

MINUTES 90th MEETING OF TII BOARD

ITEM

Subject:	TII BOARD MEETING	Meeting No:	90
Location:	TII Offices, Parkgate Street, Dublin 8, with some contributions by video link (Teams)	Date held: 24 October 2023	Doc Revision: Approved

ATTENDEES

BOARD CHAIRPERSON	Gareth Llewellyn
BOARD MEMBERS	Aidan Skelly
	Mary O'Donovan
	Patricia O'Shea
	Damien Ó Tuama
	Des Kenny
	Peter Walsh (CEO)
	Colette Byrne
	Aebhric McGibney
	Sadhbh O'Neill
	Michael Wall
	AnnMarie Farrelly
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 6</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 7</i>
	Helen Hughes (Director of Professional Services) – <i>Item 8</i>
	Kevin O'Rourke (Head of Network Operations) – <i>Item 8</i>
	Tony Redmond (Director of Corporate Services) – <i>Item 3</i>
	Nigel O'Neill (Director of Capital Programmes) – <i>Items 3&7</i>
	Cathal Masterson (Director of Commercial Operations) – <i>Item 3</i>
	Robert Desmond (Head of PPP Procurement & Finance) – <i>Item 3</i>
	Geraldine Fitzpatrick (Head of Roads Capital Programme) – <i>Item 7</i>
	Donal Minnock (Operations Manager) – <i>Item 8</i>
	Ross Moore (A&L Goodbody Solicitors) – <i>Item 3</i>
	Shane McSweeney (EY) – <i>Item 3</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.

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:

- The Luas Strategic Asset Management Plan
- The N/M20 Tolling Assessment
- A verbal update on the MetroLink Governance Framework was provided by the Head of Governance & Legal and it is noted that a presentation is before the Board at this meeting.

3.0 GOVERNANCE & LEGAL UPDATES/RISK MANAGEMENT

(3.0) The Chairman briefly outlined details of his meeting with the Minister which occurred after the September Board Meeting. The discussion was wide ranging and included the likely toll increase for 2024, the intention that TII take over the national cycle network and integrate with greenways, bypasses, road safety and the Minister's support for achieving an effective governance framework for MetroLink. The Minister expressed his support for, and confidence in, the TII Board and TII generally. The Board discussed some of the issues relevant to these topics, including alignment with the National Development Plan and funding arrangements for pipeline projects.

(3.1) Tony Redmond presented the Contracts signed in September valued in excess of €50k which were **noted** by the Board. Seven contracts were signed in the period.

(3.2) Robert Desmond and Cathal Masterson presented on the request for the Board **to approve** tolls for 2024 as follows: (a) Dublin Tunnel Appropriate Tolls for 2024, (b) M50 Applicable Tolls for 2024; and **to confirm agreement** to (c) M50 Default Tolls for 2024 and (d) PPP Toll Concession scheme Appropriate Tolls for 2024. The Board **approved and confirmed**, respectively, the tolls as set out in the paper before the meeting and as presented. Robert confirmed to the Board that there has been no update on the reimbursement of tolls deferred in 2023. It is assumed that toll increases approved by the Board today will be applied as it has not been indicated that a deferral is being considered.

The Board considered whether TII should be working with DCC on the use of the traffic light system to assist in the management of traffic which is seeking to access the Tunnel. We might consider how traffic planning happens in Dublin, for example, when the city closes the quays what kind of structures are in place to allow traffic management to be discussed.

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] TII needs to consider traffic management ahead of next year's consideration of the 2025 Toll Charges for the Tunnel.

(3.3) Shane McSweeney of EY and Ross Moore of A&L Goodbody Solicitors joined the meeting to present on the development of an updated governance framework for MetroLink. Shane presented the emerging structural options, based on the 4 pillars of effective governance [Accountabilities, Authority, Alignment & Disclosure] and Ross outlined the statutory constraints to the optimal MetroLink governance structure [REDACTED] as further detailed in the memos before the Board. [REDACTED]
[REDACTED]
[REDACTED]

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[REDACTED]

The Board discussed the issues raised in the presentation. In response to a question regarding any instruction required from NTA to set up a structure, it was confirmed that NTA would have to agree to the final governance structure and that Ministerial support might also be necessary. The Programme Director will need certainty around arrangements.

It was noted that the international examples provided did not have the nuance of two statutory bodies involved in the project, as we face with MetroLink, [REDACTED]

[REDACTED]

This will come back to the Board next month for update.

(3.4) Kelly McCarthy presented the updated Statement of Strategy to the Board. The Board **approved** the amendments to the TII Statement of Strategy 2021-2025 subject to one amendment to the Chairman’s statement referencing ‘access to a car’ and **endorsed** the Human Rights and Equality Assessment of changes as required by Section 42 of the Irish Human Rights and Equality Commission Act 2014 as presented by the Head of Governance & Legal.

