

# MINUTES 85<sup>th</sup> MEETING OF TII BOARD

## ITEM

<b>Subject:</b>	TII BOARD MEETING	<b>Meeting No:</b>	85
<b>Location:</b>	TII Offices, Parkgate Street, with some contributions by video link (Teams)	<b>Date held:</b> 25 April 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
APOLOGIES	Aebhric McGibney ( <i>jury service</i> )
ARC CHAIRPERSON	Aidan Horan – <i>Item 2</i>
MEMBERS OF EXECUTIVE	Edel McCormack (Head of Governance and Legal)
	Marie Mulvany (Executive Assistant)
	Rachel Cahill (Head of Executive Office)
PRESENTERS	Declan Wylde (Head of Finance) – <i>Item 7</i>
	Seán O'Neill (Director of Communications) – <i>Item 6</i>
	Pat Maher (Director of Network Management) – <i>Item 5</i>
	Cathal Masterson (Director of Commercial Operations) – <i>Item 5</i>
	Helen Hughes (Director of Professional Services) – <i>Items 8</i>
	Kelly McCarthy (Assurance & Performance Reporting Manager) – <i>Item 4</i>
	Reddy Morley (Head of Rail Safety & Occupational H&S) – <i>Item 5</i>
	Tony Redmond (Director of Corporate Services) – <i>Item 3</i>
	Donal Dunne (LUAS Operations Manager) – <i>Item 8</i>
	Mark Nolan (Financial Controller) – <i>Item 3</i>
	Nigel O'Neill (Director of Capital Programmes) – <i>Item 6</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

#### Audit & Risk Committee

- The Committee received a number of audit reports today as well as ICT and information security updates. It was noted by the ARC Chairman that the board is receiving a presentation on ENT 5 at the meeting this afternoon.
- Training for ARC members is scheduled for June/July.
- The audit by the Comptroller and Auditor General is ongoing with no negative feedback received up to this stage.
- The Committee received a presentation on a review of financial reporting in Turas carried out by EY. The issues raised will be kept under review. It was noted that documentation required of Turas in relation to Business Continuity remains outstanding.
- The ARC will receive a project plan for MIS in June.

#### Strategy Committee

- The Committee received a report on national road indicators. The Committee noted the focus on emissions now contained in the report which has not previously been included. It is expected that this link to emissions will become more prominent in future years.
- The Committee received a presentation on the roll out of the rapid charging network. An implementation plan is due to be published in June. Uncertainty remains in a number of areas, including with regard to HGVs. Three streams of modelling are being carried out (ARUP is modelling a consumer/bottom-up approach, EY is modelling a top-down approach and ESNB is looking at consumer modelling). It was noted that competing requirements on the grid will be an issue.

### 3.0 GOVERNANCE & LEGAL UPDATES/RISK MANAGEMENT

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

(3.2) Kelly McCarthy presented the Strategic Actions Tracker for Q1 2023. The tracker is presented in a revised format with focus only on actions that are of strategic significance.

(3.3) Seán O'Neill presented the Draft Annual Report for approval and the Board discussed the draft. The Chair asked that further observations be sent to Seán as soon as possible. The Board **approved** the draft report subject to no material changes although minor observations can be included.

### 4.0 PRESENTATION: INTERIM REVIEW OF THE TII STATEMENT OF STRATEGY – APPROACH AND PROCESS

Kelly McCarthy presented to the Board. The Interim Strategy Review, which will take place after the May Board meeting, will take a two-pronged approach. The first will consider TII performance against the strategy to date, while the second will consider the fitness for purpose of the current strategy.

Members noted that the DOT is also updating its strategy at present. The Chairman advised that new Board Members may be appointed by the Minister in advance of the May meeting and, if this occurs within a reasonable timeframe before the meeting, these Members may be asked to join the session. It was noted by the Secretary that formal induction of new members, in line with the Code of Practice, may not be possible in advance of the May Board meeting.

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Board Members asked that pre-reading for the Strategy Session should issue as soon as possible to permit preparation.

### 5.0 PRESENTATION: ENT 5: FAILURE TO ADEQUATELY PROTECT AND MAINTAIN ROAD & RAIL ASSETS

Pat Maher and Cathal Masterson presented on Enterprise Risk 5 on the Enterprise Risk Register (ERR). It was noted that the deterioration of road and rail assets over time has to be addressed by effective management. A possible bias in favour of projects over maintenance was discussed. In response to questions from Members, it was noted that New Zealand is best-in-class on road asset maintenance. It was further noted that engagement on this issue should be with wider government and society to emphasise, and create understanding around, the value of the asset, not just in engineering terms but in terms of what it helps the country to achieve.

The Board discussed how the asset would fare if spending stayed on current allocations – better, worse or the same – and it was estimated that a gradual improvement would be the likely outcome, however it was noted that the impacts of extreme weather are not fully known, and climate adaptation needs to be considered. TII's counterparts in the U.S.A. have looked in more depth at resilience from an investment perspective.

Questions around signage on small maintenance/improvement jobs, the treatment of hidden assets such as tech assets and their treatment by new providers were also discussed.

It was noted that this risk is at the centre of TII activity and goes to the heart of TII's credibility, as much as governance of big projects. Some work may be required on the narrative around this.

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

(6.1) The Chief Executive presented the CEO Report to the Board. The report follows the format recommended by Board Excellence and focusses on the Strategic Goals of:

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

Sean O'Neill provided the communications update. It was noted that there is a new Chairman of the Transport Committee, Mr Joe Carey TD. It is likely that the new Chairman will seek meetings with agencies, including TII. In response to a question, Seán confirmed that available analytics (inc. Google on tolling information and project updates) would be made available to inform discussions at the Strategy day around stakeholder engagement.

