

MINUTES 110th MEETING OF TII BOARD

ITEM

Subject:	TII BOARD MEETING	Meeting No:	110
Location:	TII Offices, Parkgate Street, Dublin 8, with some contributions by video link (Teams)	Date held: 23rd September 2025	Doc Revision: Approved

ATTENDEES

BOARD CHAIRPERSON	Gareth Llewellyn
BOARD MEMBERS	Patricia O’ Shea
	Mary O’Donovan
	AnnMarie Farrelly
	Damien Ó Tuama
	Des Kenny
	Aebhric McGibney
	Colette Byrne
	Michael Wall
	Sadhbh O’Neill
	Aidan Skelly
	Peter Walsh (CEO)
MEMBERS OF EXECUTIVE	Sandra McCarthy (Head of Governance and Legal, Secretary)
	Marie Mulvany (Executive Assistant)
	Audrey Keogh (Director of Business Services)
PRESENTERS	Martina Curran (Assurance & Performance Reporting Manager) – <i>Item 3.1</i>
	Rachel Cahill (Director of Executive Office) – <i>Item 3.2</i>
	Kevin O’ Rourke (Head of Network Operations) – <i>Items 3.3, 8, 9 & 10.1</i>
	Paul Farrelly (Head of Procurement) – <i>Item 3.3</i>
	Sandra McCarthy (Head of Governance & Legal, Secretary) – <i>Items 3.4, 3.5 & 3.6</i>
	Geraldine Fitzpatrick (Director of Capital Programme) – <i>Items 4 & 5</i>
	Anthony Duffy (Head of Project Services) - <i>Item 5</i>
	Declan Wylde (Head of Finance) – <i>Item 6</i>
	Peter Walsh (Chief Executive Officer) – <i>Item 7</i>
	Cathal Masterson (Director of Commercial Operations) – <i>Item 8</i>
	Robert Desmond (Head of Infrastructure Finance & Partnerships) – <i>Item 8</i>
	Helen Hughes (Director of Professional Services) – <i>Items 9 & 10</i>
	Aidan Foley (Chief Engineer- Light Rail Network) – <i>Item 9</i>
	Conor Fitzgerald (Senior Manager Asset Management Maintenance) - <i>Item 10.1</i>

MINUTES 110th MEETING OF TII BOARD

ITEM

PRIVATE BOARD DISCUSSION

The Board met prior to the meeting without the Executive or Secretary present.

1.0 CONFLICTS OF INTEREST

No conflicts of interest were declared.

2.0 COMMITTEE & OTHER UPDATES

Infrastructure Committee (IC)

The Committee Chair advised the Board of the following matters:

- 1) The IC received an update on recent MetroLink market engagement and [REDACTED]
- 2) The IC also received a presentation on the New Tram Supply Tender.

Audit & Risk Committee (ARC)

The ARC Chair advised the Board of the following matters:

- 1) At its meeting on 17th September, the ARC met with the C&AG. Congratulations were extended by the ARC Chair to the Head of Finance and his team for the positive outcome of the audit.
- 2) The ARC received an Enterprise Risk Register update [REDACTED]
- 3) The ARC met with the new Head of Digital Transformation, Graeme Roche.
- 4) An Internal Audit update was also provided to the ARC.

3.0 GOVERNANCE & LEGAL UPDATE /RISK MANAGEMENT

(3.1) The Assurance & Performance Reporting Manager presented the draft 2026-2030 Statement of Strategy for approval and thanked the Board for its engagement in this matter noting that the incoming Chief Executive had reviewed the document and complimented the clarity and conciseness of the content. Sadhbh O' Neill and Damien Ó Tuama raised points around the lack of definition of "sustainable" and "sustainable transport" within the vision and purpose. As these had been previously approved, following further discussion the Board **approved** the draft as presented.

(3.2) Rachel Cahill presented TII's annual Climate Action Roadmap for approval. The Roadmap outlines how TII is influencing and contributing to reducing carbon emissions from the transport and industry sectors and includes a number of case studies illustrating how TII works with its partners.

Noting the importance of the document, Members queried whether TII had received any feedback from the Department of Transport (DoT) or elsewhere and were advised that whilst formal feedback had not been provided, DoT did establish a Working Group to review the public sector climate action mandate.

The Chairperson sought confirmation that there is no provision for TII with regards to re-baselining when there is an expansion of the Luas network and it was confirmed that this is case. [REDACTED]

Observing that a challenge for next year might be to consider refining the Roadmap to make it more concise, the Board **approved** TII's Climate Action Roadmap as presented.

ITEM

(3.3) Kevin O’ Rourke and Paul Farrelly presented a request for Board approval to commence procurement for the next generation of MMarC contracts. November 2027 will mark the end of the second generation of contracts which are currently in place. The Board was advised that a Project Steering Group has been set up to oversee this process with the Director of Network Management as Chair.

