

MINUTES 51st MEETING OF TII BOARD

ITEM

Subject:	TII BOARD MEETING	Meeting No:	51
Location:	Meeting hosted via audioconferencing in line with government restrictions arising from Covid 19	Date held: 24 th March 2020	Doc Revision: Approved

ATTENDEES

BOARD CHAIRMAN	Cormac O'Rourke
BOARD MEMBERS	Joe O'Mahony
	Seamus Neely
	Michael Nolan
	Jacqui Cross
	Aebhric McGibney
ARC CHAIRMAN	Aidan Horan
APOLOGIES	Mary O'Donovan
MEMBERS OF EXECUTIVE	Edel McCormack (Head of Governance and Legal)
	Marie Mulvany (Executive Assistant)
	Audrey Keogh (Director of Business Services)
PRESENTERS	Nigel O'Neill (Director of Commercial Operations) – <i>Items 5 & 6</i>
	Michael Kennedy (Senior Project Manager - PPP) – <i>Item 6</i>
	Ger Hannon (Director of Corporate Services) – <i>Item 5</i>
	Peter Walsh (Director of Capital Programmes) – <i>Item 5</i>
	Pat Maher (Director of Network Management) – <i>Item 5</i>
	Helen Hughes (Director of Professional Services) – <i>Item 5</i>
	Sean O'Neill (Director of Communications) – <i>Item 5</i>

MINUTES 51st MEETING OF TII BOARD

ITEM

1.0 CONFLICTS OF INTEREST-

None.

2.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting held 25th February 2020 were approved.

3.0 MATTERS ARISING

The progress of Matters Arising was noted by the Board. It was noted, in respect of the Annual Board Self-Assessment, that this item will be deferred to a later date, possibly April. It was also noted that the planned 1 hour Safety presentation by the Director of Professional Services will be deferred to a later date. The CEO clarified that figures stated in the December report on calls to the eflow Call Centre misstated the percentage of calls abandoned at 30%. This has been corrected to 4.6%

4.0 COMMITTEE UPDATES

ARC Chair

The Chairman reported that the following matters were considered by the Committee:

- The ARC reviewed the annual financial statements and is recommending them for Board approval subject to no fundamental changes.
- The Committee considered the Enterprise Risk Register, focussing specifically on the risks associated with Covid – 19. It was noted by the Board that a full presentation on the approach to this emergency is to be made by the Senior Management Team later in the meeting and it was agreed that the Chairman of the ARC would remain in the meeting for this presentation. ARC Chairman noted that the depletion of surpluses and the availability of funding would have to be considered and included on the risk register. The CEO informed the meeting that a deep dive exercise will be carried out in the coming days and weeks to look at the possible reduction of funding at say 20%, 40% and 60% levels. The SMT will come back to the Board in April on the issues of revenue shares, revenue losses and Exchequer funding.

Strategy Chair

The Chairman reported that the following matters were considered by the Committee:

- Average Speed Cameras – The Committee considered the pilot on the M7 where a reduction in speeding followed the introduction of the cameras in the tunnel. A pilot will now be introduced on the Nenagh to Birdhill section at a cost of €530K
- The Committee considered the Key Performance Indicator (KPI) pilot presented by the Assurance & Performance Reporting Manager. TII has looked at what has been done in Canada and in the UK by Highways England. TII will be looking at 2 pilot indicators this year. 15 are planned for next year with a further 15 in 2022.

5.0 COVID 19 – MANAGING IMPACTS ON TII WORKFORCE, BUSINESS AND CRITICAL SERVICES

The CEO and Senior Management Team presented to the Board on the impacts of the Covid 19 emergency on the organisation, projects and programmes and the steps being taken to address these impacts, as set out in the Covid 19 Business Continuity Actions Report before the Board, as follows;

- **Michael Nolan – Management**

The CEO gave the background to the creation of the document in an evolving environment. TII stakeholders have contributed to the document and it is expected that we will continue to update it as the situation evolves. A CEO led Covid 19 Response Team has been established and meets daily, with Audrey Keogh as Deputy Lead. TII is keeping up with all official communications and keeping staff advised. TII ran a trial working from home day in advance of the official announcement and had tested its remote capabilities, including payroll. TII also imposed travel restrictions before they were mandated.

- **Helen Hughes – Occupational Health and Safety**

Helen outlined that all staff communications regarding Covid 19 are now centralised on the TII intranet. As an Employer TII is obliged to carry out risk assessments for the various staff activities. This has been done and all assessments will be published by the end of the week on the intranet. TII has implemented staggered breaks, distancing measures, hand washing and sanitisation facilities. TII has assisted staff in setting up for home working. No one is attending conferences or face to face meetings. TII took guidance from other organisations, including HSA, on appropriate measures.

