

MINUTES 91st MEETING OF TII BOARD

ITEM

Subject:	TII BOARD MEETING	Meeting No:	91
Location:	TII Offices, Parkgate Street, Dublin 8, with some contributions by video link (Teams)	Date held: 21 November 2023	Doc Revision: Approved

ATTENDEES

BOARD CHAIRPERSON	Gareth Llewellyn
BOARD MEMBERS	Aidan Skelly
	Mary O'Donovan
	AnnMarie Farrelly
	Damien Ó Tuama
	Des Kenny
	Peter Walsh (CEO)
	Colette Byrne
	Aebhric McGibney
	Sadhbh O'Neill
APOLOGIES	Michael Wall
	Patricia O'Shea
MEMBERS OF EXECUTIVE	Edel McCormack (Head of Governance and Legal, Secretary)
	Marie Mulvany (Executive Assistant)
	Audrey Keogh (Director of Business Services)
PRESENTERS	Declan Wylde (Head of Finance) – <i>Item 4</i>
	Seán O'Neill (Director of Communications) – <i>Item 5</i>
	Kelly McCarthy (Assurance & performance Reporting Manager) – <i>Item 3</i>
	Paolo Carbone (Head of Rail Capital Programme) – <i>Item 3&7</i>
	Anthony Duffy (Head of Project Services) – <i>Item 5</i>
	Helen Hughes (Director of Professional Services) – <i>Item 6&9</i>
	Tony Redmond (Director of Corporate Services) – <i>Item 3</i>
	Nigel O'Neill (Director of Capital Programmes) – <i>Items 3&5</i>
	Pat Maher (Director of Network Management) – <i>Item 7</i>
	Robert Desmond (Head of PPP Procurement & Finance) – <i>Item 3</i>
	Geraldine Fitzpatrick (Head of Roads Capital Programme) – <i>Item 5</i>
	Donal Dunne (Luas Operations Manager) – <i>Item 9</i>
	Caoimhín Ó Ciaruáin (Department of Transport) – <i>Item 8</i>
	Aoife O'Grady (Department of Transport) – <i>Item 8</i>

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1.0 CONFLICTS OF INTEREST

No conflicts were declared other than those already on the record for Board Members. It is noted that no decisions relevant to any of the existing interests of members were before the Board.

It was agreed that the agenda item on BCM could be taken below the line and can return to ARC if necessary at a later date.

2.0 COMMITTEE UPDATES

Infrastructure Committee

The draft minutes of the Committee meeting were provided with the Board papers. The Committee Chair advised the Board of the following matters discussed by the Committee:

- An update on the Dunkettle Project was provided to the committee including an outline of the two-stage procurement process, communications strategy and lessons learned.
- The committee received a presentation on the native tree planting proposal. This is an innovative way of using surplus land accrued during the Ballyvourney project. [REDACTED]

3.0 GOVERNANCE & LEGAL UPDATES/RISK MANAGEMENT

(3.1) Tony Redmond presented the Contracts signed in October valued in excess of €50k which were **noted** by the Board. Five contracts were signed in the period. A question regarding the scope of work on the diver contract was raised and Tony undertook to revert with a response.

(3.2) The Board **noted** the award of a Technical Advisor contract for Phase 5, 6 and 7 of the M28 Cork to Ringaskiddy Scheme by Cork County Council to Jacobs Engineering Ireland Limited in the amount of €13,045,089 (ex VAT) in accordance with the requirements of the Approval Thresholds for Contract Award and Change Control.

(3.3) The Board **approved** amendments to its terms of reference as set out in the memo of the Board Secretary to reduce the overall number of Board meetings to ten per annum and to amend the provisions for the taking of independent advice by Board Members.

(3.4) The Board discussed the progress to implement the recommendations made by Board Excellence as part of the review of Board effectiveness carried out in Q4 2022/Q1 2023 as detailed in the memo provided by the Secretary. It was noted by the Board that some work remains to be completed in preparing Board memos and the Executive team should make a clear link in the memo provided to Board Members between matters presented and strategic objectives/risks. In terms of external presenters, the Board would welcome engagement with DPENDPR. Nigel O'Neill will reach out to that department to see if representatives would meet the TII Board. The Secretary is to make provision for ESG obligations in the next review of the Board TOR – this should require consideration of all elements of ESG.