Members queried whether as part of this process they could see the award criteria around safety and sustainability and Kevin O’ Rourke agreed it would be sensible to come back to the Board as this progresses and prudent to advise the Board of the thought process.

The Board **approved** commencement of procurement for the next generation of MMarC contracts.

(3.4) The Board Secretary provided a briefing to Members on the Addendum to the Performance Delivery Agreement 2021-2025 (PDA) between TII and the Department of Transport signed by the Chief Executive in August. It was noted that the PDA provides that the parties will, each year during the term, agree the financial and human resource inputs to apply for that year and that clauses 5.1 and 5.2 of the Addendum reflect the agreed inputs between TII and DoT for 2025.

(3.5) [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(3.6) The Board Secretary provided a briefing to Members on the procurement of an evaluator to carry out the External Board Evaluation due to take place in Q4 2025. Members were informed of the successful candidate and to expect engagement to commence shortly.

4.0 PRESENTATION: TII NDP REVIEW 2025

Geraldine Fitzpatrick presented on the content of the NDP Review published in July 2025 providing details in relation to capital ceilings, the drivers supporting the plan and an overview of implications of the plan in relation to TII’s capital programme and its delivery.

MetroLink is specifically named with a commitment to €2 billion funding set out for commencement of construction from the Infrastructure, Climate & Nature Fund.

The Chairperson suggested that TII needs to look at its submission in comparison with what it has been asked to do to understand how the integrity of the road network may change over the NDP. [REDACTED]

[REDACTED]

MINUTES 110th MEETING OF TII BOARD

ITEM

5.0 ANNUAL PLAN AND BUDGET - 2025 OUTTURNS AND 2026 FUNDING

Geraldine Fitzpatrick and Anthony Duffy presented to the Board and provided a high-level funding breakdown as a first step in the preparation of a budget for the year ahead.

[REDACTED]

6.0 FINANCIAL PERFORMANCE MONTHLY REPORT

Declan Wylde provided this report and highlighted the following items:

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

7.0 CHIEF EXECUTIVE REPORT

Peter Walsh provided the monthly CEO report which was taken as read and then addressed the following items:

(7.1) Climate Adaptation – National Roads Network Climate Adaptation Implementation Plan 2026-2030: The Plan, which was included in the Board Papers, was at the request of the Chief Executive, **noted** by the Board.

(7.2) Update on Mayor Street Bridge at George’s Dock – The Chief Executive outlined that some matters relating to ownership remain to be clarified, but that it has been agreed with the Department of Transport, the NTA, Dublin City Council and Gas Networks Ireland that the replacement of the bridge is required, that the resumption of Luas services is paramount and that TII will be the lead agency to replace the infrastructure with funding being provided (reserving the right to recovery) by NTA.

8.0 2026 TOLL CHARGES DISCUSSION PAPER

Cathal Masterson, Robert Desmond and Kevin O’ Rourke presented to the Board.

In advance of its October 2025 meeting where a decision will be sought, Members were briefed on the exercise of Board roles and functions on the 2026 Appropriate Toll/Applicable Toll charges for Dublin Tunnel, M50 and the eight PPP Toll Concession Schemes.

Members queried the considerations that go in to determining toll charges [REDACTED]

The Chairperson expressed thanks for the briefing noting that the Board always finds it helpful.

9.0 PRESENTATION: ENT RISK 1 & 2 STRATEGIC SAFETY OVERVIEW

Due to time constraints, this item was postponed to next meeting of the Board.

10.0 HEALTH & SAFETY PERFORMANCE REPORT

Helen Hughes provided this report which was taken as read.

MINUTES 110th MEETING OF TII BOARD

ITEM

(10.1) Kevin O' Rourke and Conor Fitzgerald presented to the Board on MMarC Safety noting that there were three Lost Time Accidents in total on MMarC Networks A, B and C from June 2024 to May 2025 inclusive.

The Chairperson queried how we pass on information and lessons learned regarding safety matters to new contractors and was advised that safety information is issued with tender documentation and that the tender process itself also helps as it makes clear who has the experience and expertise to understand what is required.

11.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting held 15 July 2025 were approved.

12.0 MATTERS ARISING

The progress of Matters Arising was noted by the Board.

13.0 ANY OTHER BUSINESS

- The Chief Executive requested the Board's direction in relation to five energy reducing projects which were not funded in 2025 due to restricted funds and competing demands. [REDACTED] the Board **approved** the inclusion of the projects, which contribute to TII's carbon reduction, in the 2026 Annual Plan & Budget.
- At the conclusion of the meeting, the Chairperson and Members of the Board paid tribute to the outgoing Chief Executive thanking him for his years of exceptional service and expressing the firm wish that he continues in public service noting that he has much to offer.

Signed by _____

Chair

Date: _____