- **Audrey Keogh- Workforce. Access to Technology and Finance**

Audrey outlined how the Business Units have been contributing to the management of the crisis in TII. This includes revision of HR and IT policies to facilitate remote working. TII has circulated guidelines on wellbeing to staff and reminded them of the availability of the Employee Assistance Programme. Line managers are checking in with staff regularly and helping them to set priorities. TII has no reported cases of Covid-19. Some staff who travelled overseas are self-isolating as a precaution. TII has purchased additional IT equipment and Citrix licences. TII will monitor home working and assist staff as necessary. TII had remote tested payroll systems in advance and these can be operated remotely.

- **Ger Hannon- Parkgate Street Premises**

Ger outlined how business continuity measures in his division focused primarily on the reduction of the risk of transmission of the virus to staff. Hand sanitiser was procured and deployed at an early stage and additional cleaning resources were engaged - focused on touch points. Appropriate measures have been implemented in consultation with Health & Safety colleagues. TII has consulted with senior management of our contract cleaner, which also offers specialist cleaning services, and have been advised that there are no further steps which might be taken. Arrangements are in place for phone, post and suppliers should the offices be closed. Stakeholders have been alerted to the risk of TII's ability to receive and process post being compromised and have been asked to use e-mail and other on line channels.

- **Nigel O'Neill – Luas and Tolling Business**

Nigel outlined the impacts of Covid 19 on Luas and Tolling businesses. Luas has seen a 75-80% reduction in passengers. Transdev is still delivering the scheduled service every day so social distancing is not an issue on the trams or at stops. A backup control room is available if the central control room cannot be used. This has already occurred where

a Transdev employee developed symptoms and other staff were moved to the backup facility. TII has agreed an enhanced cleaning schedule with Transdev, which includes fogging of vehicles with disinfectant.

Tolling – TII is still gathering information but early indicators are that midweek traffic has fallen by 30-35% range and weekend traffic by 50%. There will be an exercise to evaluate all data and TII will need a few more days to see what trends are. There are two buildings available for tolling teams and the teams have been split across the two to build resilience.

The Board discussed what would happen if Luas services were reduced and how that would impact TII financially.

- **Pat Maher– Network Operations**

Pat Maher outlined details of a conference call between TII and MMRC contractors. Contractors are implementing a range of distancing and hygiene measures to reduce the risk of transmission of the virus. Crews are keen to comply with necessary measures to protect jobs and operations. In relation to the Motorway Service Areas consistency is patchy. There have been issues obtaining PPE for use at pumps. McDonalds in Ireland and the UK are closing all outlets, impacting our three Tranche 2 Service Areas.

Dublin Tunnel - Four areas critical - control room, tunnel maintenance, MTCC, toll operations. As of Monday 23rd March truck volumes are largely holding up, 11% reduction on buses, 66% reduction on tollable traffic. This drop in traffic will have a similar impact on toll revenue - down to about 30k per day. Toll revenue yesterday was about €18.5K. TII has reserved its position with the operator but it has to be borne in mind that cash collection safety issues will probably get worse before it gets better. TII's primary concern is to keep the tunnel open. It needs to work with the operators and stay in communication with them in the days and weeks ahead.

- **Peter Walsh- Capital Programme and funding**

Peter acknowledged the work of Geraldine Fitzpatrick & Paolo Carbone in putting the report together. Peter outlined that the likely impact on income and revenue will be a significant and evolving piece of work. TII hears that everyone is trying to keep going. The Office of Government Procurement recognises Covid as a Schedule K item 15 compensation event. [REDACTED]

[REDACTED]. The contractors are endeavouring to continue construction for the moment. TII has not yet seen any reports of disruption to supply chain or worker illness.

On the Public Transport side, production of modules for extension of trams is delayed as technicians can't travel from France to Ireland. There is a new tram ready for testing in the factory at La Rochelle but Alstom has not yet indicated when this will be transported to Ireland. TII has not yet asked for plans from contractors for how they will deal with a lockdown.

[REDACTED]
[REDACTED]

ITEM

• **Sean O’Neill- Communications Strategy**

TII has been working internally on communications and this is going well. Externally, TII is dealing directly with the Government appointed advisory group through the Taoiseach's office. TII is in daily contact with this advisory group, which is headed by John Concannon. It is also in contact with the NTA.

A lot of news desks are working from home. They are looking for statistical analysis – asking questions about traffic levels and passenger numbers. TII has posted a website notice – indicating that services are fully functional. Our Communications plan will soon be shared with staff. All queries coming through to Sean. News desks will have questions on something other than Covid but not for a few more days.

• **Michael Nolan – Concluding remarks**

Michael summarised the work to date by TII on its Covid 19 response and thanked the management team. TII is coming to the end of its adjustment phase and increasing its capacity to work remotely. It has ordered further equipment and will be looking at staff welfare issues.

TII is also looking at the likely effects on funding – possible exchequer and definite revenue losses (M50 and Port Tunnell primarily). In terms of its Annual Plan and Budget, TII had planned to spend €550 million this year. Most of that money is already committed. There is another €200 million in major projects - most of which have been awarded. There is a further €80 million allocated to minor projects. That is a total of €800 million.

TII is working on collating all of the relevant information – in advance of a request from the Department. TII’s levels of commitments will emerge as it goes through this exercise. Productivity will also be an issue, but this is extremely difficult to forecast as there are so many variables, known and unknown. The situation is not dissimilar to the financial crisis – where TII had to look at scenarios to reduce future expenditure. [REDACTED]

[REDACTED]

TII will continue to build capacity of each of its teams in dealing with contractors. The Board agreed that the focus of TII needs to be on pausing contracts at minimum cost and not on terminating contracts.

6.0 CHIEF EXECUTIVE REPORT AND SUB REPORTS

The Chief Executive presented his report to the Board which included the following sub reports;

- Capital Programme
- Commercial Operations
- Network Management – Roads
- Business Services
- Professional Services
- Corporate Services

It was agreed, given the amount of time required to be devoted to Covid 19 response that matters in the CEO’s Report and sub reports would be dealt with by exception. The Board approved the financial statements subject to no material alterations.

MINUTES 51st MEETING OF TII BOARD

ITEM

The Board noted the following performance or risk issues in the CEO’s report, along with actions or mitigations arising:

Project / Programme /Operation	Material Changes, Performance or Risk Issues	Actions/Mitigations
M28 Cork to Ringaskiddy	A date of 28 th April has been set by the High Court for hearing of the application for leave to appeal.	With court dates vacated through March and early April in response to the Covid emergency it is possible that this will not proceed on the assigned date.
Light Rail Vehicle Extension	Luas accepted 2 LRVs in February which were immediately put into service. Further LRVs are scheduled.	The Covid 19 emergency will delay the acceptance of further LRVs.
Safety	There was one reportable accident in the period.	
Luas Finglas	A Project Steering Committee has been established	The Project Team will brief the Board in April subject to Board priorities at that time
████████████████████ Confidential & Commercially Sensitive	Michael Kennedy and Nigel O’Neill briefed the Board on a proposed re-financing of PPP debt on this project.	Michael Kennedy gave an overview of the proposed transaction. ██████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████ The Board was of the view that it was not appropriate to consider the proposal at this time - having regard to the significant uncertainties that exist as a result of Covid-19. ████████████████████ ████████████████████ ████████████████████ ████████████████████ ████████████████████

MINUTES 51st MEETING OF TII BOARD

ITEM

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	New Ross	Outstanding construction items to be completed by 31 st March	Onsite team advises that completion by the proposed date will not be possible with present level of resources.
7.0 GOVERNANCE AND LEGAL UPDATE			
	<ol style="list-style-type: none"> 1. The Secretary updated the Board on progress relating to Section 49 Levy Schemes following a meeting with NTA in March. A further update will be provided at a later date subject to Board priorities. 2. The Board approved the revised Terms of Reference of the Strategy Committee. 3. The Board noted the report under the Property Policy for 2019 and approved the amendments sought. 		
8.0 TII SAFETY AND HEALTH REPORT			
	<p>Helen Hughes took the Board through the report which now contains an Executive summary up front. Significant this month was a trip and drag incident at Jervis. There was a similar incident last year at Heuston. Recommendations have been made to TII and Transdev by RAIU. We have until 17th April to assess these recommendations or request modifications. Reddy Morley and the team and Paolo Carbone are looking at safety enhancements.</p> <p>Helen is to come back to the Board in April regarding the recent jump in the accident rate on MMRC Area B.</p>		
9.0 ANY OTHER BUSINESS			
	None.		
10.0 PRIVATE BOARD DISCUSSION			
	<p>The chair advised the Board that it was not possible to interview candidates safely for the post of Chief Executive. As a result, the recruitment process has been paused. The chair also advised the Board that Michael Nolan had volunteered to continue in post as CEO during the emergency. Approval has been sought from DTTAS / DPER for this course of action.</p> <p>The Board expressed its sincere gratitude to the CEO for his willingness to extend his tenure during this emergency.</p>		

Signed by _____

Chairman

Date: _____