCullagh	Head of Intelligent Operations (Item 7)
	Carol Duffy	Operations Services Senior Manager (Item 7)
	Paddy Brow	Head of Living with Water Programme (Item 9)
Apologies:	Alistair Jinks	Director of Business Services

Two potential conflicts of interest were highlighted in relation to Agenda Item 9. The Company Secretary confirmed that these would not be deemed to be material conflicts of interest based upon the information provided and based upon the matters that were likely to be discussed under this item. The matter would be kept under review.

1. Minutes and Actions from Previous Meetings

- The minutes of the meeting on 29th April 2021 were approved and there were no outstanding actions.

2.1 Health and Safety Report

- The update Report was noted with no Company KPIs and no Contractor RIDDORs in period.
- Progress in relation to the Health and Safety Strategy Action Plan was noted.

3. Climate Change Strategy

- The Chair noted that significant groundwork had been done to date in this area including a number of projects and potential opportunities.
- Members received a presentation on the findings from a recently completed review of the Company's climate change strategy.
- The Board's role in developing, challenging, monitoring and supporting the strategy was discussed in detail.
- The Board approved the 5 pillars proposed by Management in support of the overall strategy and welcomed the appointment of a dedicated resource within the organisation to lead the development and implementation of the climate change strategy.

4. PC21 Update

- The Chair thanked all colleagues involved in the PC21 project resulting in the recently published Final Determination ("FD") whilst acknowledging there was still significant work to be done in this regard.
- In addition to the information provided in advance of the meeting a presentation was made highlighting material movements between the business plan, draft determination and final determination on both Opex and Capex.
- It was agreed that the PC21 FD represented a strong endorsement of the business plan albeit there remained a significant challenge in relation to the delivery of it.
- Discussion then focused on the funding of the FD and what steps could be taken in order to seek assurance that sufficient funding could be put in place in order for the Company to accept and deliver the PC21 FD.
- Members were briefed on the forthcoming Board Workshop on the PC21 FD on the 17th June.

5. Main Board Report

Significant matters in month.

The CEO provided an update on the following matters:

- 21/22 Operating Plan and Budget - indications in relation to resource DEL are positive but no written confirmation at this point.
- The Company continues to engage with SIB in relation to the Investment Strategy for Northern Ireland 21-31.
- Hybrid Working - preparations continue to move to a Hybrid Working Model for the Company - the Board will be briefed on this in detail at next month's meeting.
- The Company is running a Virtual Careers Fair and has received a very positive response from potential applicants.
- The proposed corporate threats and opportunities for 21/22 were approved based up the recommendation of the Risk Committee.

6. Diversity and Inclusion Quarterly Update

- The Board received a video presentation of the update in advance of the meeting and welcomed good progress in this area.
- A key focus going forward will be behavioural change based upon the Company's values.

7. Theme - Developing an Exceptional Customer Experience

- A video had been shared in advance of the meeting in relation to achievements in this area during PC15 and the challenges facing the Company in terms of exceptional customer experience in PC21.
- The PC21 FD targets in relation to unwanted contacts and net promoter score were discussed in detail.
- A verbal update was provided in relation to the integrated operations centre post-Covid.
- The Chair welcomed the strong progress made in relation to customer experience as well as the plans to enhance this going forward.

8. Approvals

8.1 Subsidy Assurance Statement 2020-21

- The Subsidy Assurance Statement 2020-21 was approved based upon the information provided within the paper.

8.2 C897 - Security and Ancillary Services

- The contract award was approved based upon the information provided within the paper.

9. LWWP Update

- The update report was welcomed by Members and the Chair acknowledged the significant progress made in relation to the Living With Water Programme to date.
- It was agreed that it was important to keep all key stakeholders engaged in delivery of the programme including the relevant councils.

10. Risk Committee Update - 29th April 2021

- The Chair of the Risk Committee provided a summary of the areas covered at the last Committee meeting on the 29th April 2021 including a detailed update on health and safety, presentations in relation to Covid-19, cyber security and Brexit and proposed corporate threats and opportunities for 21/22.

11. Joint Risk and Audit Committee Update - 18th May 2021

- The Chairs of the Audit and Risk Committees provided an update on the recent joint Committee meeting on the 18th May 2021 including a “satisfactory” annual internal audit opinion for 20/21; approval of the draft governance statement within the annual report and accounts; an update on progress in relation to the annual report and accounts as well as the long term viability statement.
- Updates were also provided at the meeting in relation to Covid-19, health and safety, cyber security and Brexit.

12. Forward Look

- Forward look was noted

13. Any Other Business

- Details of the recent presentation of the Queen’s Award to the Chair and the Chief Executive on behalf of the Company were shared with Members.