The new format of the CEO report to reflect recommendations made by Board Excellence in the external review was noted. The following matters in the report were highlighted:

- [REDACTED]
- The Board noted the new Balanced Scorecard contained in the CEO report. This will evolve in coming months in response to further feedback. One KPI was noted to be behind target – eFlow Customer Satisfaction at 84%. This is consistent with performance throughout 2022, which was

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associated with the transition to a new service provider. Improved performance is expected to follow the launch of a mobile app and a website upgrade, due in Q3 of this year.

- The issue of a low number of tenders for some contracts was discussed. TII has discussed the issues around this with other stakeholders, including OGP. Issues with the current form of the Public Works Contract (PWC), particularly regarding the allocation of risk, were discussed.
- The Board discussed issues around a slip at Glenbeigh and Gleensk Embankments on the N70 and delays caused by potential impacts of remedial works on designated areas. Although TII wishes to fulfil its environmental obligations, there are considerable safety issues to consider and TII needs to understand what is possible in terms of putting timely interventions in place. TII would like to establish appropriate protocols and procedures. [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]
- It was noted that the current Financial and Advisory Services Contract with EY will expire in October and TII is preparing to award a new contract.
- TII has not yet received sanction for the recruitment of the 18 expert leadership roles required for MetroLink.

(6.2) Nigel O'Neill presented the Capital Programme Quarterly Report. The new format, in line with Board Excellence recommendations, was noted.

There are discussions ongoing with DOT around movement of some of the allocations made pursuant to the Minister's letter in January.

The issue around the declining number of tenders was further noted.

At a recent public consultation on the Athlone to Galway Section of the Greenway, protesters engaged in picketing and intimidating behaviour. Gardaí were called. The local authority is reviewing security arrangements for this type of event.

An Bord Pleanála has appointed an Inspector to Metrolink. TII does not yet know when an oral hearing may commence, although it is expected that one will be scheduled.

(6.3) Nigel O'Neill provided an update on contractual disputes which was **noted** by the Board.

There was a general discussion around claims and the way these are managed. The Board suggested that this might be a suitable area for future audit.

(6.4) Nigel O'Neil presented the Stepping Up paper, already referenced. The Chairman noted that some of this will form the basis of discussions at the Strategy session in May.

It was noted that the NDP has a massive ramp up from 2026. There will be significant challenges to delivery although in response to a question from the Chair, Nigel O'Neil indicated additional resources would not be required to manage any increase. The civil engineering appetite for public works has been affected by a small pipeline of projects going to market. The tendering costs on major roads projects are in the order of €800k. The tendering costs on a project like MetroLink are in the order of €20m. In Ireland, tenderers bear their own costs. Significant issues are noted in the current planning system.

The Board considered whether these issues might be raised before the Transport Committee when the new Chairman invites TII to attend.

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It was noted that the last review of the NDP occurred in 2021. There will be a funding review in 2025 and this may be moved forward, but the content will remain the same. The next review will likely follow a general election.

The Board indicated that TII should move ahead on planning and contract issues and should engage with DOT on the challenges to delivery of the current NDP to 2030.

#### 7.0 FINANCIAL PERFORMANCE MONTHLY REPORT

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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

Helen Hughes, Reddy Morley and Donal Dunne joined the meeting.

There were no reportable accidents in the period. Six incidents were notified to CRR, including one of tram-scutting. We haven't seen this for a few years having taken measures previously to reduce the possibility of occurrences.

An update on the ISO 45001 certification was provided. NSAI recertification audit will be due in 2025.

An update Safety Policy Statement 2023 was shown to the Board. Following previous feedback, it is in a more accessible format.

Blended Working – It was noted that additional First Aiders and Fire Wardens had to be trained up to address changes in attendance patterns at TII offices.

The Board commended the team on the ISO accreditation, successful audit and updated Safety Statement.

The Board asked that consideration be given as to how health metrics (as distinct from safety metrics) could be presented to the Board.

Donal Dunne presented a video on SPADS. The Board discussed issues around SPADS. Donal will check the maximum potential shift for a LUAS driver and revert.

#### 9.0 MINUTES OF PREVIOUS BOARD MEETING

The Minutes of the previous Board meeting 28<sup>th</sup> March 2023 were approved.

#### 10.0 MATTERS ARISING

The progress of matters arising was noted by the Board.

#### 11.0 ANY OTHER BUSINESS

1. The CEO outlined an innovation initiative around podcasts. TII has eight ready to launch, developed by Sarah O'Donnell, which view the experience of travelling on the Luas with a sensitivity to disability. These will be launched in May. Des Kenny agreed to be the Board representative to acknowledge and launch the initiative. Des noted that Sarah O'Donnell of TII is very highly regarded in this area.

#### 12.0 PRIVATE BOARD DISCUSSION

The Board discussed the implementation of recommendations arising from the Board Excellence External Board Assessment. The Secretary has provided comments and a timeline for implementation.

The Board is asked to reflect on the comments and timeline before the next meeting so that decisions can be taken. The Board agreed to the dissolution of the Strategy Committee and the appointment of an

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Infrastructure Committee in its place. The new committee will not be limited to MetroLink but will cover all significant projects. The Chairman asked that Members express any preferences they may have in relation to membership of committees in advance of the May meeting. It is possible that the CEO Performance & Support Committee (CPSC) will be given an additional remit in relation to succession planning. Communications related issues will be followed up on as part of the implementation process.

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

Chairperson

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