(3.5) The Board **noted** the Annual Business Plan Strategic Actions Tracker Q3 update.

(3.6) The Board **approved** the deviation from normal public service remuneration for the MetroLink Project Director, as a reserved function of the Board under the TII Code of Practice. The sanction of the Department of Transport to this deviation was noted.

4.0 PRESENTATION: ENTERPRISE RISK 7 – PEOPLE/RESOURCES

Audrey Keogh presented this risk. It was noted that controls on the first part of the risk may be masked by resourcing issues related to MetroLink and we may have to consider splitting the risk to better reflect what is happening outside of the context of the project.

[REDACTED]

The Board discussed the presentation, noting that it is difficult to reimagine the same group of people given the configuration and age of the TII workforce. [REDACTED]

[REDACTED]

[REDACTED] We need to be careful not to take on further remit if we don’t have the skills and resources to deliver. TII needs a longer-term view of our people strategy to make sure we have the right workforce for the future. The Board would like to see a skills profile for the organisation including what qualifications people have.

5.0 CHIEF EXECUTIVE REPORT AND SUB-REPORTS/COMMUNICATIONS UPDATE

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

The following matters in the CEO report were highlighted:

- TRA 2024 will occur in 6 months and Board Members are asked to publicise this if possible.
- MetroLink – all responses to submissions to An Bord Pleanála have been returned and are on the website.
- [REDACTED]
- It was noted that TII has issued a task order to EY to look at organisational capacity and capability.
- There was a discussion around VAT treatment in the context of MetroLink and management explained the background to the current VAT position and confirmed that external advice, including the advice of senior counsel, has been taken in relation to this matter. [REDACTED]
- The CEO outlined details of a recently reported bomb scare on Luas. The incident turned out to be a hoax and a final report is awaited.
- In response to a question from Board members the CEO confirmed that, provided Decision Gate 1 approval is secured from Government, the submission of the application for a Railway Order for Luas Finglas will be made in the first half of 2024.

6.0 FINANCIAL PERFORMANCE MONTHLY REPORT

The report was presented by Declan Wylde.

[REDACTED]

7.0 PRESENTATION: OUTTURN 2023 AND UPDATE ON 2024 ANNUAL PLAN AND BUDGET

Nigel O’Neill, Geraldine Fitzpatrick, Paolo Carbone & Anthony Duffy presented to the Board.

[REDACTED]

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[REDACTED]

Geraldine presented the 2023 outturns for roads. Toll revenue increase to €215m. TII still awaits payment of the toll deferral costs. There is a predicted overspend of €66.8m. There are some reductions/savings to be made to manage outturn, with another round of outturn review underway.

Anthony presented the 2023 outturn for public transport. We projected €60m, with NTA to fund €40m and TII to fund €20m from reserves. We are now projecting €56m with all fully funded by NTA. €20m will be carried over to next year.

The Board asked if there were any other greenway projects to absorb the underspend and management advised that this was not possible due to the project lead in time. [REDACTED]

[REDACTED] it was noted that when TII took over responsibility for greenways from DOT only 14 of the proposed 80 projects had planning permission.

The Board enquired as to the rules on allocation and management confirmed that it is the prerogative of the Minister to allocate as he sees fit and this is then set out in the allocation letter to TII.

[REDACTED] the Board noted the significant impact on the budget next year and asked how TII overcomes the problem of people overestimating spend. Management advised that there is constant engagement and questioning of what is being asked against what is being spent, with regular meetings with heads of functions.

The Chairman noted that it is uncomfortable not to know the outturn this close to year end. An understanding of the role of the Board in managing this process properly is required and if the Board can assist in highlighting this message management can let the Board know.

8.0 TII HEALTH & SAFETY PERFORMANCE REPORT

Helen Hughes, Donal Minnock and Kevin O'Rourke presented to the Board.

[REDACTED]

There were no reportable lost time accidents in the period. There were 2 Category 2 SPADS in the period.

Donal & Kevin reported a good record on lost time accidents on MMARC with progress continuing in terms of O&M oversight of the contractor. A slide on lost time accident frequency rates was missing from the presentation and will be circulated. The steps by which the positive rate will be maintained was outlined to the Board.

The Board asked about the use of social media to promote awareness of safety issued and whether RSA could assist in promotion of safety messages. Management confirmed that we use RSA's YouTube channel, but we may have to consider wider social media options. [REDACTED]

Board Members asked if we might consider reaching out to local authorities and An Garda Síochána as well.

9.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting 26 September 2023 were approved.

10.0 MATTERS ARISING

The progress of matters arising was noted by the Board.

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11.0	ANY OTHER BUSINESS
	The Minister for Transport joined the Board during the break for lunch, along with Garret Doocey (Assistant Secretary, DOT) and John McDonald (special advisor).
12.0	PRIVATE BOARD DISCUSSION
	None

Signed by _____

Chairperson

Date: _____