

# MINUTES 101<sup>st</sup> MEETING OF TII BOARD

## ITEM

<b>Subject:</b>	TII BOARD MEETING	<b>Meeting No:</b>	101
<b>Location:</b>	TII Offices, Parkgate Street, Dublin 8, with some contributions by video link (Teams)	<b>Date held:</b> 22 October 2024	<b>Doc Revision:</b> Approved

## ATTENDEES

BOARD CHAIRPERSON	Gareth Llewellyn
BOARD MEMBERS	Aidan Skelly
	Mary O'Donovan
	AnnMarie Farrelly
	Damien Ó Tuama
	Des Kenny
	Aebhric McGibney
	Peter Walsh (CEO)
	Colette Byrne
	Michael Wall
	Patricia O' Shea
APOLOGIES	Sadhbh O'Neill (Recused - See <i>Item 1.0</i> )
MEMBERS OF EXECUTIVE	Sandra McCarthy (Head of Governance and Legal, Secretary)
	Marie Mulvany (Executive Assistant)
	Audrey Keogh (Director of Business Services)
PRESENTERS	David Weldon (Project Manager (Design) – New Luas Projects – <i>Item 3.1</i> )
	Sandra McCarthy (Head of Governance & Legal, Secretary) – <i>Items 3.2, 3.4 &amp; 3.6</i>
	Martina Curran (Assurance & Performance Reporting Manager) – <i>Item 3.3</i>
	Tony Redmond (Director of Corporate Services) – <i>Item 3.5</i>
	Audrey Keogh (Director of Business Services) – <i>Item 3.7</i>
	Aidan Foley (Chief Engineer – Light Rail Network) – <i>Item 4</i>
	Cathal Masterson (Director of Commercial Operations) – <i>Items 4, 5 &amp; 9.1</i>
	Rachel Donnelly (Corporate Risk Manager) – <i>Item 4</i>
	Pat Maher (Director of Network Management) – <i>Item 5</i>
	Robert Desmond (Head of PPP Procurement & Finance) – <i>Item 5</i>
	Kevin O' Rourke (Head of Network Operations) – <i>Item 5</i>
	Declan Wylde (Head of Finance) – <i>Item 6</i>

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	Peter Walsh (Chief Executive Officer) – <i>Item 7</i>
	Nigel O’ Neill (Director of Capital Programme) – <i>Item 8</i>
	Rachel Cahill (Director of Executive Office & Sustainability Lead) – <i>Item 8</i>
	Helen Hughes (Director of Professional Services) – <i>Item 9.0</i>
	██████████ Transdev) – <i>Item 9.1</i>
	██████████ Transdev) – <i>Item 9.1</i>

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### 1.0 CONFLICTS OF INTEREST

Michael Wall informed the Board of his role on a NAMA committee to which TII is sending representatives concerning lands on its balance sheet. No conflict is perceived but the disclosure was noted.

The Chairperson informed the Board that Board Member Sadhbh O' Neill has recused herself between now and when the outcome of the general election, for which her candidacy has been confirmed, is known. The Chairperson confirmed that he had clarified the position with the Department of Transport and, as Members are Ministerial appointments, only the Minister may seek a Member's resignation should it be required.

No other conflicts of interest were declared.

### 2.0 COMMITTEE UPDATES

#### Infrastructure Committee

The Committee Chair advised the Board of the following matters discussed by the Committee:

The Infrastructure Committee of the Board reported on two presentations that it received in October on-

1. Donegal TENT road project which underwent External Review and Achieved Gate 1 approval in July of this year. The scheme will now proceed to statutory process.
2. Luas Fleet Renewal Programme – following significant engagement with the NTA the procurement is underway.

#### Audit & Risk Committee

The Committee Chair advised the Board of the following matters:

A workshop took place which considered how TII can improve engagement around internal audit and the role of the ARC in it. The importance of getting the right balance was emphasised with particular focus on ensuring independence and the importance of flexibility. There must be complete transparency as to why any audit is required. Consideration also to be given to risk impact of audit reports. It was noted that the workshop had been very positive in nature with open conversation and that several actions have arisen out of it.

### 3.0 GOVERNANCE/LEGAL/RISK UPDATE & REPORTS

(3.1) David Weldon presented to the Board on the submission of the Luas Finglas Railway Order noting the intention, subject to Board approval, to lodge the application with An Bord Pleanála on 18<sup>th</sup> November 2024. Hard copies of submission documents have been made available on site in TII's offices for viewing and all Board Members took the opportunity to review them. The Government decision relating to Approval Gate 1 is expected today. The Members **approved** the submission of the Luas Finglas Railway Order application.

(3.2) The Board Secretary presented to the Board on the proposed annual calendar of Board meetings for 2025 with the following dates **agreed** upon after discussion:

1. 28<sup>th</sup> January 2025
2. 25<sup>th</sup> February 2025
3. 25<sup>th</sup> March 2025
4. 29<sup>th</sup> April 2025
5. 27<sup>th</sup> May 2025
6. 24<sup>th</sup> June 2025
7. 15<sup>th</sup> July 2025 (Consideration to be given to using this meeting for an away day)
8. 23<sup>rd</sup> September 2025
9. 28<sup>th</sup> October 2025
10. 25<sup>th</sup> November 2025

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(3.3) Martina Curran presented to the Board on the TII Q3 Review, Strategic Activities.