(3.5) Nigel O'Neill and Edel McCormack provided an update on the progress made since the last meeting to advance the governance framework for MetroLink. TII and NTA met at EY offices for a facilitated workshop on 9th November. This was constructive and NTA indicated support in principle for the options currently under assessment by TII. [REDACTED]

[REDACTED] A&L Goodbody Solicitors are assessing the legal mechanism options for project delivery based on the instructions from the Board at its last meeting. ALG will present these to the December meeting accompanied by PWC who will be progressing the options previously outlined by EY. [note: it was subsequently agreed between the Chairman and Secretary that ALG will present the legal assessment in December and PWC will present in January].

(3.6) The Board **approved** the following in relation to the bank accounts with Allied Irish Bank (two) and Danske Bank (one) required under the terms of the PPP contract as presented by Robert Desmond:

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- (i) that the accounts be opened as described in the mandate for Statutory Body Opening Accounts in the form attached (to the Banking Services Customer Agreement)
- (ii) that TII confirms its agreement to the bank by issuing the bank a copy of the agreement and this minute duly signed by the Chairman and the Secretary.

4.0 FINANCIAL PERFORMANCE MONTHLY REPORT

Audrey Keogh presented the report.

[REDACTED]

5.0 ANNUAL PLAN AND BUDGET UPDATE

Nigel O'Neill and Anthony Duffy presented to the Board.

[REDACTED]

Confirmation of budget is awaited from DOT.

The Board asked if TII could reassess the provisions for Communications in the Annual Plan. There doesn't seem to be much change to this. It was also requested that Seán O'Neill provide a communications strategy on tolls.

6.0 PRESENTATION: ENTERPRISE RISK (ENT) 1 - SAFETY

Helen Hughes presented to the Board.

ENT 1 has an inherent risk rating of 25 and a residual risk rating of 12. Two different groups are considered in the context of this risk – users and workers. There are two distinct networks, light rail and roads. Controls are spread across four main areas:

- compliance with safety legislation,
- review and update of TII standards and procedures etc.,
- resource sufficiency and collaboration and
- performance reporting and benchmarking.

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It was noted that TII has requested a resource to manage the new SMS requirements associated with TII's role as a railway organisation as well as a further role for light rail safety.

The Board discussed some of the issues arising from the presentation, [REDACTED] the need to communicate the availability of service areas to drivers, the lack of availability of CCTV on greenways, the distinction between policy making and policy taking roles of TII in relation to speed issues [on this it was noted that Peter sits on a board where safety strategy is discussed, including driver behaviour and its contribution to road traffic accidents. Although driver behaviour and training issues are not TII's responsibility, we should feel able to express a view on these issues.], modelling by TII on proposed speed reductions and concerns regarding type 2 dual carriageway (lack of availability of hard shoulder).

The Board noted that we need to look at road safety in the context of overall traffic growth. Irrespective of population growth Ireland has committed to reduce road deaths to zero by 2050. The Board considered issues of culture and whether workers had a sense of obligation and a belief that management would support them if they encountered safety issues e.g., that roads would be closed.

7.0

CHIEF EXECUTIVE REPORT AND SUB-REPORTS/COMMUNICATIONS UPDATE

(5.1) The Chief Executive presented the CEO Report to the Board and Seán O'Neill provided the communications update.

The following matters in the CEO report were highlighted:

- N28 Cork to Ringaskiddy – while changes to the PSC seemed to remove the administrative burden of approving projects, DOT has reverted with an interpretation that requires Ministerial approval at DG2.
- MetroLink DG2 will be taken out of sequence (it will not have planning approval). This will come to the TII Infrastructure Committee in December and to the Board in January.
- The Board will discuss customer satisfaction on eFlow in January if the scorecard shows red for this indicator to year end.
- The Board queried the drop in FTE on the scorecard and Audrey Keogh confirmed that this arose because of three resignations and nineteen positions in recruitment now.
- The Board considered bad weather events and the requirement for communications around safety in adverse weather conditions, [REDACTED]

8.0

PRESENTATION: ZEVl

Caoimhín Ó Ciaruáin and Aoife O'Grady of DoT joined the Board to present on current arrangements for ZEVl within the department and the proposed transfer of certain ZEVl functions to TII in 2025.

