



**Gníomhaireacht Bainistíochta an Chisteáin Náisiúnta
National Treasury Management Agency**

**MINUTES OF MEETING OF THE
NATIONAL TREASURY MANAGEMENT AGENCY
HELD AT 2.00PM ON 28 JANUARY 2020 AT
TREASURY DOCK, NORTH WALL QUAY, DUBLIN 1**

PRESENT:

Maeve Carton, Chairperson
Gerardine Jones
Derek Moran
Martin Murphy
Brian O'Kelly
Conor O'Kelly
Rachael Ingle
Robert Watt
Susan Webb

IN ATTENDANCE:

Elaine Hudson, Secretary
Ian Black, Chief Financial and Operating Officer (CFOO)
Susan O' Halloran, Chief Legal Officer (CLO)
Ciarán Breen, Director, SCA (Item 5.2 only)
Eugene O'Callaghan, Director, ISIF (Item 5.3 only)
Fergal Power, Head of Finance (Item 6 only)
Jim Deery, Senior Corporate Strategy Planning & Development Manager (Item 6 only)
John O'Donovan, Head of ICT (Item 6 only)
Frank O'Connor, Director, FDM (Items 7 and 8 only)
Rossa White, Chief Economist, Deputy Director (Item 7 only)
Breda Macnamara, Head of Compliance (Item 9 only)
Sinead Flanagan, Senior Compliance Officer (Item 9 only)

1. NOTICE AND QUORUM

The Chairperson noted that notice of the meeting and of the nature of the business to be conducted had been given to all members entitled to attend the meeting and a quorum was present.

2. DISCLOSURES OF INTEREST

For the purposes of Section 13A of the National Treasury Management Agency Act 1990 (as amended) and Section 17 of the Ethics in Public Office Act 1995, there were no material interests declared by members in the business to be transacted at the meeting.

This has been redacted in part pursuant to Section 37 of the FOI Act 2014.

3. MINUTES AND MATTERS ARISING

The Chairperson noted that draft minutes of the meetings of 17 September and 26 November had been circulated to the members in advance of the meeting. **IT WAS RESOLVED** that the minutes be approved and that they be signed by the Chairperson.

The Agency noted the status of items arising from the minutes as circulated in the paper. In relation to the sub-let of Treasury Building, the Agency was briefed by the CFOO on recent developments including, inter alia, the potential implications of the sale of the building to a new landlord. The CLO informed the Agency that the existing landlord was on notice of the NTMA's proposed sub-letting to OPW and that formal consent would be sought in due course following agreement of the sub-lease documentation. It was noted that the Treasury Building was ready for occupancy by the OPW.

4. CHIEF EXECUTIVE'S REPORT

The Chief Executive presented his Report. He briefed the Agency on the recent bond syndication. **This has been redacted in part pursuant to Section 40(1)(a) as it applies to 40(2)(d) of the FOI Act 2014.** The Agency discussed the recent reactivation of the carbon credit purchasing programme and requested that further information on NTMA's role in the execution of the trades be provided to the Agency [Action].

The Chief Executive provided an overview of the drivers of ISIF's 2019 investment performance. It was noted that ISIF's investment pipeline had stabilised at relatively lower levels than historically.

The Chief Executive informed the Agency that NDFA was actively engaged with Technological University (TU) (Grangegorman) PPP Co and all stakeholders with a view to reaffirming the importance of meeting project delivery dates.

On corporate matters, the Chief Executive briefed the Agency on progress in relation to Strategy Day follow up actions. He noted that the results of the Employee Engagement Survey 2019 would be presented to all staff at the upcoming Townhall meeting on 30 January.

The Agency noted the Report on Delegated Matters Notifiable to the Agency.

5. COMMITTEE REPORTS

5.1. *Audit and Risk Committee*

The Audit and Risk Committee Chairperson, Martin Murphy, presented the Report of the Committee meeting held on 21 January 2020. He noted that the Committee had approved the updated Internal Audit Charter, ERM Terms of Reference, Investment Risk Policy and Risk Management Plan 2020. He added that the Committee had reviewed the operation of the Internal Audit, Risk and Compliance functions and concluded that they were all operating effectively.

The Committee Chairperson noted that the Committee had received a briefing on the SCA Strategic and emerging risks and undertaken its annual review of Consolidated Delegated Authorities. He reported that the external follow up review of the Risk Function had commenced with the report to be presented to the Committee's March meeting.

This has been redacted in part pursuant to Section 30(1)(b) of the FOI Act 2014.

5.2. *SCA Strategy Committee*

The Director, SCA presented the Report of the Committee meeting held on 5 December 2019. He reported continued progress in terms of the ratio of claims finalised to claims received. He provided an update to the Agency in relation to the *CervicalCheck* and *Pandemrix/Narcolepsy* mass action claims. The Director, SCA noted that the Committee had been briefed concerning the SCA's approach and legal strategy for addressing *Mother and Baby Home* and *Lack of In-Cell Sanitation* mass action claims.

