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DAVID MACBRAYNE LIMITED ("DML")
MINUTES of the BOARD MEETING
held on Wednesday 14 May 2025 at 11.15 a.m.

Main Room (Hope), The Studio, 67 Hope Street, Glasgow G2 6AE and by audio/video conference

[FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs) Section 33 (Commercial interests) and Section 36 (Confidentiality)]

Present: Erik Ostergaard (EO) – Chair
Tim Ingram (TI)
Duncan Mackison (DM)
Grant Macrae (GMac)
Kay Ryan (KR)

In attendance: Diane Burke (DBu) – Chief Operating Officer
Fiona Hyslop (FH) – Cabinet Secretary for Transport (part)
Alison Irvine (AI) – CEO, Transport Scotland (part)
Chris Wilcock (CW) – Interim Director of Ferries, Transport Scotland (part)
Craig Peaston (CP) – Private Secretary to the Cabinet Secretary (part)
Craig McLellan (CMcL) – Financial Planning Manager (part)
Nicola Hurrell (NH) – Head of HSQE (part)
Stephanie Griffin (SRG) – Company Secretary

Apologies: David Beaton (DB)

Item	Action
1. <u>STRATEGIC ITEMS</u>	
1.1 DISCUSSIONS WITH CABINET SECRETARY	
E Ostergaard welcomed F Hyslop, Cabinet Secretary for Transport, to the Board meeting. She stated that there was huge appreciation for the work that CalMac did with communities and that she and Transport Scotland appreciated the strong steer from the Chair and CEO towards accountability to customers & users.	
[FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs)]	
<i>At this point F Hyslop and C Peaston left the meeting.</i>	
1.2 CHFS3 UPDATE	
[FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs)]	
2. <u>GOVERNANCE</u>	
2.1 SAFETY & ENVIRONMENT MOMENT	
D Mackison reported that a car boarding a vessel at Wemyss Bay had bumped the car in front then veered off the ramp, ending up with its front wheel over the water. This demonstrated how quickly an incident like this (driver error) could arise and also that a multi-agency response (the fire brigade attended) required co-ordination and an understanding of whose responsibility the different aspects of the incident were. He reported that, had the driver fallen in, the area below the vehicle's wheel would have been extremely difficult to effect a rescue from. As part of the incident review, management were looking at traffic management	

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controls and their impacts. E Ostergaard reported on an incident in Denmark where customers unfamiliar with a marshalling area had taken the wrong lane and driven up a raised ramp into the water which resulted in all three passengers in the vehicle losing their lives.

2.2 APOLOGIES FOR ABSENCE

Apologies for absence were received from D Beaton, and it was noted that apologies had been received from J Ward who was in hospital.

2.3 DECLARATIONS OF INTEREST

There were no new declarations of interest.

2.4 MINUTES FROM BOARD MEETING OF 26 MARCH 2025

The Minutes of the Board meeting held on 26 March 2025 were **APPROVED** and the Chair was **AUTHORISED** to sign the minutes.

2.5 ACTION LOG

The Board noted that all actions were complete.

3. BOARD COMMITTEES

3.1 AUDIT & RISK COMMITTEE – MINUTES OF 26 MARCH 2025

The draft minutes of 26 March 2025 were noted and G Macrae reported that a Committee meeting was taking place the following week at which the final internal audit reports for the 2024/25 Internal Audit Plan would be reviewed.

3.2 HEALTH, SAFETY, ENVIRONMENT & QUALITY COMMITTEE (HSEQCo) – NONE IN PERIOD

T Ingram reported that it would be useful for the Committee to be able to work to a stakeholder map.

3.3 REMUNERATION COMMITTEE (REMCO) – NONE IN PERIOD

There was no update from this Committee.

At this point C MacLellan joined the meeting.

4. GROUP REPORTS

4.1 GROUP FINANCE UPDATE – March 2025

The Board noted the report from J Ward and C McLellan reported as below.

4.1.1 P&L – 2024/25 Full Year Financial Performance

[FOISA Status – Exemption under Section 33 (Commercial interests)]

4.1.2 DML Group Balance Sheet

C McLellan reported **[FOISA Status – Exemption under Section 33 (Commercial interests)]**

4.1.3 Group Cashflow Statement

This was noted.

4.1.4 CHFS Contractual Funding Update – CY9

C McLellan reported **[FOISA Status – Exemption under Section 33 (Commercial interests)]**

4.2 2025/26 FINANCIAL PLAN AMENDMENTS

The Board noted the report from J Ward and C McLellan reported **[FOISA Status – Exemption under Section 33 (Commercial interests)]**

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Decision

The Board **APPROVED** the 2025/26 Financial Plan Amendments.

[FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs)]

4.3 CHANGE BOARD SUMMARY REPORT

It was noted that P Blackshaw had prepared a Change Portfolio Summary which had been substantially revised in layout.

Action: This report would be uploaded to the Board portal and P Blackshaw would be asked to attend the next Board meeting to present on the updated format report.

SRG/
DM (PB)

4.4 POLICY APPROVALS

The following Policies, which had been reviewed at the ExCo and submitted for Board approval, were noted:

- Acceptable Use – updated policy
- Condition Assessment Programme – new policy
- Health & Safety – updated policy
- Sexual Harassment – new policy

Decision

The Board **APPROVED** the Acceptable Use, Condition Assessment Programme, Health & safety and Sexual Harassment Policies.

5. ANY OTHER BUSINESS

5.1 NETWORK VISIT

D Mackison reported that due to issues with sourcing accommodation in South Uist, the Board would be based in Stornoway for this trip and that the community engagement sessions were being finalised.

At this point A Irvine and C MacLellan left and N Hurrell joined the meeting.

5.2 [FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs)]

5.3 [FOISA Status – Exemptions under Section 30 (Prejudice to effective conduct of public affairs)]

5.4 ARGYLL FERRIES LIMITED – DISSOLVED

S R Griffin reported that she had received confirmation from Companies House that Argyll Ferries Limited had been dissolved with effect from 13 May 2025 and that only Northlink Ferries Limited remained to be wound-up of the non-trading/dormant companies within the DML Group.

6. DATE OF NEXT MEETING

Wednesday 2 July 2025 at 9.00 am in Gourock.

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Signed:
E Ostergaard, Chair

Date: