

## BOARD MEETING NO. 61 – 20 MARCH 2020 MINUTES

### VIA TELECONFERENCE

**CHAIRMAN:** Terence Brannigan (TB)

**BOARD:** Jack Gallagher (JG); Tony Gallagher (TG); Duncan McCausland (DM); Ciaran Mackel (CM); Joe O'Donnell (JO); Conor Patterson (CP)

**STAFF:** Bryan Gregory (BG - Interim Chief Executive); Neil McIvor (NM – Director of Development); Alison Stafford (AS - Director of Finance & Corporate Services)

**SECRETARY:** Ian Spence (IS)

REF	DISCUSSION	ACTION BY
61.01	<p><b>WELCOME</b></p> <p>The teleconference commenced at 10:10 with the Chairman welcoming everyone and thanking them for dialling in, given the challenges posed by the COVID-19 pandemic and the pressures everyone was under.</p> <p>TB advised that Alderman Allan Ewart would not be dialling in and offered his and the Board's congratulations to JG on his 80<sup>th</sup> birthday.</p> <p>The Executive Team outlined the arrangements that had been put in place covering working practices, site tenants and finance in the current situation. DM advised that NICS departments were managing the risks posed by the pandemic through their respective business continuity plans.</p>	
61.02	<p><b>APOLOGIES</b></p> <p>Maurice Kinkead who could not join teleconference due teleconferencing system issues.</p>	
61.03	<p><b>CONFLICTS OF INTEREST</b></p> <p>No conflicts of interest were declared.</p>	
61.04	<p><b>MINUTES OF BOARD MEETING ON 13 DECEMBER 2019</b></p> <p>The Board approved the minutes of the meeting held on 13 December 2019. (Confirmed quorate: Proposed by DM, seconded by CM)</p>	
61.05	<p><b>MATTERS ARISING</b></p> <p>Members noted the actions taken on the completed Matters Arising.</p> <p>AP3 (16 September 2019) - The Chairman advised that he had met with David McCavery (DMcCav) on 23 December 2019 and asked him to collate and review all MLK communications and marketing material. At a subsequent meeting on 12 March 2020, TB and DMcCav evaluated this material.</p>	

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61.06	<p><b>CHAIRMAN'S BUSINESS</b></p> <p><u>Way Forward</u></p> <p>TB advised members that he met with Mark Browne on 26 February 2020, who shared the Board's frustration at the lack of progress on the site. MB was very supportive of the work done to date by the Board given the political constraints. <b>AP1 - Send out note on way forward following meeting with Mark Browne on 26 February 2020 to board members.</b></p> <p>In light of these discussions with MB, the Chairman identified five things the Corporation could now take forward. These were:</p> <ol style="list-style-type: none"> <li> <p><i>An updated MLKDC Strategy;</i></p> <p>Using the most recently drafted and agreed strategy document, which included the creation of a Tourism Hub at MLK, create a "roadmap" for delivering the strategy, setting out the various necessary steps and stages.</p> <p>As meeting in person would not be possible in the current situation, the Executive Team were to put in place video conferencing facilities. <b>AP2 – Put in place video conferencing facilities.</b></p> <p><b>AP3 – Approach the Department of Investment &amp; Trade for ideas on refreshing the MLK Spatial Framework</b></p> </li> <li> <p><i>Determine the skills (both Board and Staff) required to deliver updated strategy;</i></p> <p>Need to identify current board skills and map these against the updated strategy to identify gaps. Members also flagged up the gender and age imbalance on the Board. DM pointed out that a board effectiveness exercise should now be undertaken and this could be combined with a skills audit. <b>AP4 - Draw up a board effectiveness survey and skills audit.</b></p> <p>BG suggested that once the strategy was agreed, work strands could be identified and this would determine the staff resources and skills needed to deliver the strategy.</p> </li> <li> <p><i>Public and private sector funding;</i></p> <p>The Chairman suggested that the private sector normally expected the public sector to put in place the infrastructure in projects like MLK. This de-risked the project and attracted private sector interest. BG pointed out that infrastructure costs had previously been estimated at £60million.</p> <p>The importance of a motorway link and the Knockmore link road was highlighted. More clarity was required around the intention of Lisburn City &amp; Castlereagh Council (LCCC) with regard to the Knockmore link road and any associated timescales.</p> <p><b>AP5 – Ascertain LCCC's intentions regarding the Knockmore link road and any associated timescales.</b></p> </li> </ol>	<p>TB</p> <p>AS</p> <p>NM</p> <p>TB/DM</p> <p>NM</p>

