

## MINUTES 87<sup>th</sup> MEETING OF TII BOARD

### ITEM

<b>Subject:</b>	TII BOARD MEETING	<b>Meeting No:</b>	87
<b>Location:</b>	TII Offices, Parkgate Street, Dublin 8, with some contributions by video link (Teams)	<b>Date held:</b> 27 June 2023	<b>Doc Revision:</b> 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 (10:45 a.m. to 1:00 p.m.)
	Michael Wall
	AnnMarie Farrelly
ARC CHAIRPERSON	Aidan Horan – <i>Items 2 &amp; 4</i>
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 7</i>
	Seán O'Neill (Director of Communications) – <i>Items 3 &amp; 6</i>
	Kelly McCarthy (Assurance & Performance Reporting Manager) – <i>Item 3</i>
	Reddy Morley (Head of Rail Safety & Occupational H&S) – <i>Item 8</i>
	Helen Hughes (Director of Professional Services) – <i>Item 8</i>
	Tony Redmond (Director of Corporate Services) – <i>Item 3</i>
	Pat Maher (Director of Network Management) – <i>Items 5 &amp; 6</i>
	Nigel O'Neill (Director of Capital Programmes) – <i>Item 4</i>
	Eddie Winterlich (Senior Manager Pavement Engineering) – <i>Item 6</i>

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Before the meeting commenced the Chairman welcomed AnnMarie Farrelly, recently appointed Board Member, who was attending her first meeting. It was noted that Sadhbh O'Neill would join the meeting a little late and would have to leave early.

### 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

#### Audit & Risk Committee

Aidan Horan provided updates as follows:

- The Committee received an update on the Treasury Policy and position.
- The Committee reviewed the Financial & Governance Statements for 2022.
- The Committee will be meeting the CAAG in September without the Executive present.
- The Committee received a risk update and discussed third party information security risks. Members of the Executive will be invited to present to the Committee on divisional risks later in the year.
- The Committee received an update on the MIS. At the date of merger in 2015 there were two systems in operation, and these have continued in parallel. TII has been in discussion with suppliers with a view to consolidating the systems, but present suppliers cannot offer a solution. The Committee expressed disappointment that this process has taken so long. The Committee asked for a plan to be presented to the Board at the next meeting.
- ARC training will be delivered on the morning of 18<sup>th</sup> June in advance of the Board meeting. All Board members are invited to attend.

### 3.0 GOVERNANCE & LEGAL UPDATES/RISK MANAGEMENT

(3.1) Tony Redmond presented the Contracts signed in April valued in excess of €50k which were **noted** by the Board. It was noted that only three parties tendered for the tolling advisory contract, and this may be due to the specialised nature of the subject matter and the costs of tendering. The Board observed in relation to professional services, that continued engagement of the same engineering and legal firms, for example, may discourage new entrants. TII might consider multi-party panels for some such services.

(3.2) Seán O'Neill confirmed that there have been no text changes to the draft Annual Report since the Board reviewed in April. Headshots are being updated. The Board **approved** the Annual Report for 2022 subject to correction of a name spelling and review of an incorrect reference to DPER at page 26.

(3.3) Audrey Keogh presented the Financial and Governance Statements for 2022 and confirmed that there had been no material changes since the Board approved in March. There have been some minor changes only including a reference to external assurances requested by the Board in March. It is expected that TII will receive a clean audit certificate next week. The SIC was approved in February and the Executive Team has confirmed that there have been no control issues identified in the interim. The Board **approved** the Financial & Governance Statements for 2022 and commended the team for the significant effort in putting this together.

(3.4) **Confidential & Sensitive** - [REDACTED]

[REDACTED]

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[REDACTED]  
[REDACTED]

The Chairman noted that, while Strategy is a matter for the Board, DOT will have to review any changes proposed to Strategy and we need to work this into our projected timescale for completion of this exercise. Members provided some initial feedback on proposed changes to Vision, including:

- In recognition of Safety being our core business, the second proposed vision (bullet) point should be moved up to first.
- We need to consider the meaning of the term Sustainable regarding infrastructure and mobility. There is a concern that this becomes meaningless without a definition.
- While we talk about customers in the Vision statement, have multiple brands and have discussed what we contract out, something in the stakeholder piece around the customer has been removed. We have more of these indicators as KPIs and we need to look at where the customer is in this. How we deal with our customers and reach out to stakeholders affects our vision and strategy.
- [REDACTED]
- [REDACTED]
- [REDACTED]
- We might consider knitting into our statement that we are part of an ecosystem of state agencies and local authorities collectively bringing about infrastructure on behalf of the State.  
[REDACTED]  
[REDACTED] We are part of a number of organisations that collectively influence a trajectory. [REDACTED]
- We need to focus on nearer term targets – 2050 is too far away.

Kelly requested that Members give this further thought in advance of the July meeting where this will be discussed in further detail with a view to finalising changes. The Board thanked Kelly for all her work in advancing this process.

(3.5) The Board considered the proposed changes to Committees and the draft Terms of Reference (TOR) for the proposed Infrastructure Committee. Members will submit feedback to the Secretary on the draft TOR in advance of the July meeting. Some preliminary feedback around the broad nature of some of the committee's functions were noted, including a general reference to delivery of the NDP, and these will be addressed in a revised draft.

The Board **dissolved the Strategy Committee** in line with the powers granted to it under the Roads Act 1993.

The Board **appointed the Infrastructure Committee** in line with the powers granted to it under the Roads Act 1993.