The Committee received an external expert briefing on the statutory index provisions for Periodic Payment Orders (PPOs) and the implications of a recent High Court Directions' Hearing judgment in a case involving an Application for the making of a PPO. **This has been redacted in part pursuant to Section 30(1)(b) of the FOI Act 2014.**

5.3. Investment Committee

The Investment Committee Chairperson, Susan Webb, briefed the Agency on the Committee meeting held on 27 January. She noted that the Committee reviewed the draft of the Sustainable and Responsible Investment Policy which would be presented to the Agency for approval in due course. **This has been redacted in part pursuant to Section 30(1)(b) of the FOI Act 2014.**

The Committee Chairperson provided an update on the investment proposals considered at the meeting. **This has been redacted in part pursuant to Schedule 1, Part 1, paragraph (x)(i), (ii) of the FOI Act 2014.**

The Committee Chairperson briefed the Agency on the near-term pipeline **this has been redacted in part pursuant to Section 30(1)(b) and Section 40(1)(a) as it applies to 40(2)(p) of the FOI Act 2014.** The Committee Chairperson noted that the ISIF engagement event, with a focus on sustainability, would be held on 26 February.

6. NTMA OUTTURNS 2019

The Senior Manager, Corporate Strategy, Planning and Development presented the NTMA Summary Highlights and Key Performance Indicators Dashboard for 2019. The Agency discussed the KPIs and suggested a small number of changes to same. The Senior Manager informed the Agency that the format of the KPI Dashboard for 2020 was being reviewed to reflect the Agency's feedback and would likely incorporate Key Risk Indicators in the next iteration. The CFOO and Head of Finance then presented the NTMA and ISIF expenditure out-turns 2019. These were noted by the Agency.

In order to elucidate the process by which Business Unit and Corporate Function goals were cascaded through the organisation into specific projects and assignments for staff, the newly appointed Head of ICT provided an overview of the goal setting process as it related to the Information and Communications Technology Unit.

7. MARKET UPDATE

The Agency noted the report as presented. The Chief Economist briefed the Agency on the recovery in global economy and outlined some potential risks facing same. He noted that barring any significant shocks, it was envisaged that the sustained expansion would continue for the year ahead because the Federal Reserve had cut rates and re-started a form of quantitative easing. The Agency discussed the increasingly interventionist approach of policy makers and noted the implications of same. In the

course of the discussion, the Agency noted and discussed the key threats including the risk of US recession and a hard Brexit.

8. This has been redacted pursuant to Section 40(1)(a) as it applies to 40(2)(b) of the FOI Act 2014.

9. STATUTORY OBLIGATIONS UPDATE

This has been redacted pursuant to Section 37 of the FOI Act 2014.

The Head of Compliance and Senior Compliance Officer presented the material statutory obligations relevant to the NTMA, highlighting the key changes since last presented to the Agency in January 2019. The Chairperson advised that further details on the obligations contained in the various pieces of legislation covered in the presentation were available on BoardPad.

10. GOVERNANCE ITEMS

9.1. Committee Appointments

The Chairperson noted that she had discussed proposed Committee membership with members individually on foot of Committee vacancies arising from members' appointments and resignations during 2019.

IT was resolved that:

1. Gerardine Jones be appointed to the Audit and Risk Committee as Chairperson for a term of three years effective 28 January, or until she was no longer a member of the Agency (whichever was the earlier);
2. Susan Webb be reappointed to the Audit and Risk Committee as a Committee member for a further term of three years effective 1 February, or until she was no longer a member of the Agency (whichever was the earlier);
3. Brian O'Kelly and Rachael Ingle, be appointed as members to the Audit and Risk Committee each for a term of three years effective 28 January, or until they were no longer a member of the Agency (whichever was the earlier);
4. Martin Murphy would step down as Audit and Risk Committee Chairperson and member following a brief handover period to be agreed by the Agency Chairperson;
5. Martin Murphy be appointed to the Remuneration Committee as Chairperson for the remainder of his initial term as Committee member effective 28 January, or until he was no longer a member of the Agency (whichever was the earlier);
6. Rachael Ingle, be appointed to the Remuneration Committee as a member for a term of three years effective 28 January, or until she was no longer a member of the Agency (whichever was the earlier);
7. Martin Murphy be appointed to the SCA Strategy Committee as Chairperson for a term of three years effective 28 January, or until he was no longer a member of the Agency (whichever was the earlier);
8. Martin Murphy be appointed to the Investment Committee as a member for a term of three years effective 28 January, or until he was no longer a member of the Agency (whichever was the earlier);
9. Gerardine Jones would step down as a member of the Investment Committee following a brief handover period to be agreed by the Agency Chairperson.

9.2. Board Work Programme 2020

The Agency noted the Work Programme as presented. The Agency suggested a small number of minor amendments to same.

11. AOB

The Agency agreed to consider Agenda Item 12, the Board Self -Assessment Review Report 2019 and Skills Matrix Report in private session ahead of its March meeting **[REDACT]**.

There being no other items under AOB, the Chairperson brought the meeting to a close.

Maeve Carton
Agency Chairperson
[Date]