It was noted that there is work outstanding in relation to the legislation necessary to support the work of ZEVl and primary legislation may be required. This is being examined in conjunction with the Office of the Attorney General. Policy and strategy will remain within the remit of DOT when delivery functions transfer to TII. It is expected that the capital programme will transfer to TII [REDACTED] Risks associated with delivery include ESBn grid connection delays, human resource issues, emerging technology/evolving landscape and legislation. A risk delivery board has been set up to deal with the high-power charging (HPC) infrastructure risk. Similar may be required for other risk areas.

The Board noted that little of this has been provided for in the Annual Plan and Budget for 2024. The Board will require confirmation of the new funding stream in advance of sign off on the budget for 2024 on 12th December. [REDACTED]

[REDACTED]. DPENDPR has made

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provision for resources but posts above Principal Officer grade require DPENDPR sanction [REDACTED] TII can't approach DPENDPR about this and the matter will have to be raised by DoT. DoT confirmed that this is being discussed at present. Board agreed that Peter Walsh would write to DoT seeking confirmation of funding and staff at sanctioned grade in advance of the December meeting. In addition, we require confirmation of the S.I. for prescription of vehicle types. DoT noted that this would not be laid before the houses of the Oireachtas before 12th, but we should have sight of the draft S.I.

It was further noted that there are questions around legacy infrastructure and availability of home charging facilities. DoT noted that it is working with local authorities on these points, and it is hoped that by the time functions transfer to TII, policies will be in place. This has to be integrated with local authorities.

The Board wondered about the availability of the power supply and DoT noted that ESN sits on the project team and is aware of all plans. Targets are requirements of EU law, and we will be held to 2025 targets, although there is a mechanism for review in 2026.

The Board welcomed DoT's offer to come back at 6 monthly intervals to update the Board.

9.0 HEALTH & SAFETY REPORT AND HEALTH & SAFETY POLICY

Aidan Skelly left the meeting.

Helen Hughes and Donal Dunne gave the report.

There were no staff incidents in the period. There were 3 SPADS notified to CRR. There was 1 reportable accident and 1 dangerous occurrence. Both were reported.

Donal provided the Luas Safety Report. Higher numbers of SPADS in 2018 and 2019 were partly due to reclassifications. Although we are seeing an increase in SPADS we are seeing a reduction in contacts with vehicles and pedestrians. We are investigating with CRR and Transdev.

The average runtime on the red line is meant to be 52 minutes but is now 58 and this has a knock-on effect on performance. We are independently assessing this. Major factors are demand, dwell times and junction priorities.

The Board advised that this matter can be brought back at any time.

Aebhric McGibney left the meeting.

(9.2) Helen presented the Health & Safety Policy for endorsement by the Board. The Board noted that some work remains to be done on the digestibility of the Health & Safety Policy and for this reason the Board **endorsed** the Health & Safety Policy for 6 months but **directed** that it be brought back following further review.

10.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting 24 October 2023 were approved with one amendment to AOB.

11.0 MATTERS ARISING

The progress of matters arising was noted by the Board.

12.0 ANY OTHER BUSINESS

The Secretary reminded Board Members to provide confirmations required under the Directors & Officers policy for renewal in 2024.

The Secretary reminded Board Members that they will be required to make returns to SIPO and TII by 31st January under the Ethics and Standards in Public Office Acts. The requirements for returns are the

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same as last year, including the requirement to make a nil declaration if applicable. Members can contact the Secretary if assistance is needed.

The Secretary will issue the Board effectiveness survey for 2023 by the end of November and Members are asked to complete and return by the end of December. The number of questions will not exceed 20.

An audit of communications is before the ARC in December. The Board wants to know what the communications policy, strategy and procedures are. The stakeholder mapping exercise recommended by Board Excellence should be linked to the Communications plan. Management advised that the mapping is in hand and a report will issue shortly. The Board will require a management response to come back to the Board from ARC following this audit.

13.0

PRIVATE BOARD DISCUSSION

None

Signed by _____

Chairperson

Date: _____