



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

**MINUTES OF MEETING OF THE
NATIONAL TREASURY MANAGEMENT AGENCY
HELD AT 2.00PM ON 7 May 2019 AT
TREASURY BUILDING, LOWER GRAND CANAL STREET, DUBLIN 2**

PRESENT: Maeve Carton, Chairperson
Gerardine Jones
Derek Moran
Martin Murphy
Conor O’Kelly
Mary Walsh
Robert Watt
Susan Webb

IN ATTENDANCE: Elaine Hudson, Secretary
Ian Black, Chief Financial and Operating Officer (CFOO)
Andrew O’Flanagan, Chief Legal Officer (CLO)
Michael Cunningham, Interim Head of Risk
Deirbhile Brennan, Head of Internal Audit
Barry Keogh, Head of Finance
Martin Whelan, Head of Public Affairs and Communications (item 5 only)
Michelle Lowe, Senior Corporate Communications Manager (item 5 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.

3. AUDIT AND RISK COMMITTEE REPORT

THIS ITEM HAS BEEN REDACTED IN PART

The Audit and Risk Committee Chairperson, Martin Murphy, briefed the Agency on the Committee’s working session on 25 April and the Committee’s formal meeting on 30 April to review and recommend the financial statements, Statement on Internal Control (SIC) and letters of representation to the Agency. He advised that the Office of the Comptroller and Auditor General (OCAG) representatives had attended the meeting and reported that their audit fieldwork was

substantially complete and that the final review had commenced. The Committee had met privately with the OCAG representatives without management present and there was nothing of significance arising from the audit to report to the Agency. The Committee Chairperson briefed the Agency on a small number of outstanding audit points with OCAG; all of which had now been resolved. He also briefed the Agency on the additional disclosures in the SIC.

Finally, the Committee Chairperson noted that the Audit and Risk Committee reviewed and recommended the National Pension Reserve Fund (NPRF) 2018 financial statements and letter of representation to the Chief Executive, as NPRF Commissioner, for approval.

4. FINANCIAL STATEMENTS 2018

4.1 STATEMENT ON INTERNAL CONTROL

The Agency reviewed the paper summarising the key control procedures and providing an affirmation on the annual review of controls.

IT WAS RESOLVED that the Agency, having reviewed the effectiveness of the system of internal control and, on the recommendation of the Audit and Risk Committee, was satisfied as to the effectiveness of the system and approves the Statement of Internal Control for inclusion in the financial statements of the NTMA and the Carbon Fund.

4.2 LETTERS OF REPRESENTATION

The Committee Chairperson presented the draft letters of representation for the NTMA, Carbon Fund and the Ireland Apple Escrow Fund, noting that the draft letters of representation in respect of the NTMA and the Carbon Fund essentially followed the 2017 format, updated for 2018 with a number of minor changes.

IT WAS RESOLVED that the Agency, having reviewed the letters of representation, and on the recommendation of the Audit and Risk Committee, approves the letters of representation as presented in respect of the NTMA, the Carbon Fund and the Ireland Apple Escrow Fund.

4.3 FINANCIAL STATEMENTS

THIS ITEM HAS BEEN REDACTED IN PART

The Agency considered and discussed the financial statements in respect of the NTMA and Carbon Fund for the year ended 31 December 2018, and the financial statements in respect of the Ireland Apple Escrow Fund for the period ended 31 December 2018.

IT WAS RESOLVED that the Agency, having reviewed the financial statements, and on the recommendation of the Audit and Risk Committee, approves (i) the financial statements in respect of the NTMA and Carbon Fund for the year ended 31 December 2018, and (ii) the Ireland Apple Escrow Fund for the period ended 31 December 2018.

5. ANNUAL REPORTS 2018

The Head of Public Affairs and Communications and the Senior Corporate Communications Manager presented the draft NTMA Annual Report 2018. The Agency agreed a small number of drafting changes at the meeting and it was agreed that, following the meeting, members would revert to the

Head of Public Affairs and Communications or the Senior Corporate Communications Manager directly with any additional non-material wording suggestions. The Agency noted that, in the interest of the environment, the Annual Report 2018 would be circulated electronically rather than in hard copy, subject to a small number of hard copies being produced for the launch.

The Agency reviewed the Carbon Fund Annual Report 2018. No wording changes were proposed.

IT WAS RESOLVED that:

- (i) The NTMA Annual Report 2018, substantially in the form presented to the Agency, be approved, subject to any further non-material changes or necessary changes for post balance sheet events as may be agreed by the Chief Executive; and
- (ii) The Carbon Fund Annual Report 2018, substantially in the form presented to the Agency, be approved, subject to any further non-material changes or necessary changes for post balance sheet events as may be agreed by the Chief Executive.

The Agency noted the draft letter prepared for the Chairperson's signature in respect of the separate report required under the Code of Practice for the Governance of State Bodies.

6. AOB

The Chief Executive briefed the Agency on the upcoming syndicated bond transaction for a 30 year bond. The Agency noted that while no auctions were planned for March and April due to Brexit concerns, the temporary postponement of Brexit and recent movements in markets (yield curve flattening) presented a strong opportunity to issue debt at the longer end of the yield curve. This issuance would contribute to the achievement of the Funding Plan target for 2019.

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

Maeve Carton
Chairperson
9 July 2019