

## MINUTES 72<sup>nd</sup> MEETING OF TII BOARD

### ITEM

|                  |   |   |                                  |
|------------------|---|---|----------------------------------|
| <b>Subject:</b>  | TII BOARD MEETING   | <b>Meeting No:</b>                                  | 72                               |
| <b>Location:</b> | Meeting hosted via audioconferencing in line with government restrictions arising from COVID-19 | <b>Date held:</b><br>22 <sup>nd</sup> February 2022 | <b>Doc Revision:</b><br>Approved |

### ATTENDEES

|                      |   |
|----------------------|---|
| BOARD CHAIRMAN       | Gareth Llewellyn  |
| BOARD MEMBERS        | Joe O'Mahony  |
|                      | Seamus Neely  |
|                      | Mary O'Donovan  |
|                      | Patricia O'Shea   |
|                      | Damien Ó Tuama  |
|                      | Des Kenny   |
|                      | Peter Walsh (CEO)   |
|                      | Colette Byrne   |
|                      | Aebhric McGibney  |
|                      | Aidan Skelly  |
| ARC CHAIRMAN         | Aidan Horan – <i>Items 2 &amp; 4</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           | Orla Mulqueen (Head of HR) – <i>Item 4</i>                                |
|                      | Seán O'Neill (Director of Communications) – <i>Item 6</i>                 |
|                      | Helen Hughes (Director of Professional Services) – <i>Items 5 &amp; 8</i> |
|                      | Cathal Masterson (Director of Commercial Operations) – <i>Item 6</i>      |
|                      | Dan Brennan (Senior Transport Planner) – <i>Item 5</i>                    |
|                      | Derek Brady (Head of Strategic and Transport Planning) – <i>Item 5</i>    |
|                      | Tony Redmond (Director of Corporate Services) – <i>Item 6</i>             |
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### 1.0 CONFLICTS OF INTEREST

None.

### 2.0 COMMITTEE UPDATES

#### Strategy Committee

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

- The committee received a presentation on MetroLink. [REDACTED]

#### Audit and Risk Committee:

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

- The Committee considered the documentation submitted by management to support a review of the effectiveness of the System of Internal Control (SIC). The Board is obliged to complete this exercise in Q1 annually for activity in the preceding year. A draft Statement of the Effectiveness of the SIC has been provided by management for approval. The overall opinion of the Internal Auditor is Reasonable. The Checklists completed by the Senior Management Team and designated staff feed into the Assurance Control Report and allow them to reflect on the nature of the risk environment and the controls in place.
- A presentation was given to the Committee by the Information Security Officer on security baseline standards for the public sector. Work will be required in this area. TII can control its own arrangements, but supply chains and third parties will remain a challenge for procurement and contract management.

### 3.0 GOVERNANCE – STATEMENT OF THE EFFECTIVENESS OF THE SYSTEM OF INTERNAL CONTROL

The ARC Chair gave an overview of the compendium of assurances included in the Board papers to assist the board in satisfying itself as to the effectiveness of the System of Internal Control.

The following documents were considered by the ARC and Board as part of the review:

1. Draft Statement on Internal Control
2. ARC Annual Report
3. Presentations to the ARC and Board in 2021
4. Risk Management Policy, Plan and Appetite Statement
5. Strategy Committee Annual Report
6. Internal Audit Annual Report
7. Assurance Control Report
8. Governance Calendar
9. TII Committee Annual Reports
10. COVID-19 Response Groups Report
11. Q4 2021 Strategic Actions Tracker
12. C&AG Certification Report 2020
13. C&AG Management Letter 2020

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- 14. FCU Annual Report
- 15. Information Security Assurance Report
- 16. IT Assurance Report

The CEO noted that training and further support requirements identified will be provided for people who are new to their roles. It is noted that some assurance support functions have to be provided by our service providers where resources are not otherwise available.

The Board noted that some outstanding work remains to close out IA audit recommendations. Substantial work was undertaken in this area in 2021 but some work remains.

All Board Members confirmed satisfaction with the Statement of Internal Control as drafted.

The Board **approved** the disposal of a motor vehicle, Mitsubishi L200 06D8376 (Asset Number 0000000632) to Dublin Civil Defence as set out in the Memorandum before the Board.

### 4.0 PRESENTATION – ANNUAL REVIEW OF LEARNING & DEVELOPMENT ACTIVITIES

Orla Mulqueen presented to the Board. The Board noted the Executive’s development particularly in areas such as climate change and digital transformation was being considered. The Board discussed the requirement to provide a narrative to accompany figures to be submitted to DOT on the gender pay gap.

