



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

**MINUTES OF MEETING OF THE  
NATIONAL TREASURY MANAGEMENT AGENCY  
HELD VIA ZOOM VIDEO CONFERENCE  
AT TREASURY DOCK, NORTH WALL QUAY, DUBLIN 1  
AT 8AM ON 23 NOVEMBER 2021**

**PRESENT:** Maeve Carton, Chairperson  
Brian O'Kelly  
Conor O'Kelly  
David Moloney  
Gerardine Jones  
John Hogan  
Martin Murphy  
Rachael Ingle  
Susan Webb

**IN ATTENDANCE:** Elaine Hudson, Agency Secretary  
Anastasia-Ilektra Sakellariou, Agency Secretariat Officer  
Susan O'Halloran, Chief Legal Officer (CLO)  
Ian Black, NTMA Chief Financial Operating Officer (CFOO)  
Frank O'Connor, Director, FDM (Item 5 only)  
Alan Mahon, Head of Fiscal Debt Services (Item 5 only)  
Aisling Synnott, Head of Cash Desk (Item 5 only)  
Fergal Power, Head of Finance (Items 6.1, 6.2 and 6.3 only)  
Daniel O'Leary, Senior Finance Manager (Items 6.1, 6.2 and 6.3 only)  
Sinéad Brennan, Chief People Officer (Item 7 only)  
Siobhan Keeling, NTMA Head of HR (Item 7 only)  
Ray Mangan, Head of Risk (Items 8.1.1, 8.1.2 and 8.1.3 only)  
Ciarán Breen, Director, SCA (Items 8.2 and 8.2.1 only)  
Nick Ashmore, Director, ISIF (Items 8.3, 8.3.1 and 8.3.2 only)  
Cathal Fitzgerald, Senior Investment Director (Item 8.3.2 only)  
Joanne Butler, Senior Investment Manager (Item 8.3.2 only)  
Susan O'Sullivan, Seconded (Item 8.3.2 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. DECLARATIONS 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.

### 3. MINUTES AND MATTERS ARISING

The Chairperson noted that draft minutes of the meeting of 21 September 2021 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 Committee noted the status of the matters arising from previous meetings as set out in the note circulated with the meeting papers.

### 4. CHIEF EXECUTIVE'S REPORT

The Chief Executive presented his Report. He advised that following the most recent bond auction, the 2021 bond funding programme was completed. **This has been redacted pursuant to Section 30(1)(b) and 40(1)(a) as it applies to 40(2)(d) of the FOI Act 2014.** He also outlined the implications of recent developments in relation to the Carbon Fund.

In relation to ISIF, the Chief Executive highlighted the strong investment returns year to date (to end October) of 8.8%, **This has been redacted pursuant to Section 30(1)(b) of the FOI Act 2014.** In relation to NewERA, he noted that the recently published Climate Action Plan 2021 provided for an enhanced role for NewERA. **This has been redacted pursuant to Section 30(1)(b) of the FOI Act 2014.**

The Chief Executive updated the Agency on a number of corporate matters including progress in respect of the Future of Work and the NTMA's appearance before the Public Accounts Committee on 7th October. The Agency discussed, *inter alia*, the approach to recent ISIF Directed Portfolio realisations, the level of ISIF's exposure to global stock markets and the recent uptick in staff turnover.

### 5. FDM FUNDING PLAN

The Head of Fiscal Debt Services and Head of the Cash Desk presented the 2022 Funding Plan, outlining the key assumptions underlying same. The Head of Fiscal Debt Services advised that the public finances were performing ahead of projections which would result in a higher than expected cash balance at end-2021. Referencing these significant cash balances, he noted that the funding range for 2022 would be lower than this year's range despite there being two bond maturities in 2022. **This has been redacted pursuant to Section 30(1)(b) and 40(1)(a) as applies to 40(2)(d) of the FOI Act 2014.**

The Agency reviewed the Plan noting, *inter alia*, the proposed 2022 bond funding range (€10 to €14bn). In discussing the funding requirements, the Agency noted that if the economy's performance remained robust, and the impact of Covid-19 abated, it was likely that funding requirements would shift to the lower end of the range. The Agency questioned the FDM team on various aspects of the presentation including, amongst other things, the gradual withdrawal of the ECB's quantitative easing programme, the degree of contingency in the funding plan, the process for Next Generation EU funding applications and the parameters of the present approval (the team clarifying that it related to the nominal benchmark bond funding range only).

Following due consideration, **IT WAS RESOLVED** that the 2022 Funding Plan be approved. It was agreed that management would revert to the Agency in the event of bond funding above €14bn and/or an expected average maturity on new bond issuance of less than 7 years.

### 6. EXPENDITURE BUDGET

#### 6.1 Quarterly Budget Outturn 2021 (Q3)

The NTMA CFOO, Head of Finance and Senior Finance Manager presented the NTMA Administration Account and Ireland Strategic Investment Fund ("ISIF") outturn to end-September 2021 versus budget.

## **6.2 NTMA Expenditure Budget 2022**

The Agency reviewed the NTMA Expenditure Budget 2022, noting that the budgets for NTMA ex SCA and SCA were presented separately. The Head of Finance advised that the overall budget was in line with the budget assumptions presented to the Agency at its September meeting. **This has been redacted pursuant to Section 30(1)(b) of the FOI Act 2014.**

The Agency discussed the budget, challenging whether it was sufficiently stretching. In response, the CFOO noted that Staff, Space and Systems costs ('3 S') were all fixed in the short term, with very little room for manoeuvre. The Agency discussed the budget trajectory, noting the continued trend in year on year increases in headcount. In discussing the outlook, the CFOO undertook to present headcount assumptions on a three-year view by Business Unit in September 2022 **[Action]**. The Agency also noted that remuneration assumptions had been recommended by the Remuneration Committee, with any payment of Performance related Pay being subject to Remuneration Committee approval in early 2022.

After due consideration, the Agency **resolved to approve** the NTMA Administration Expenditure Budget for 2022.

## **6.3 ISIF Expenditure Budget 2022.**

The Agency reviewed the proposed ISIF Expenditure Budget noting the increase in remuneration costs arising from the additional direct and indirect resources linked to the ISIF Strategy and the supporting increased transaction activity.

Following further discussion, the Agency **resolved to approve** the ISIF Expenditure Budget for 2022.

## **7. HR UPDATE**

The Head of HR, NTMA presented an overview of the hybrid working model to the Agency outlining, amongst other things, progress on the 'NTMA hybrid journey' to date, challenges of hybrid working and proposed next steps. The Agency discussed the update at considerable length, and questioned the HR team, *inter alia*, on how recent pulse survey results, indicating a significant employee preference to continue to work a majority of days remotely, reconciled with the enhanced efficacy of a wide range of 'interpersonal tasks' when undertaken from the office. The Chief People Officer noted that successful hybrid working models focused on output-based performance management and maintaining an inclusive company culture and that it was important to balance the needs of individuals, teams and the organisation. She added that the aim of hybrid working was to retain the best aspects of remote and office-based working respectively, with a view to attracting/retaining talent, and enhancing employee productivity and engagement. In response to a question from the Agency, the Chief People Officer noted that notwithstanding the flexible working environment, guidelines had been introduced to ensure a consistent team presence on-site during the initial (3 month) on-boarding period for new employees.

In the course of the discussion, the Agency advised the team to proceed cautiously and in a measured manner, noting the likely challenges that would be encountered if it were necessary to reverse any firm commitments to employees. The Agency noted that it was important to take a strategic view of the matter, with a view to balancing the best interests of the organisation (noting the intangible benefits of organisation culture derived largely from on-site working) with the expressed desire for

employee flexibility. The Agency acknowledged that it was also important to maintain the trust built up with employees from remote working over the last 20 months.

## **8. COMMITTEE REPORTS**

### **8.1 Audit and Risk Committee**

The Audit & Risk Committee Chairperson, Gerardine Jones, presented the report of the Committee meeting held on 16 November. The Agency noted, *inter alia*, that aside from standing Audit, Risk and Compliance reporting items, **This has been redacted pursuant to Section 30(1)(b) of the FOI Act 2014.** The Agency discussed the results of the Committee's 360 survey and the drivers behind the delay in Phase 2 of the ISIF V3 Portfolio Management System.

#### **8.1.1 Risk Management Policy & Framework**

The Head of Risk presented the updated Risk Management Policy & Framework as recommended by the Audit and Risk Committee. The Agency requested a tightening of definition around reporting of events to clearly outline the escalation process and the relevant time frame (i.e. within 5 days) **[Action]**.