REF	DISCUSSION	ACTION BY
	<p>BG also flagged up the importance of Ministerial buy in and the necessary budget from the Department to undertake any work.</p> <p>TB informed the members that he was aware of a major international fund keen to invest in the NI public sector and it was key that MLK tapped into these funds.</p> <p>4. <i>Review of business cases</i> The current portfolio of business cases needed to be reviewed against the updated strategy and new business cases identified and drafted as required. BG pointed out that it would be expected that new business cases would now be subject to a different level of scrutiny. <b>AP6 - Review current portfolio of business cases for relevancy to revised strategy.</b></p> <p>5. <i>A new communications / marketing strategy.</i> An updated MLK strategy would then require a new communications / marketing strategy.</p> <p>Members were all in agreement to the above as a way forward.</p> <p><u>Organisational Review of MLKDC (Chief Executive's Report Refers)</u></p> <p>TB felt that the review had gone beyond the Terms of Reference and queried its relevance given the preceding discussion on the way forward for MLK. DM pointed out its lack of reference to the development side of the MLK team.</p> <p>BG flagged up a number of positives from the report in that it supported the Corporation's current staffing position and showed it was delivering value for money in the current situation.</p> <p>DM said that the review was a recommendation from Internal Audit and suggested that the Board acknowledge the report as a snapshot at a particular moment in time. As suggested, the Board acknowledged the report and agreed to hold it for future consideration. (Confirmed quorate: Proposed by DM, seconded by JO)</p>	<p><b>BG/AS/NM</b></p> <p><b>DMcCav/TB/Board (Future action when MLK strategy updated)</b></p>
61.07	<p><b>CHIEF EXECUTIVE'S REPORT</b></p> <p>BG presented his report.</p> <p><u>Partnership Agreement</u></p> <p>Regarding the new partnership agreement and proportionate autonomy, BG pointed out that the Corporation already enjoyed a high level of autonomy and asked members to consider the suggested additional delegations set out in paragraph 5.5 of the relevant paper for inclusion in any new partnership agreement.</p> <p><b>AP7 – Board members to review and report back on additional delegations for new partnership agreement.</b></p> <p><b>AP8 – Finalise and agree new draft partnership agreement.</b></p>	<p><b>Board Members</b></p> <p><b>TB/BG/AS</b></p>

REF	DISCUSSION	ACTION BY
	<p><u>Quarterly Assurance Statement</u></p> <p>The Board reviewed the draft Quality Assurance Statement.</p> <p><u>AANI</u></p> <p>BG provided the Board with an update on discussions with AANI on their long terms aspirations, given their current presence at MLK was an interim arrangement, under the terms of a licence agreement.</p> <p>The Board approved the continued adoption of the current Standing Orders. (Confirmed quorate: Proposed by DM, seconded by JG)</p>	
61.08	<p><b>DIRECTOR OF FINANCE &amp; CORPORATE SERVICES REPORT</b></p> <p>AS presented her report and advised the Board that the Corporation was on course to achieve its Capital and Resource spend targets at 31 March 2020.</p> <p>AS also updated the members on the recent Audit &amp; Risk Assurance Committee meeting. DM warned of the potential for attempted fraud during the COVID-19 pandemic.</p> <p>The Chairman thanked AS and her Finance Team as well as DM and his fellow committee members on the Audit &amp; Risk Assurance Committee for their work.</p> <p>The Board approved the amended Publication Scheme and list of additional policies for publication on the MLKDC website. (Confirmed quorate: Proposed by DM, seconded by TG)</p>	
61.09	<p><b>DIRECTOR OF DEVELOPMENT'S REPORT</b></p> <p>NM presented his report and advised that the 2020 Balmoral Show had been postponed due to the COVID-19 pandemic.</p> <p>The Board approved the RUAS proposal for 'The Annex' Pavilion, and the associated adjustment to boundaries, subject to confirmation that the total RUAS area remains fixed at 55 acres and MLKDC agreement on the detail of cladding colour etc. to enable submission of the proposal to TEO for approval. (Confirmed quorate: Proposed by DM, seconded by TG)</p>	
61.10	<p><b>HEALTH &amp; SAFETY REPORT</b></p> <p>This report was taken as 'Read'.</p>	
	<p>The teleconference ended at 12:50 and the Chairman again thanked members and wished them, the staff and their families well.</p>	