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The Board **appointed Aidan Skelly** to be the Chairperson of the new Infrastructure Committee and will appoint members and confirm Terms of reference at the July meeting.

The Board **appointed Mary O'Donovan** to succeed Aidan Horan as ARC Chairperson upon the completion of his term later this year and arrangements for handover will be made.

4.0

*Confidential & Sensitive*

[Redacted content]

5.0

**PRESENTATION: ASSET MANAGEMENT AND NETWORK MANAGEMENT**

Pat Maher and Eddie Winterlich presented to the Board, highlighting the KPI report and last summer's pavement survey where some issues were identified. The surveys are used to see how the network is performing and to identify trends. The information generated is used to update the programme of works. TII has 7 KPIs in this area with 3 developed to date (Pavement Surface Health, Pavement Surface Safety and Pavement Structural Safety).

The presenters outlined the sub-network classification system, each with a different level of service ranging from Very Poor to Very Good and indicated the performance of the subnetworks having regard to the three KPIs.

In response to questions, it was noted that EVs have little impact on the structural health of the road. HGVs cause more significant damage. It was also noted that different (higher) levels of investigation are applied in urban areas, for example, near traffic lights. The Board also considered how targets are set

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and the impact of climate change on the surface, noting that sand had to be spread on roads last summer in the UK due to the high temperatures.

Management noted that TII does not define an intervention in our standards (just investigation level), but this does not mean that the network is unsafe. The terminology may need to be updated as it could lead to misunderstanding as currently drafted.

In a follow up to a recent item on issues identified [REDACTED] Pat and Eddie also presented on assessments of the quality of products coming from a certain quarry. It was noted that there are climate implications in any decision to change quarry. Investigations indicated a series of mistakes resulting in the materials supplied being different to those declared. There were no concerns about the actual sources of the products or the product composition. The paperwork was not in order which resulted in a failure to meet the standard. The asset management system was successful in this instance on a reactive basis, but we may need to be more proactive. TII will investigate further to ascertain whether issues identified at [REDACTED] were replicated elsewhere.

It was noted that no one else is performing this investigative/audit function and no local authority would have the resources to do what TII did in this case. There needs to be wider engagement on this issue. The Board indicated that if the ongoing investigation indicated a systemic issue, it should come back to the Board.

#### 6.0 CHIEF EXECUTIVE REPORT AND SUB-REPORTS/COMMUNICATIONS UPDATE

(5.1) The Chief Executive presented the CEO Report to the Board The report focusses on the Strategic Goals of:

- Existing Infrastructure
- New Infrastructure
- Services
- Safety
- People
- Engagement & Collaboration
- Organisational Excellence

Sean O'Neill provided the communications update. The Board discussed the extent to which a social media policy exists for TII and who has responsibility for it. Seán confirmed that TII uses Twitter as a broadcast medium only, for HR and traffic management updates, for example. A Board Member raised a query regarding a survey issued over the weekend on nuisances on motorways. Seán agreed to look into this and report back to the Member concerned.

The following matters in the CEO report were highlighted:

- The CEO is attending the Joint Oireachtas Committee on Transport tomorrow. The Chairman has been provided with the opening statement which will be made available to all Board members. The statement includes an assessment that tolling contracts have proven robust and protect the interests of the parties. No contractor would enter such long duration of contract without indexation, and it is not for us to pick and choose which contractual obligations are honoured and which are not. It was noted that the Board would have to approve toll increases later in the year if they are to be introduced in January as expected.
- The tendered price of the Ballaghaderreen to Scramoge contract has increased significantly. There is a fundamental difference in the approach of the tenderers and little interest in the PWC form of contract. DPENDR instructed that there should be a revised memo to cabinet. DoT has

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indicated that that this will be submitted in July. Management is of the opinion that we would not achieve a better price if we went back out to market.

- MetroLink recruitment –TII sought sanction for additional expert staff in 2021 and still do not have approval.

The Board was advised that the Minister had queried progress on the National Cycle Network (NCN) TII is limited to elements on national roads and greenways. NTA will progress CycleConnects projects in urban networks. DOT will co-ordinate this work.

It was noted in respect of the balanced scorecard that a KPI appeared against an eFlow target which is described as an interim target. This should come back to the Board if it is to change.

The CEO will come back to a member directly on a query raised regarding uncontrolled crossing points at the old and new N5.

### 7.0 FINANCIAL PERFORMANCE MONTHLY REPORT

The report was presented by Declan Wylde. A forecast of roads capital programme is underway, and it is indicating that we will come in on budget at the year end.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

### 8.0 TII HEALTH & SAFETY PERFORMANCE REPORT & PRESENTATION

Helen Hughes and Reddy Morley presented the reports.

There were no reportable accidents in the period. There was one minor first aid injury.

There was 1 SPAD (category A).

There was one near miss on MMRC with lost time (unmarked gas line).

The Board received data on employee sick leave, and it was noted that none of this leave related to occupational injury. It is proposed to add data on uptake of the Employee Assistance Programme (EAP) to this report. The Board expressed a wish to see comparators so it can assess how this develops over time.

### 9.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting 23<sup>rd</sup> May 2023 were approved.

### 10.0 MATTERS ARISING

The progress of matters arising was noted by the Board.

### 11.0 ANY OTHER BUSINESS

None

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#### 12.0 PRIVATE BOARD DISCUSSION

The Board discussed the proposed arrangements for changes to Board committees, the decisions arising from which are noted under Governance at (3.5) above. It is hoped to have a meeting of the IC in July and the Chairman will be in touch with members regarding the proposed composition of the IC and ARC.

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

Chairperson

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