

MEETING OF HOME BUILDING FINANCE IRELAND (THE “COMPANY”)

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE
COMPANY (The “Board”)
DULY CONVENED, CONSTITUTED AND HELD AT 12 noon on
Thursday 19th May 2022 by videoconference**

PRESENT Marie Collins (Chairperson)
Andrew O’Flanagan
Claire Solon
Dara Deering (CEO)
Des Carville
Grainne Hennessy
Ken Slattery

IN ATTENDANCE Sean Alger, Head of Credit and Risk.
Caroline Ensor, Company Secretary

1. NOTICE AND QUORUM

It was noted that notice of the meeting and of the nature of the business to be conducted had been given to all directors entitled to attend the meeting and that a quorum, being four directors, was present in accordance with the Company’s Articles of Association (the “Articles”). It was further noted that all the directors present were, pursuant to the Articles, entitled to vote and be counted in the quorum. The meeting then proceeded to business.

2. LIMITATIONS TO THE NUMBER OF DIRECTORSHIPS AND RESIDENCY REQUIREMENTS UNDER THE COMPANIES ACT 2014

It was noted that pursuant to Section 137 of the Companies Act 2014 (as amended) (the “Act”), at least one of the directors of the Company is resident in a Member State of the European Economic Area and that no director present individually held more than twenty-five directorships for the purposes of Section 142 of the Act and was therefore eligible to vote on all board resolutions brought before the meeting.

3. DISQUALIFICATION AND RESTRICTION ORDERS AND UNDERTAKINGS

Those directors present each declared that they were not the subject of any declaration, order or deemed order for disqualification or restriction under the Act including Part 14, Chapters 3 and 4 and had not received any notice under that Part of the Act including any notice concerning a disqualification or restriction undertaking under Part 14, Chapter 5.

4. DECLARATIONS OF INTEREST

In accordance with section 231 of the Companies Act 2014, and the Constitution of the Company, and, for the purposes of Section 5.8 (ii) of the Code of Practice for the Governance of State Bodies 2016, there were no material interests declared by the directors present at the

meeting in the business to be transacted at the meeting which would preclude them from participating in the meeting and forming part of the necessary quorum.

5. **MEETING MINUTES AND MATTERS ARISING**

The Board NOTED that draft minutes of the meeting of the Board held on the 13th April 2022 had been circulated to the Board members in advance of the meeting and it WAS RESOLVED that the minutes of the meetings be APPROVED, subject to two minor agreed wording changes, and be signed by the Chairperson.

6. **CONFIRMATION IN RELATION TO RESERVED MATTERS**

The Company Secretary confirmed to the Board that the Executive Management Team of HBFI (“the **“EMT”**”) is satisfied that all reserved matters which require consideration by the Board have been brought to the Board’s attention.

7. **CEO UPDATE**

The CEO updated the Board on the following:

- i. The finalised HBFI Financial Statements for 2021, including the Auditor’s Report from the Comptroller & Auditor General have been sent to the Department of Finance. Once the Department confirms that these have been laid before the House of the Oireachtas, the Annual Report 2021 can be published.
- ii. A first draft of the MEOP Report, in relation to the rate HBFI lends at, has been received, with no issues raised.
- iii. Increasing costs and developers’ appetites to start new developments is being actively monitored. She advised that a more subdued appetite to starting new developments has been observed due to market uncertainty.
- iv. **THIS ITEM HAS BEEN REDACTED**
- v. She advised that the Minister for Finance visited a small HBFI funded development in Offaly during the week.
- vi. She updated the Board on a media query received following a PQ.

Des Carville advised he has recently appeared before the Public Accounts Committee (in his Department of Finance capacity) and that the questions raised in relation to HBFI were similar to the themes raised previously.

Finally, a Board member suggested that updates be sought from developers where development has been paused. The CEO advised that this has been done and that a full update will be provided to the Board in June.

The CEO’s update was NOTED by the Board.

8. **FINANCIAL PERFORMANCE**

The CEO presented the Financial Performance Update. No queries were raised. The Financial Performance Update was NOTED by the Board.

9. RISK

Sean Alger, Head of Credit and Risk (“**HoCR**”) joined the meeting and presented the following three Risk Reports:

- i. Risk Appetite KPIs. The HoCR advised he had nothing to call out to the Board in relation to this report, which remained unchanged since last presented to the Board.
- ii. Credit Decisions Report: The HoCR brought some items on this report to the Board’s attention for their information providing some insights and information in relation to matters heard by the EMT Credit Committee.
- ii. Account Review Schedule. The HoCR advised that all reviews for April are complete and those due in May are scheduled.

By way of a general Risk Update, the HoCR advised that increasing costs remain an ongoing issue and that HBFI is monitoring both HBFI funded developments and the wider market closely in relation to same.

THIS ITEM HAS BEEN PARTIALLY REDACTED

The Risk Reports and general Risk Update were NOTED by the Board and the HoCR left the meeting.

10. AOB

The Company Secretary advised the Board that she would be using a new e-mail address going forward in relation to company secretarial matters, namely ‘Company Secretary HBFI@ hbfie.ie’ and that this would ensure communications with the Board would be monitored even during annual leave etc.

CLOSE

There being no further business the meeting was closed.

Chairperson