

## MINUTES 78<sup>th</sup> MEETING OF TII BOARD

### ITEM

<b>Subject:</b>	TII BOARD MEETING	<b>Meeting No:</b>	78
<b>Location:</b>	TII offices at Parkgate Street with some contributions by video link (Teams)	<b>Date held:</b> 27 <sup>th</sup> September 2022	<b>Doc Revision:</b> Approved

### ATTENDEES

BOARD CHAIRMAN	Gareth Llewellyn
BOARD MEMBERS	Aidan Skelly
	Seamus Neely
	Mary O'Donovan
	Patricia O'Shea
	Damien Ó Tuama
	Des Kenny
	Peter Walsh (CEO)
	Colette Byrne
	Aebhric McGibney
ARC CHAIRMAN	Aidan Horan – <i>Item 2</i>
MEMBERS OF EXECUTIVE	Edel McCormack (Head of Governance and Legal)
	Marie Mulvany (Executive Assistant)
	Audrey Keogh (Director of Business Services)
	Rachel Cahill (Head of Executive Office)
PRESENTERS	Nigel O'Neill (Directors of Capital Programmes) – <i>Item 4</i>
	Seán O'Neill (Director of Communications) – <i>Item 6</i>
	Geraldine Fitzpatrick (Head of Roads Capital Programmes) – <i>Item 8</i>
	Declan Wylde (Head of Finance) – <i>Item 7</i>
	Pat Maher (Director of Network Management) – <i>Item 6</i>
OBSERVER	Eileen Cole – Board Excellence

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### 1.0 CONFLICTS OF INTEREST

None.

### 2.0 COMMITTEE UPDATES

#### Audit and Risk Committee

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

- The Committee had its regular private session with the Comptroller and Auditor General (CAAG). The CAAG report for 2021 had three low level recommendations which will be followed up on by the Executive Team.
- The Committee received an update on the MIS and potential merger of the two systems.
- A lot of progress has been made on the audit recommendations tracker with further close out and consolidation expected.
- The Committee considered a number of IA reports.
- The Committee received an update on Information Security including some Luas related issues.  
[REDACTED]  
[REDACTED]  
[REDACTED]
- There will be a November ARC meeting to address outstanding IA reports and a Deep Dive is planned for December on the Commercial Operations Risk Register.

#### Strategy Committee

The Chairman reported that the following was considered by the Committee:

- The Committee considered TII's Sustainability agenda, including a focus on a safe and resilient network and services, asset management and climate adaptation and linkages between these areas. Pat Maher presented to the Committee focussing on operational resilience while acknowledging that corporate resilience is also an issue.

### 3.0 GOVERNANCE & LEGAL UPDATES/RISK MANAGEMENT

- The Board **noted** the contracts valued over €50k executed by TII in July/August 2022. Clarification was requested regarding the Sustainability Portfolio Management Contract, and this will be provided at the next meeting.
- The Board completed the Annual Review of its Terms of Reference in line with its reserved function under the Code of Practice. No amendments were made. It was noted that the Board may amend the TOR following any recommendations made at the completion of the external effectiveness review if necessary.
- The Board **approved** the dates for 2023 Board meetings.
- The Board **noted** the Q2 KPI Report. It was noted that targets will assist with the interpretation of data and the CEO confirmed that the process to date has been aimed at producing sufficient data to set targets. Targets will appear in the reports going forward. The Chairman observed that a discussion may be required at year end to consider management actions arising out of KPIs and what level of intervention might be needed to improve performance where necessary.
- The Secretary provided a verbal update on the recent fatality at Broombridge. A further report will come to the Board following completion of the RIU, Garda and Transdev investigations.

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- The Secretary advised the Board of a transparency survey being conducted by Transparency International Ireland (TI). [REDACTED]

- [REDACTED]

4.0

### ANNUAL PLAN AND BUDGET 2023 – DRAFT FRAMEWORK FOR APPROVAL AND 2022 FRAMEWORK FORECAST OUTTURNS

[REDACTED]

5.0

### PRESENTATION – CLIMATE ACTION, ENERGY EFFICIENCY & EMISSIONS

Rachel Cahill presented to the Board and asked the Board for direction in their preferences for monthly reporting around TII’s ten lead actions under the Climate Action Plan. A report on the Chapter 5 Roadmap will be brought back to the Board in November.

[REDACTED]

It was noted by the Board that this is a complex area, and many organisations are struggling with reporting around Sustainability issues. With regards to Scope 3 emissions there are some things that TII can do and for others TII can only influence other parties to do. There is a difficulty in showing how changing travel behaviours will influence emissions. The Board encouraged Management to consider identifying initiatives, which are outside TII’s legislative remit, but would help others contribute to reductions in emissions for the Transport sector.

6.0

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

The Chief Executive presented the CEO Report to the Board which included the following sub-reports;

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

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It was noted that toll rates will be the subject of a report to the Board in October in preparation for Board approval at the November meeting.

Pat Maher presented the Network Management Quarterly Report. The Board asked if a breakdown was available on wrong way driving fatalities and Pat will extract that data. The Board requested that this be brought to the November meeting.

Sean O’Neill provided the communications update.

### 7.0 FINANCIAL PERFORMANCE MONTHLY REPORT

Audrey Keogh presented the report. [REDACTED]  
 [REDACTED]  
 [REDACTED]  
 [REDACTED]  
 [REDACTED]  
 [REDACTED]  
 [REDACTED] The Chairman noted strong performance in developing this report over the past 9 months.

### 8.0 TII SAFETY AND HEALTH PERFORMANCE REPORT/CONSTRUCTION SAFETY

Helen Hughes and Geraldine Fitzpatrick presented the reports. Helen outlined details of a derailment in the previous week [REDACTED] There were no injuries and no damage to the tram. Transdev is investigating this incident.

Geraldine advised that the trend is positive on all major road construction projects. There were two lost time incidents and training and awareness has been provided in relation to the causes of these on site. MMARC contracts will be looked at in more detail at a future meeting with particular focus on MMARC area A.

### 9.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting 19th July 2022 and the Special Purpose Board Meeting 8th September were approved subject to the deletion of the first item listed in the advance documentation provided to the Board (NTA letter) in the minutes of the Special Purpose Meeting.

### 10.0 MATTERS ARISING

The progress of matters arising was noted by the Board.

### 11.0 ANY OTHER BUSINESS

The Board asked if we can look at impediments and resources required for longer periods of Luas running although it was noted that this is not within TII’s control.

[REDACTED]

Comments on below line reports can be sent to the Executive.

It was noted that the MetroLink Governance arrangements must be revised for the next stage of the project development. The Board requested an early briefing on governance proposals from TII management.

### 12.0 PRIVATE BOARD DISCUSSION

None.

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ITEM

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

Chairman

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