

Minutes of a Board Meeting of Strategic Investment Board Limited

Held at 10.00 am on Tuesday 15 June 2021 by videoconference

Present: Gerry McGinn (GMcG)(Chair)
Duncan McCausland (DMcC)
Danny McSorley (DMcS)
Brett Hannam (BH)
Marie Therese McGivern (MTM)
Kathryn Thomson (KT)

In attendance: Gregor Hamilton (GH)
Martin Spollen (MS) (Items 16-17 only)
Justine Daly (Items 14-15 only)
Jonathan Moore (Items 14-15 only)
Derek Kennedy (Items 14-15 only)
Ronan O'Hara (Items 14-15 only)
Michael Donnelly (Item 14-15 only)
Jean Wylie (Item 22 only)

Declarations of Interest and Board Terms of Reference

1. The previously stated declarations of interest were confirmed.
2. The board Terms of Reference were noted. Board members confirmed they had read the board papers.

Minutes of Previous Meeting

3. The minutes of the May 2021 board meeting were approved.
4. GMcG reviewed the action points from the May meeting:
 - the escalation procedures paper had been prepared and would be discussed later;
 - the Training Logs had now all been returned;
 - the annual review meetings had all been held; and
 - the Board Effectiveness survey had been completed and would be discussed later.

The Minutes of the May 2021 Audit Committee were noted.

Report from Audit Committee and Approval of Accounts

5. DMcC formally delivered the Annual Audit Committee Report to the Board and reported on the Audit Committee meeting on 15 June (which all board members had attended). He noted that the committee had:

- considered the Report to those Charged with Governance, and had discussed in considerable detail the treatment in the accounts of the FTC loans;
- considered the 2020-21 Report and Accounts and recommended them to the board for approval;
- reviewed and approved the Code of Conduct; and
- reviewed the Risk Register and Covid Risk Register.

6. In accordance with the Audit Committee's recommendation the board approved the Report and Accounts. The board recorded their thanks to the Audit Committee members and to the Finance Team.

Board Effectiveness

7. DMcC summarised the results of the Board Effectiveness survey (circulated with papers), noting in particular the concerns expressed about the balance of skills and experience (Q6) and the board structure (Q8).

8. GMcG noted the issues which had been raised in the course of his annual review meetings with board members. These included concern that the new Senior Leadership Team structure should be introduced soon (or an alternative approach considered if this was not possible) and questions regarding the mechanism for assessing performance of staff who are working full time for other departments/bodies. GMcG explained that he proposed to write a note within the next few days to Chris Stewart setting out the board's views on a number of matters, including the need to progress the SLT, the requirement for legislation to satisfactorily deal with FTC accounting, board appointments and the competition for the new Chair. He would circulate a draft to the board for comment in advance. The board were unanimous in agreeing with this proposal. DMcC formally requested as Chair of the Audit Committee that the FTC Legislation,

board appointments, and requirement for a new Partnership Agreement be included in the note.

Escalation Process for Delayed Projects

9. GMcG explained the context of the paper prepared by BH setting out a process for formal consideration by the board where a reputational risk arose in relation to projects in which SIB had an involvement but was not responsible for, or in a position to prevent, delays. BH briefly summarised the content of the paper.

10. DMcS suggested that the process might be strengthened to provide for escalation to a suitable level within departments the board would consider on a case by case basis whether and how escalation was required.

11. KT and MTM emphasized that the issue for the board on these delayed projects was one of reputational risk, and there should be no implication that SIB was taking on responsibility for causing or resolving project delays. However it would also be important as a separate issue to ensure that the performance of SIB staff was not contributing to the delay. GMcG suggested this was something that could be considered by the Remuneration and Personnel Committee.

12. BH agreed that the important thing was that the Board consider what SIB could do in each individual case, and that there was a clear audit trail to show they had done so. He pointed out that in three of the four projects which fell into this category the delays were down to legal challenges or other external factors and there was nothing SIB could do to influence matters. On the fourth the Board's concerns had been made clear by BH at the highest level.

13. It was agreed that the new process be operated as proposed until September, at which point it could be reviewed.

AMU Group Report

14. The AMU team joined the meeting and each in turn gave a brief summary of their activities and progress in their respective fields.

Michael Donnelly described the AMU role in administration of FTC and in assisting DfE with plans for rebooting the economy post Covid.

Johnny Moore explained the work the team was undertaking in relation to both regeneration and traditional asset management.

Justine Daly reported on work being done on Living High Streets and the High Street Task Force.

Ronan O'Hara explained how work on the Energy Management Strategy had shifted from enabling activities to delivery.

Derek Kennedy described the team's work on Reform of Property Management and NICS Recovery.

15. GMcG thanked the team for their updates, and for all the work they were undertaking. The board offered its own assistance wherever their contacts or influence could be of assistance.

DMcC asked whether Michael Donnelly had sufficient resource to cover all the work he was undertaking. MD explained that if further resource was required this could potentially be obtained through income from FTC. DMcC noted the importance of avoiding/managing potential conflicts of interest acting on projects with multiple stakeholders.

ISNI Update

16. Martin Spollen joined the meeting and updated the board on the extensive consultation process which the ISNI team had undertaken with departments, councils, and other public and private bodies. He explained how the ISNI team liaised with the PfG team. He noted that a strand of work had now commenced to look at potential sources of funding, given the substantial capital required.

17. MS explained that the expectation was that final consultation and drafting would take place over the next 6-8 weeks and that the draft ISNI would be submitted to ministers in August and considered by the Executive in September. A copy of the draft would be provided to the Board in advance of submission to ministers.

Chief Executive's Report

18. BH updated the board on matters which had developed since the CE Report was written. In particular:

- Strule: It had been reported that the DE Perm-Sec had approved submission for a ministerial direction to start the procurement.

- High Street Support Scheme: DfE had awarded a contract to a service provider, but this award had been subject to a procurement challenge.
- The issue of construction cost inflation discussed at previous meetings continued, was attracting increasing media attention.

19. DMCC asked that the Casement Park project be moved from amber to red on the risk register, given length of time it had continued.

20. BH explained the process leading to appointment of the new Waste Specialist to the Council Support Unit (including public advertisement).

21. DMCC asked if board members could have access to the new SIB App, and BH confirmed that they would. [Secretary's note: The Communications Team subsequently distributed log in details to all Board members.]

Communications Strategy Update

22. Jean Wylie joined the meeting and gave the board an update on the work being carried out on the communications strategy and its interface with the ISNI process. The next step would be the completion of the stakeholder engagement plan and the final communication strategy would be available by September.

Finance Report

23. The content of the Finance Report was noted.

Media Pack

24. The board noted the content of the media pack.

AOB

25. GMcG confirmed that the August 10th board meeting and Remuneration and Personnel Committee meeting would once more be conducted by video-conference. Arrangements for the September board and Audit Committee meetings would be determined nearer the time.

Chair

Actions

Actions from previous meetings

Reference	Action	Responsible	Expected Completion
N/A	None Outstanding	N/A	All Complete

Actions from June 2021 Meeting

Reference	Action	Responsible	Expected Completion
6/21/1	GMcG to circulate draft and subsequently send final letter to Chris Stewart	GMcG	July 2021
6/21/2	Draft ISNI to be circulated to board members	BH/MS	August 2021
6/21/3	Casement Park project to move from amber to red on risk register	BH	July 2021