The Chairperson queried whether the reference to €100m regarding the pavement programme is appropriate metric by which to judge the level of risk mitigation required.

Members queried the current status of the recruitment process for senior MetroLink project roles. With Sean Sweeney now in place, focus is on next key appointments. [REDACTED]

(3.4) The Board Secretary informed the Board that the Effectiveness of the Board Questionnaire would be issuing that afternoon with responses due by November.

(3.5) Tony Redmond presented to the Board on its approval role in Tender Commencements and firstly referred the Board to an error in the Board paper furnished, specifically point number 2 of paragraph 6 where the figure should read €3m not €50m.

The Audit and Risk Committee Chair confirmed that the ARC had looked at the recommendations as set out in the Board paper and were satisfied with them.

The recommendations, including that procurements with a projected value in excess of €50 million will require Board Approval at the commencement of the procurement process, as well as the Board receiving a look-ahead report each January in which all procurements which are projected to be in excess of €3 million will be outlined, were then **approved** by the Board.

(3.6) The Board Secretary presented to the Board on the proposed appointment of TII's Head of Environmental Policy & Compliance, Dr. Vincent O' Malley, to the Governance Board of the Infrastructure and Ecology Network Europe. The Board **approved** this external body appointment and congratulated Dr. O'Malley.

(3.7) Audrey Keogh presented to the Board on the change of administrators for Bank of Ireland. The Board **approved** the removal of Peter Walsh and the appointment of Declan Wylde as administrators.

4.0

**PRESENTATION: ENT-5 FAILURE TO ADEQUATELY PROTECT AND MAINTAIN CONDITION OF TII'S RAIL ASSETS**

Aidan Foley and Cathal Masterson presented to the Board.

Protecting rail assets remains one of TII's most critical risks. If it is not done well, it increases costs. The first new significant role created is the Chief Engineer Luas Network role. Next steps include continuing to build on recruitment, development of Group Level Asset Management Plans (GLAMPs), development of longer-term forecasts and assessment of longer-term contracting strategies to deliver higher value programme of works.

Members observed that lessons learned might be useful to apply to MetroLink in due course.

Members also queried the utilisation of new technology, and requested that this is something to which consideration is given, as are implications of TII becoming a Railway Organisation. The Board requested that clarity be provided in relation to ownership of assets, such as bridges, in due course.

5.0

**2025 TOLL CHARGES  
ANALYSIS OF VOLUMES IN TUNNELS**

[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]
- [REDACTED]

[REDACTED]

- [REDACTED]
- [REDACTED]

[REDACTED]

**6.0 FINANCIAL PERFORMANCE MONTHLY REPORT**

[REDACTED]

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

**7.0 CHIEF EXECUTIVE REPORT**

Peter Walsh delivered his monthly CEO report.

Members observed that there is much in Active Travel to unpack and understand. The last report which went to the Board had significant detail and a follow up would be welcome, in particular, in relation to funding and why it can only be used in a certain way.

Consideration to be given to a presentation on how Regional Offices work, possibly to the Infrastructure Committee.

**8.0 PRESENTATION: ANNUAL PLAN AND CORPORATE BUDGET: DRAFT FOR APPROVAL**

Nigel O' Neill and Rachel Cahill presented to the Board.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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	<p>[REDACTED]</p>
<b>9.0</b>	<b>HEALTH &amp; SAFETY PERFORMANCE REPORT</b>
	<p>This report was taken as read.</p> <p>(9.1) [REDACTED] presented on Signals Passed at Danger (SPADs).</p> <p>Members queried how TII compares to other organisations and were informed that given the number of passengers/signals, TII is doing well. In relation to speed limits, it was confirmed that these are set by design specifications.</p> <p>Members observed that there appear to be a lot of signals given the length of line. Whilst all signals are there for a reason, it was noted that consideration is being given to combining two signals where they are next to each other.</p>
<b>10.0</b>	<b>MINUTES OF PREVIOUS BOARD MEETING</b>
	<p>The Minutes of the previous Board meeting held 24 September 2024 were approved.</p>
<b>11.0</b>	<b>MATTERS ARISING</b>
	<p>The progress of Matters Arising was noted by the Board.</p>
<b>12.0</b>	<b>ANY OTHER BUSINESS</b>
	<ol style="list-style-type: none"><li>1. Audrey Keogh informed the Board that Climate Action Training now has to be completed by Members and that a 3-hour training programme will be made available on Decision Time for completion by the end of the year.</li><li>2. Members proposed that a forward look be taken at matters the Board might discuss e.g. A.I., changes in Government policy, role of Regional Design Offices and Planning regulations and legislation. Any further suggestions should be made to the Chairperson and the Board Secretary.</li></ol>

Signed by \_\_\_\_\_

Chairperson

Date: \_\_\_\_\_