**BOARD MEETING NO. 62 – 18 JUNE 2020 MINUTES****VIA VIDEO CONFERENCE****CHAIRMAN:** Terence Brannigan (TB)**BOARD:** Jack Gallagher (JG); Tony Gallagher (TG); Maurice Kinkead (MK); Duncan McCausland (DM); Ciaran Mackel (CM); Joe O'Donnell (JO); Conor Patterson (CP)**STAFF:** Bryan Gregory (BG - Interim Chief Executive); Neil McIvor (NM – Director of Development); Alison Stafford (AS - Director of Finance & Corporate Services)**SECRETARY:** Ian Spence (IS)

<b>REF</b>	<b>DISCUSSION</b>	<b>ACTION BY</b>
<b>62.01</b>	<b>WELCOME</b> The video conference commenced at 14:05 with the Chairman apologising for having to change the date and time of the meeting. BG updated the Board on the current COVID-19 arrangements in operation on the MLK site and praised the response of all the staff in the challenging circumstances.	
<b>62.02</b>	<b>APOLOGIES</b> None	
<b>62.03</b>	<b>CONFLICTS OF INTEREST</b> No conflicts of interest were declared.	
<b>62.04</b>	<b>MINUTES OF BOARD MEETING ON 20 MARCH 2020</b> The Board approved the minutes of the meeting held on 20 March 2020. (Proposed by DM, seconded by JO)	
<b>62.05</b>	<b>MATTERS ARISING</b> Members noted the actions taken on the completed Matters Arising. AP6 - BG advised that a review of the current portfolio of business cases had shown they could not be reused but could be drawn on for background and context.	
<b>62.06</b>	<b>CHAIRMAN'S BUSINESS</b> TB updated the members regarding a major international fund keen to invest in the NI public sector.	
<b>62.07</b>	<b>CHIEF EXECUTIVE'S REPORT</b> BG presented his report including an update on the transition from the current NIGEAE guidance on the drafting of business cases to HM Treasury's Five Case Model, pointing out that it was expenditure that was approved and not the business case. The expected implementation date for the new model was now September 2020.	

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	<p>The potential application of a Programme Business Case to support the regeneration of the site was discussed. It was anticipated that it would include a range of projects and work streams falling within its scope, including the ongoing H&amp;S and maintenance works. TB felt this would be a good fit for the revised / updated MLK strategy. CM raised the issue of resources required in delivering this and also highlighted the Supported Living Hub. BG advised that the Corporation would require funding to procure the resources needed to undertake surveys etc. and draft the Programme Business Case.</p> <p>The Board agreed that the potential to develop a Programme Business Case to support the regeneration of the MLK be fully explored. (Proposed by DM, seconded by CM) <b>AP1 – Explore the potential to develop a Programme Business Case to support the regeneration of the MLK site.</b></p> <p><u>Partnership Agreement</u>  BG presented the draft partnership agreement incorporating the additional delegations which the Board requested following the last meeting. DM suggested that the Board Code of Conduct should be reviewed to ensure it reflected current guidance and best practice. <b>AP2 – Review the Board’s Code of Conduct to ensure it reflected current guidance and best practice.</b></p> <p>The Board approved the draft Partnership Agreement for submission to TEO. (Proposed by DM, seconded by CM)</p> <p><u>Quarterly Assurance Statement</u>  BG advised that the statement had been amended to confirm the Corporation was complying with the General Data Protection Regulations and data security.</p> <p>The Board expressed concern around the lack of ministerial approval for the 2020/21 Business Plan and several previous years’ plans. The Chairman, with Board agreement, said he would write to Ministers on this issue plus updating them on how the Board envisaged moving forward. <b>AP3 - Draft a letter to FM / dFM setting out current Board position and thinking.</b></p> <p><u>AANI</u>  BG updated the Board on the recent correspondence received from AANI indicating that it was the desire of the charity to permanently remain on the MLK site and had ruled out other possible locations, including airports/aerodromes for various reasons. A number of points were raised in discussion including:</p> <ul style="list-style-type: none"> <li>• Any potential long term presence of AANI on the MLK site must not impede or inhibit the development potential of the site.</li> <li>• NI Fire &amp; Rescue Service’s view of the risks, and their response plan to a major incident involving the helicopter at the MLK site.</li> <li>• Confirmation of DoH’s long term commitment to the funding of the medical staff.</li> </ul> <p>The Chairman summarised the discussion, and noted that the Board needed more information on AANI’s future plans. <b>AP4 - Invite AANI to make a presentation on its future plans at the September 2020 board meeting.</b></p> <p>The Board noted the Chief Executive’s Report.</p>	<p>BG</p> <p>AS</p> <p>TB/BG</p> <p>BG</p>