Following due consideration, and having regard to the recommendation of the Audit and Risk Committee at its 16 November meeting, **IT WAS RESOLVED** that the updated Risk Management Policy and Framework as presented to the Agency be approved, subject to the tightening of the definition noted above.

#### **8.1.2 Risk Appetite Framework**

The Head of Risk briefed the Agency on the proposed amendments to the Risk Appetite Framework (RAF) as circulated.

Following further discussion and noting the recommendation of the Audit and Risk Committee at its 16 November meeting, **IT WAS RESOLVED** that the updated Risk Appetite Framework as presented be approved.

#### **8.1.3 Semi-Annual Strategic Risk Assessment**

The Head of Risk presented the semi-annual 2021 Strategic Risk Assessment to the Agency, as reviewed by the Audit and Risk Committee at its 16 November meeting.

### **8.2 SCA Strategy Committee**

The SCA Strategy Committee Chairperson, Martin Murphy, presented the report of the Strategy Committee meeting held on 9 November 2021. **This has been redacted pursuant to Section 30(1)(b) of the FOI Act 2014.** The Director, SCA informed the Agency that the Department of Justice was proposing to reconvene the Inter-Departmental Working Group, which it established to examine the technical aspects of PPOs prior to the passage of the enabling legislation, in order to examine the implications of the precedent High Court decision with respect to the indexation of PPOs and to make recommendations to the Minister on resolving the matter. Separately, an expert discount rate consultative group was likely to be established to assist the Minister of Justice in determining the appropriate discount rate to be applied in personal injury cases. The Committee Chairperson noted that this matter remained a key area of focus for the Committee.

#### **8.2.1 SCA Strategy Committee Terms of Reference**

The Committee noted proposed amendments to the Committee Terms of Reference. On the recommendation of the SCA Strategy Committee, the Agency **resolved to approve** the updated Terms of Reference, as presented.

### **8.3 Investment Committee**

The Investment Committee Chairperson, Susan Webb, presented the reports of the Committee meetings held on 18 October, 12 November, and 22 November 2021. The Agency noted, *inter alia*, the brief overview of the transactions approved by the Committee and the summaries of the various reports and investment updates as presented to the Committee.

#### **8.3.1 Investment Committee Terms of Reference**

The Committee noted proposed amendments to the Committee Terms of Reference. On the recommendation of the Investment Committee, the Agency **resolved to approve** the updated Terms of Reference, as presented.

**This has been redacted pursuant to Schedule 1 Part 1 (x)(ii) of the FOI Act 2014.**

## **9. GOVERNANCE ITEMS**

### **9.1 Update on Chairperson's Annual Meeting with the Minister**

The Chairperson briefed the Agency on her meeting with the Minister for Finance on 22 November (as required under the Code of Practice for the Governance of State Bodies). She noted that the Minister was briefed (by both the Chairperson and Chief Executive) on the NTMA's key strategic priorities as set out in the Chief Executive's report.

### **9.2 Remunerations Committee Appointments**

*Martin Murphy absented himself from the meeting for this item.*

The Agency noted the paper as presented. Following due consideration, for the sake of good order, the Agency confirmed the continuation of Martin Murphy as a member and Chairperson of the Remuneration Committee with effect from 24 March 2021 for the remainder of his term as a member of the Agency.

### **9.3 Agency Workplan 2021 & 2022**

*Martin Murphy re-joined the meeting at this point.*

The Agency noted the Work Programme for 2022 as presented as well as the Agency's progress against the Agency's 2021 Work plan.

### **9.4 Delegated Matters Notifiable to the Agency**

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

## **10. AOB**

The Chairperson briefed the Board on a small number of housekeeping matters noting, *inter alia*, that the External Board Evaluation would likely commence in late December/early January, with tender responses due on 23 November. She advised that the replacement solution for BoardPad would be rolled out in January 2022 and that a Project Board had been established to oversee the migration.

She also provided an update in relation to the expected completion of the annual review of the Oversight Agreement with the Department of Finance. As the proposed amendments were largely

non-material in nature, an update of the changes would be included in the marked-up version in the Reading Room on BoardPad.

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

#### **11. NON-EXECUTIVE SESSION**

The Agency met in private session. This item was minuted separately.

---

Maeve Carton  
Agency Chairperson  
1 February 2022