### 5.0 PRESENTATION – TII APPROACH TO TRANSPORT PLANNING

Derek Brady, Dan Brennan and Helen Hughes presented to the Board and a discussion followed. It was noted that the National Transport Model has its limitations but should be promoted in understanding where modelling may take us.

### 6.0 CHIEF EXECUTIVE REPORT AND SUB REPORTS

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

Seán O’Neill provided an update on communications activities.

Cathal Masterson presented the Commercial Operations Quarterly Report.

Tony Redmond presented the Corporate Services Report.

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   |
|--------------------------------|---|---|
| <b>Return to Office</b>        | TII offices have been open from Monday 7 February. Staff can continue to work from home if they wish to do so. Phase 2 of | A hybrid working model is being developed and will be decided on as soon as possible to provide clarity to staff on longer term working arrangements. |

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|  |  | the RTO Plan will commence in March.  |   |
|  | <b>MetroLink</b>                                 | [REDACTED]  | [REDACTED]  |
|  | <b>N6 Galway City Ring Road</b>                  | The Galway Race Committee has applied to the High Court for a judicial review of the approval by An Bord Pleanála of the scheme. A second application was lodged by Friends of the Irish Environment. | [REDACTED]  |
|  | <b>LUAS – Public Health Measures</b>             | The Public Transport COVID-19 response group continues to meet.   | Measures such as the provision of hand sanitiser, additional cleaning and the application of anti-microbial solution to LUAS tram surfaces will continue into 2022, with no end date set. |
|  | <b>Anti-Social Behaviour and Vandalism</b>       | There was a spate of serious vandalism affecting the LUAS Line from Belgard to Saggart in January 2022.   | Transdev has been liaising with Gardai, in relation to an operation which seeks to prosecute those responsible.   |
|  | <b>M50 eFlow Tolling Operation</b>               | The new operator continues to deliver customer services across all contact channels for incoming customer contacts in line with agreed service levels.<br>[REDACTED]                                  | [REDACTED]  |
|  | <b>Safety</b>                                    | There were no reportable accidents in the period.   |   |
|  | <b>Project BRUCE and M50 Multi-Point Tolling</b> | TII has been engaging with DOT on longer term road user charging options as part of the BRUCE study.  | This will come back to the Board.   |
|  | <b>Human Resources - Recruitment</b>             | The Minister has expressed urgency in relation to the need to achieve delivery of the Greenway programme for which an additional 11 resources are   | The hiring of these resources is conditional on appropriate DOT sanction for the additional 11 staff being received by TII. The question of additional payroll                            |

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|             |   | required. TII advertised these roles in February.   | funding commitment will also require resolution with DOT.   |
|             | [REDACTED]  | [REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]<br>[REDACTED]                    | TII has made DOT aware of the additional requirement [REDACTED] to meet pay increase. TII has also advised DOT that we continue to recruit within TII's sanctioned number of 293. |
|             | <b>Treasury</b>   | The Housing Finance Agency [HFA] have withdrawn their deposit facilities from TII to reduce their exposure to the product that TII was using. | Consideration of alternatives has commenced.  |
| <b>7.0</b>  | <b>FINANCIAL PERFORMANCE MONTHLY REPORT</b>   |   |   |
|             | Audrey Keogh presented the report. The Board <b>approved</b> the resolution to close the accounts set out in Board paper 7.1.                                       |   |   |
| <b>8.0</b>  | <b>TII SAFETY AND HEALTH PERFORMANCE REPORT/UPDATE OCCUPATIONAL HEALTH &amp; SAFETY ACTIONS/RETURN TO OFFICE PLAN</b>   |   |   |
|             | Helen Hughes presented the report.  |   |   |
| <b>9.0</b>  | <b>MINUTES OF PREVIOUS BOARD MEETING</b>  |   |   |
|             | The Minutes of the previous Board meeting 25th January 2022 were approved.  |   |   |
| <b>10.0</b> | <b>MATTERS ARISING</b>  |   |   |
|             | The progress of Matters Arising was noted by the Board.   |   |   |
| <b>11.0</b> | <b>ANY OTHER BUSINESS</b>   |   |   |
|             | Board Members were asked to consider their views in returning to in person meetings in April. These discussions can be had on a one-to-one basis with the Chairman. |   |   |
| <b>12.0</b> | <b>PRIVATE BOARD DISCUSSION</b>   |   |   |
|             | Board members were asked for their views in relation to the Agenda and papers provided.   |   |   |

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

**Chairman**

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