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62.08	<p><b>DIRECTOR OF FINANCE &amp; CORPORATE SERVICES' REPORT</b></p> <p>AS presented the Annual Progress Report to the Equality Commission NI (ECNI). The Board approved the Annual Progress Report as attached at Annex VI for submission to the ECNI. (Proposed by CM, seconded by JG)</p> <p>AS presented her review of HM Treasury's Orange Book (DAO 04/20). DM asked for consideration to be given to the specific risk categories set out in the Orange Book, as applicable to MLKDC. <b>AP5 – Review the specific risk categories as identified in the HM Treasury's Orange Book Annex 4, where applicable to MLKDC and refer back to the Audit &amp; Risk Assurance Committee.</b></p> <p>The Board considered the changes to the Orange Book and confirmed they were content that MLKDC would continue to operate in line with the new updated guidance. (Proposed by DM, seconded by JO)</p> <p><u>Financial Position at 31 March 2020</u></p> <p>AS advised of the financial position for the year ended 31 March 2020, and period ended 31 May 2021 from a resource and capital perspective. This included an in-depth explanation for the year end position.</p> <p><u>Cyber Security</u></p> <p>AS said that she had reviewed the cyber security checklist for boards which was a recommendation from the National Cyber Security Centre along with undertaking a risk assessment. Whilst the threat from a cyber security incident involving MLKDC was low, it was important to ensure the Corporation was following current guidance and best practice.</p> <p>DM updated the Board on the Audit &amp; Risk Assurance Committee meeting on 21 May 2020 and advised that Internal Audit had given an overall <i>Satisfactory</i> rating for 2019/20. As Chair of the Committee, DM assured members that the Corporation was operating at the highest level of governance and thanked his fellow committee members and the Executive Team.</p> <p>DM pointed out that the membership of the committee should be rotated but perhaps not at the current time, whilst the independent committee member had agreed to continue to serve for the current tenure of the Board.</p> <p>The Board noted the Director of Finance and Corporate Services' Report.</p>	AS
62.09	<p><b>DIRECTOR OF DEVELOPMENT'S REPORT</b></p> <p>NM presented the Minor Capital Works Business Case. In response to queries from members, NM confirmed the reason for an Optimum Bias (OB) of 25%, was the uncertainty with heritage assets. However, the OB would reduce if possible and that the business case allowed for flexibility when scheduling specific works. DM cautioned that at a recent construction conference it had been suggested that costs could increase by up to 30% as a result of the COVID-19 pandemic and the possibility of a second wave of the virus impacting work schedules. The Board approved Business Case BC0241 MLKDC Site Wide Minor Capital Works 2020 to 2023 in the sum of £900,000 (NPC £866,490). (Proposed by DM, seconded by JG)</p> <p><u>Spatial Framework</u></p> <p>NM advised the Board that he had discussed the approach to refreshing the Spatial Framework with Department of Investment and Trade (DIT) which involved researching and reading up on similar type entities. Enabling</p>	

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	<p>infrastructure, such as roads access and public transport, water and sewerage, telecoms, etc. was vital to the regeneration of MLK, and needed to be integrated into the regeneration framework, to enable the potential of the site to be realised. The potential for renewable energy to be linked to the heritage assets was also noted.</p> <p><b>AP5 – Send the links to the various sustainability articles to NM.</b></p> <p>The Chairman stressed the need to continue with this research linking in the various elements such as transport, social value, energy etc. in order to build a compelling strategy. At the Board’s request, CM agreed to support NM in this research work.</p> <p><u>Knockmore Link Road</u> NM advised that the planning application was well advanced with an expected decision later in the year. Board to be kept apprised of progress.</p> <p><u>RUAS</u> The transfer of lands to the RUAS was now complete. <b>AP6 – Chairman to sign RUAS land transfer documents.</b></p> <p><u>Nightingale Hospital</u> Additional capacity not required. TB thanked NM for his promptness in dealing with the initial enquiry.</p> <p>The Board noted the Director of Development Report.</p>	<p>CM</p> <p>TB/NM</p>
62.10	<p><b>HEALTH &amp; SAFETY REPORT</b></p> <p>This report was taken as ‘Read’.</p>	
62.11	<p><b>AOB</b></p> <p>DM reminded members to forward their board effectiveness survey forms if they had not already done so. The outcomes from the survey to be presented at the next board meeting in September 2020. <b>AP7 – Present the outcomes from the board effectiveness survey at the September 2020 meeting.</b></p> <p>The video conference ended at 16:40.</p>	DM